

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re:)	Chapter 9
)	
CITY OF DETROIT, MICHIGAN,)	Case No. 13-53846
)	
Debtor.)	Hon. Steven W. Rhodes
)	
<hr/>		Related to Doc. Nos. 157, 1520

**THE RETIREMENT SYSTEMS’ SECOND AMENDED DISCLOSURE OF
EXHIBITS FOR THE DECEMBER 17-19 EVIDENTIARY HEARINGS**

The Police and Fire Retirement System of the City of Detroit and the General Retirement System of the City of Detroit (together, the “Retirement Systems”) hereby disclose their list of exhibits that they may use for the evidentiary hearing currently scheduled from December 17, 2013 to December 19, 2013 in connection with the Motion of Debtor for Entry of an Order (I) Authorizing the Assumption of That Certain Forbearance and Optional Termination Agreement Pursuant to Section 365(a) of the Bankruptcy Code, (II) Approving Such Agreement Pursuant to Rule 9019, and (III) Granting Related Relief [Dkt. No. 157, the “Assumption Motion”] filed by the City of Detroit (the “City”) and the City’s Motion of the Debtor for a Final Order Pursuant to 11 U.S.C. §§ 105, 362, 364(c)(1), 364(c)(2), 364(e), 364(f), 503, 507(a)(2), 904, 921, and 922 (I) Approving Post-Petition Financing, (II) Granting Liens and Providing

Superpriority Claim Status and (III) Modifying Automatic Stay [Dkt. No. 1520, the “Financing Motion”]. The Retirement Systems may use one or more of the following exhibits:

1. Emails between Anne Langan and Irv Corley dated October 14, 2013 (DTPPF00002139);
2. Email from Jonathan Stern to James Doak dated October 2, 2013 (DTPPF00013241);
3. Emails from James Doak dated August 29 and 30, 2013 (DTPPF00004951-4952);
4. Email from Thomas Gavin dated November 8, 2013 (SOM20009484);
5. Email from Thomas Gavin to James Doak with attached Orrick legal opinion (DTPPF00015416-15444);
6. Email from Thomas Gavin to Irvin Corley dated October 21, 2013 (DTPPF00002086-87);
7. Memorandum dated October 24, 2013 from Brett Hartzell to Kevyn Orr regarding request for reallocation of \$95 million for FY 2014 budget (Moore Deposition Ex. 11; Orr Dep. Ex. 3);
8. Response, dated September 16, 2013, received from the Michigan Gaming Control Board to FOIA request;

9. Addendum #1 to Change Order #1 regarding Miller Buckfire contract (DTPPF00019457-58);
10. Email from James Doak to Jones Day forwarding email from Thomas Gavin (DTPPF00000174-85);
11. Emails from Jerry Pokorski dated October 24, 2013 (DTPPF00020413-14);
12. City Council Resolution denying DIP financing;
13. Email correspondence between James Bonsall, Kevyn Orr and James Doak dated October 9, 2013 (DTPPF0019241-42);
14. Email correspondence from David A. Hall regarding Responses to Inquiries of City Council Regarding Postpetition Financing and its attachment (DTPPF00020357-366);
15. November 6, 2013 correspondence from Harold W. Bulger, Jr., Miller Canfield, Paddock and Stone, P.L.C. to Mr. Harlan Goodrich, Secretary, Local Emergency Financial Assistance Loan Board, and attachments (DTPPF00020232-356);
16. Email from Corinne Ball to Jeffrey B. Ellman dated January 15, 2013 (DTMI00235218, RSCD Exhibit 866-001);

17. Memoranda dated October 16 and 17, 2013 – with handwritten notes – regarding post-petition financing (DTPPF00020380-8, DTPPF00020389-93, DTPPF00020401-12).
18. Email from James Doak to Irvin Corley, Jr. dated October 16, 2013 (DTPPF00020423-24).
19. Email with attachment from James Doak to Irvin Corley, Jr., dated October 21, 2013 (DTPPF00020419-22).
20. Handwritten notes of Irvin Corley, Jr., regarding post-petition financing (DTPPF00020415-18).
21. Handwritten notes of Irvin Corley, Jr., and others regarding post-petition financing, October 15, 22 and 25, 2013 (DTPPF00020382-88, DTPPF00020394-400, DTPPF00020415-18).
22. Email and attachment from David A. Hall to Irvin Corley, Jr., dated October 20, 2013 (DTPPF00020357-66) (Langan Deposition Exhibit 5).
23. Any document used in any deposition;
24. Any document attached to Dkt. Nos. 17, 157 and/or 1520;
25. Any document listed by any other party; and,

26. Any document necessary for rebuttal.

As discovery is still being conducted in this matter, the Retirement Systems reserve the right to amend, supplement, or otherwise modify this Disclosure based upon such discovery. Also, one or more documents have been removed or omitted from this Disclosure due to a claim by the City that the document(s) is privileged or otherwise protected from discovery and use at trial. The Retirement Systems reserve the right to include those documents as exhibits that it may use at trial to the extent that such documents are determined by the Court or consensually by the parties to not be so privileged or protected.

CLARK HILL PLC

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Dated: December 16, 2013

*Counsel to the Police and Fire Retirement
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Retirement System of the City of Detroit*

EXHIBIT 1

**UNITED STATES BANKRUPTCY COURT
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CERTIFICATE OF SERVICE

The undersigned certifies that on December 16, 2013, The Retirement Systems' Second Amended Disclosure of Exhibits for the December 17-19 Evidentiary Hearings was filed using the Court's CM/ECF system, which CM/ECF system will send notification of such filing to all parties of record.

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