

PUBLICATION UPDATE

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Collier on Bankruptcy

Publication 219

Release 147

September 2018

HIGHLIGHTS

Chapter 11

- Several chapters pertaining to Bankruptcy Code chapter 11 have been extensively revised, including those on creditors' committees and conversion or dismissal of a chapter 11 case.

Exemptions

- Updated state exemptions are featured in volumes 12 and 13. Of particular importance are exemption amount increases in Minnesota, Nebraska and New York.

Jurisdiction and Powers of District Courts and Bankruptcy Courts. Among other things, the update to Chapter 3 notes the nascent controversy regarding conflicts of jurisdiction between the bankruptcy court and a probate court and the bankruptcy court and a federal district court asserting maritime jurisdiction over property of the estate. Also discussed is the application of the doctrine of sovereign immunity and litigation under the trustee's avoiding powers against the Internal Revenue Service.

Property of the Estate. The revisions to Chapter 541 explain the conflict among the courts regarding exactly when property that was fraudulently conveyed becomes property of the estate. Noted and discussed are recent cases concerning property acquired by the estate following commencement of the case.

Limitations on Avoiding Powers. Revised Chapter 546 reflects recent developments in case law, primarily with respect to section 546(e). Most notably, in February 2018, the United States Supreme Court issued a decision in *Merit Management v. FTI Consulting*, 138 S. Ct. 883; 200 L. Ed. 2d 183 (2018), that resolved a circuit court split regarding whether a financial intermediary that is a mere conduit and does not hold a beneficial interest in the transfer may satisfy the requirements of the section 546(e) safe harbor. In rendering its decision, the Court stated that, as a threshold matter, a court must first identify the relevant transfer sought to be avoided and, once identified, determine whether the transfer is made in compliance with the statute. The Court held that, for purposes of section 546(e), the relevant transfer is the

overarching transfer sought to be avoided, not a component transfer. The Court's decision abrogates in part precedent in the Second, Third, Sixth, Eighth and Tenth Circuits, which circuit courts had previously ruled that section 546(e) applies even where the only entity that qualifies as a protected party pursuant to section 546(e) is a financial intermediary that held no beneficial interest in the transfer.

Rights of Partnership Trustee Against General Partners. Revised Chapter 723 reflects recent case law on the rights of a chapter 7 trustee of a partnership to bring claims against the general partners. The update highlights the difference between a claim against a general partner who is not in bankruptcy versus a claim against a general partner who is. The discussion of the repeal of the "jingle rule" has been expanded. The analysis of a general partner's defenses to a chapter 7 trustee's claims under section 723 has also been updated and expanded. Finally, the discussion about whether section 723 creates a new claim, or simply reflects partnership rights under state law, has been updated.

Collection, Liquidation and Distribution of the Estate. Updated Chapter 724 includes recent case law. A discussion has been added about limitations on the debtor's ability to avoid tax penalty liens. Case law on whether the chapter 7 trustee must seek court approval before subordinating tax liens under section 724(b) has been updated. The chapter discusses case law on trustee proposals to avoid liens when the net effect would be limited to payment of the additional administrative expenses. Finally, the chapter addresses a recent bankruptcy appellate panel decision that section 724(b) does not create a right to sell estate property but governs only distribution of sale proceeds if estate property is sold pursuant to section 363.

Definitions for Chapter 11. Chapter 1101 discusses definitions applicable in chapter 11. The discussion of the separate entity theory as it relates to the estate, the debtor and the debtor in possession in chapter 11 cases has been substantially revised. Courts have variously regarded the estate as a separate entity, the debtor and the debtor in possession as separate entities, or the debtor and debtor in possession as the same entity. After a thorough examination of the case law, the discussion concludes that the better view is to regard the estate as a separate entity and the debtor and the debtor in possession as the same entity acting in separate capacities. The discussion of substantial consummation has been updated regarding whether an appeal of an order confirming a plan is moot after a plan has been substantially consummated. Many courts hold that substantial consummation is only one of several factors courts consider in determining whether the appeal is moot.

Creditors' and Equity Security Holders' Committees. Chapter 1102 covers creditors' and equity security holders' committees. The discussion of the supervisory role of the court in the appointment of committees is updated. The updated chapter also considers when a creditor has a conflict of interest that will disqualify the creditor from serving on a committee and what factors courts consider in deciding whether to appoint additional creditors' committees. The discussion of how courts evaluate the adequacy of representation of creditors by an existing committee has been expanded. There is revised coverage of the considerations relevant to whether an equity security committee should be appointed, particularly with respect to how courts determine whether an estate is solvent, and an expanded treatment of changing committee members and whether a

court has the authority to disband a committee and, if so, what the court should consider.

Powers and Duties of Committees.

Chapter 1103 covers powers and duties of committees. New cases have been added that address (a) court approval of the retention of national counsel that charges substantially higher hourly rates; (b) approval of the retention of professionals effective as of the date of filing of the retention application; and (c) committees seeking to bring actions not sponsored by the debtor in possession. The discussion of the fiduciary duty of committee members has been expanded along with the discussion of the *Barton* doctrine as it may apply to claims against committee counsel. There is a new discussion of the fiduciary exception to the attorney-client privilege. The U.S. Bankruptcy Court for the District of Delaware recently applied a fiduciary exception to the attorney-client privilege in the context of an unsecured creditors' committee seeking information from the debtor where the committee was granted derivative standing to assert fraudulent transfer, fraud and other claims without the debtor's support. The court held that the exception applies if the debtor was insolvent when the otherwise privileged communications were made and there is a showing of "good cause." The decision is analyzed, and the result is questioned.

Conversion or Dismissal of a Chapter 11 Case. Revised Chapter 1112 provides clarifications and additions to the subject of conversion and dismissals of chapter 11 cases. Specific updates include developing case law emerging from the significant changes to the section in 2005, consideration of the portions of section 1112 affecting small businesses, consideration of the standing and role of bankruptcy administrators in Alabama and North Carolina and

the effects of *Law v. Siegel*, 134 S. Ct. 1188, 188 L. Ed. 2d 146 (2014), on debtors' rights to convert under section 1112(a). A new section discussing the prohibition under section 1112(c) against involuntary conversion of cases involving debtors that are farmers or nonprofit corporations has been added. The section on structured dismissals has been revised in light of the decision in *Czyzewski v. Jevic Holding Corp.*, 137 S. Ct. 973, 197 L. Ed. 2d 398 (2017).

Exemptions. Volumes 12 and 13 include updated state exemptions. Note that a number of exemption amounts have been adjusted in Minnesota, Nebraska and New York.

NEW AUTHORS. These new authors have joined the ranks of *Collier* contributors:

- Brian A. Bash is a partner in the Cleveland office of Baker & Hostetler LLP.
- Hon. Ashely M. Chan is a United States Bankruptcy Judge for the Eastern District of Pennsylvania.
- Hon. Robert H. Jacobvitz is Chief Bankruptcy Judge for the District of New Mexico.
- Robin Spigel is counsel in the Business Reorganization & Restructuring Department of the New York City office of Willkie Farr & Gallagher LLP.
- Hon. David T. Thuma is a United States Bankruptcy Judge for the District of New Mexico.

Other Revision. The following chapters have also been revised as part of release 147:

- Ch. 9, Filing and Administrative Fees
- Ch. 101, Definitions
- Ch. 102, Rules of Construction

- Ch. 524, Debtor's Duties and Benefits
- Ch. 707, Dismissal of a Case or Conversion to a Case under Chapter 11 or 13
- Ch. 727, Discharge
- Ch. 1114, Payment of Insurance Benefits to Retired Employees
- Ch. 1325, Confirmation of Plan
- Ch. 1328, Discharge
- Ch. 2003, Meeting of Creditors or Equity Security Holders
- Ch. 2016, Compensation for Services Rendered and Reimbursement of Expenses
- Ch. 3013, Classification of Claims and Interests
- Ch. 3014, Election under § 1111(b) by Secured Creditor in Chapter 9 Municipality or Chapter 11 Reorganization Case
- Ch. 3016, Filing of Plan and Disclosure Statement in a Chapter 9 Municipality or Chapter 11 Reorganization Case
- Ch. 3018, Acceptance or Rejection of Plan in a Chapter 9 Municipality or a Chapter 11 Reorganization Case
- Ch. 3019, Modification of Accepted Plan in a Chapter 9 Municipality or a Chapter 11 Reorganization Case
- Ch. 3020, Deposit; Confirmation of Plan in a Chapter 9 Municipality or a

Chapter 11 Reorganization Case

- Ch. 3021, Distribution under Plan
- Ch. 3022, Final Decree in Chapter 11 Reorganization Case

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