



COURT FILE NO.: 1501-00955
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended

APPLICANTS LUTHERAN CHURCH – CANADA, THE ALBERTA –
BRITISH COLUMBIA DISTRICT, ENCHARIS COMMUNITY
HOUSING AND SERVICES, ENCHARIS MANAGEMENT
AND SUPPORT SERVICES, AND LUTHERAN CHURCH –
CANADA, THE ALBERTA – BRITISH COLUMBIA
DISTRICT INVESTMENTS LTD.

DOCUMENT **APPLICATION BY THE MONITOR DELOITTE
RESTRUCTURING INC.**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

Gowling Lafleur Henderson LLP
1600, 421 – 7th Avenue S.W.
Calgary, AB T2P 4K9

Telephone (403) 298-1000
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File No. A135752

Attention: Jeffrey L. Oliver

NOTICE OF APPLICATION

Deloitte Restructuring Inc. (“**Deloitte**”), in its capacity as monitor (in such capacity, the “**Monitor**”) of Lutheran Church – Canada, the Alberta – British Columbia District (the “**District**”), Encharis Community Housing and Services, Encharis Management and Support Services, and Lutheran Church – Canada, the Alberta – British Columbia District Investments

Ltd. (“DIL”) (collectively, the “Applicants”), will make an application to a Justice presiding over the Commercial List on the day and time set out below:

Date: June 26, 2015
Time: 2:00 p.m.
Where: Calgary Courts Centre, 601 – 5th Street S.W., Calgary,
Alberta T2P 5P7
Before Whom: The Honourable Justice P.R. Jeffrey

Go to the end of this document to see what you can do and when you must do it.

Remedy claimed or sought:

1. A Order substantially in the form of Schedule “A”, attached hereto:
 - (a) amending the Order of the Honourable Justice C.M. Jones granted on February 20, 2015 (the “Committee Order”) in the within proceedings to increase the maximum number of positions on the District Committee (as defined below) from five to six members; and
 - (a) securing the remuneration of the Representative Professionals (as defined below) as part of the “Administration Charge”, as defined in the Initial Order in the within proceedings;
2. Such further and other relief as this Honourable Court may deem just.

Grounds for making this application:

3. Pursuant to the Committee Order, a process was approved for the establishment of two creditors’ committees, one for District (the “District Committee”) and one for DIL (the “DIL Committee”) (collectively, the “Committees”).

Revised Composition of District Committee

4. The Committee Order limited the number of members on the District Committee to five members.
5. The voting process set out in the Committee Order to appoint District Committee members was carried out and the representatives chosen for the District Committee were posted on the Monitor’s website on April 15, 2015.
6. The results of the voting process were extremely close and the Monitor was of the view that a sixth District Committee member should be appointed both to attempt to reflect the

wishes of those voting on the District Committee members and to reflect the significant number of District depositors.

7. As of April 22, 2015, six members were appointed to, and began serving on, the District Committee.
8. The Monitor requests that the Committee Order be amended *nunc pro tunc* to allow for the appointment of six members to the District Committee.

Remuneration of Representative Professionals

9. Pursuant to the Committee Order, the Committees were entitled to appoint representative counsel and, subject to Court approval, financial advisors (collectively, "**Representative Professionals**").
10. The District Committee appointed Bennett Jones LLP as their representative counsel ("**District's Counsel**").
11. The DIL Committee appointed Field Law LLP, as their representative counsel ("**DIL's Counsel**").
12. District's Counsel and DIL's Counsel constitute Representative Professionals within the meaning of the Committee Order.
13. As set out in paragraph 10 of the Committee Order, the remuneration of the Representative Professionals, including the manner in which such remuneration was to be secured and approved by the Court, was to be determined at a subsequent hearing.
14. The Monitor proposes that the remuneration of the Representative Professionals be secured as part of the Administrative Charge within the existing limit of \$300,000.00.

Material or evidence to be relied on:

15. Initial Order, granted January 23, 2015;
16. Committee Order, granted February 20, 2015;
17. The First Report of the Monitor, file February 17, 2015;
18. The Second Report of the Monitor, filed March 23, 2015;
19. The Third Report of the Monitor, filed June 16, 2015;
20. The Fourth Report of the Monitor, filed; and
21. Such other material as counsel may submit and this Court may permit.

Applicable rules:

22. Rule 6.3 of the *Rules of Court*.

Applicable Acts and regulations:

23. *Companies' Creditors and Arrangement Act*, RSC 1985 c C-36.

Any irregularity complained of or objection relied on:

24. None.

How the application is proposed to be heard or considered:

25. In person.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and time shown at the beginning of this form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.

SCHEDULE A

**Order
Rule 9.1**

Clerk's Stamp

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DISTRICT INVESTMENTS LTD.

DOCUMENT **ORDER**

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Telephone (403) 298-1000
Facsimile (403) 263-9193
File No. A135752
Attention: Jeffrey L. Oliver

DATE ON WHICH ORDER WAS PRONOUNCED: June 26, 2015

LOCATION AT WHICH ORDER WAS MADE: Calgary Courts Centre

NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Justice P.R. Jeffrey

UPON THE APPLICATION of counsel for the Monitor, Deloitte Restructuring Inc.; **AND UPON HEARING** counsel for the Monitor; **AND UPON HAVING READ** the Initial Order, granted January 23, 2015; **AND UPON HAVING READ** the Committee Order, granted February 20, 2015; **AND UPON HAVING READ** the First Report of the Monitor, filed February 17, 2015; **AND UPON HAVING READ** the Second Report of the Monitor, filed March 23, 2015; **AND UPON HAVING READ** the Third Report of the Monitor, filed June 16, 2015; **AND UPON HAVING READ** the Fourth Report of the Monitor, filed;

IT IS HEREBY ORDERED THAT:

Revised Composition of District Committee

1. Paragraph 5(a) of the Order of the Honourable Justice C.M. Jones granted on February 20, 2015 (the “**Committee Order**”) in the within proceedings shall be amended *nunc pro tunc* to replace all reference to “five (5) District Creditors” and “five (5) positions” with “six (6) District Creditors” and “six (6) positions”, respectively.
2. Paragraph 5(a)(ii) of the Committee Order shall be amended *nunc pro tunc* to replace “the remaining two (2)” with “the remaining three (3)”.

Remuneration of Representative Professionals

3. The Initial Order of the Honourable Justice K.D. Yamauchi granted on January 23, 2015 (the “**Initial Order**”) in the within proceedings shall be amended as follows:
 - (a) the “**Representative Professionals**”, as defined in the Committee Order, shall be entitled to the protection of the “**Administration Charge**” (as defined in paragraph 36 of the Initial Order) in relation to their fees and disbursements; and
 - (b) the rights and obligations prescribed by paragraphs 34 to 36 of the Initial Order shall also apply to the Representative Professionals.

Judge of the Court of Queen’s
Bench of Alberta