

October 20, 2021

The Honorable John Chupp
Judge, 141st District Court
100 N. Calhoun Street
Fort Worth, TX 76196

via Texas E-File

RE: Cause No. 141-252083-11; The Episcopal Church, et al v. Franklin Salazar, et al

Dear Judge Chupp:

I am sure that you were taken aback as the rest of us upon learning that a Chapter 11 Bankruptcy case had been filed on behalf of All Saints' Episcopal Church, as Debtor. However, upon having had an opportunity to examine the bankruptcy petition, I regret to report that the Court and the parties in attendance at this morning's hearing were misled concerning the application of the Automatic Stay in Bankruptcy to the referenced lawsuit.

The voluntary petition in bankruptcy that was filed on behalf of All Saints' Episcopal Church was filed on behalf of the All Saints' Episcopal Church *corporation*, not the intervening Plaintiff congregation that is before your Court and that was the subject of the Motions that were to be heard this morning. The confusing feature in this situation is the fact that both the unincorporated congregation and the corporation use the same name, and it wasn't until we had a chance to look closer at the bankruptcy petition that we discovered the error in applying the stay to this proceeding.

The issue of the identity of those who have a right to control the All Saints' corporation currently is pending in litigation before the 17th District Court, and the corporation is, indeed, a party to that suit, and the Automatic Stay would apply to those proceedings. However, the corporate entity is not now, nor has it ever been, a party to the referenced lawsuit that was heard by your Court.

In fact, you may recall that, in open proceedings, Mr. Hill, as counsel for the unincorporated intervening congregation calling itself All Saints' Episcopal Church, expressly represented to the Court that the corporate entity was not a party, and that certain parcels of real estate that he represented were titled in the corporation's name should not be included in any Judgment rendered in the referenced case. The Court, relying upon those representations, explicitly excluded from its Judgment four parcels of real property that Mr. Hill stated were owned by the corporation.

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For the Court's convenience, a copy of the voluntary petition in bankruptcy is attached to this correspondence.

Based on the foregoing indisputable facts, it is clear that the Automatic Stay in Bankruptcy does not apply to the referenced lawsuit. Accordingly, the Movants in the three Motions that were to be heard this morning respectfully request that the hearings be re-set at the Court's earliest availability. It is anticipated that these hearings could require as much as two (2) hours of the Court's time.

Thank you for your attention to this important matter.

Very truly yours,

/s/ R. David Weaver
R. David Weaver

Encl.

cc via Texas E-File: J. Shelby Sharpe, Esq.
Frank Hill, Esq.
Sandra Liser, Esq.
Mr. Jeff E. Fisher

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

02/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name All Saints Episcopal Church

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 75-0945880

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>4936 Dexter Avenue</u> <u>Fort Worth, TX 76107</u> Number, Street, City, State & ZIP Code <u>Tarrant</u> County	<u>P.O. Box 100609</u> <u>Fort Worth, TX 76185</u> P.O. Box, Number, Street, City, State & ZIP Code Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.asecfw.org

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify: _____

Debtor All Saints Episcopal Church
Name

Case number (if known) _____

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor _____	Relationship _____
District _____	When _____ Case number, if known _____

Debtor **All Saints Episcopal Church**
Name

Case number (if known)

11. Why is the case filed in this district? *Check all that apply:*
- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
 - A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- No
 - Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
 - It needs to be physically secured or protected from the weather.
 - It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
 - Other _____
- Where is the property?** _____
Number, Street, City, State & ZIP Code
- Is the property insured?**
- No
 - Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds. *Check one:*
- Funds will be available for distribution to unsecured creditors.
 - After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor All Saints Episcopal Church
Name

Case number (if known) _____

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 20, 2021
MM / DD / YYYY

/s/ Christopher N. Jambor
Signature of authorized representative of debtor

Title Rector, Chairman, and President

Christopher N. Jambor
Printed name

18. Signature of attorney

/s/ Patrick J. Neligan, Jr.
Signature of attorney for debtor

Date October 20, 2021
MM / DD / YYYY

Patrick J. Neligan, Jr. 14866000
Printed name

Neligan LLP
Firm name

325 N. St. Paul
Suite 3600
Dallas, TX 75201
Number, Street, City, State & ZIP Code

Contact phone 214-840-5300 Email address pneligan@neliganlaw.com

14866000 TX
Bar number and State

**RESOLUTION OF BOARD OF DIRECTORS OF
ALL SAINTS' EPISCOPAL CHURCH, a Texas nonprofit corporation**

The undersigned, being a quorum of the Board of Directors a/k/a the Vestry (the "Board") of All Saints' Episcopal Church, a Texas nonprofit corporation (the "Company"), appearing at a specially called meeting of the Board having been duly noticed in accordance with the bylaws of the Company, hereby adopt the following resolutions:

IT IS FURTHER RESOLVED that, in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, and other interested parties that the Company commence a bankruptcy reorganization proceeding (the "Bankruptcy Case") by filing a voluntary petition for relief (the "Petition") under the provisions of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Northern District of Texas (the "Bankruptcy Court");

IT IS FURTHER RESOLVED that Rev. Christopher Jambor, as the President of the Company (the "Designated Officer"), is hereby authorized, directed and empowered, on behalf of and in the name of the Company: (i) to execute and verify the Petition and all other ancillary documents and to cause the Petition to be filed with the Bankruptcy Court; (ii) to approve, execute, verify, and file or cause to be filed all petitions, schedules, lists, motions, applications, and other papers or documents necessary or desirable in connection with the foregoing; and (iii) to execute and verify any and all documents necessary or appropriate in connection with the commencement and continuation of the Bankruptcy Case.

IT IS FURTHER RESOLVED that the Designated Officer is hereby authorized, directed and empowered, in the name and on behalf of the Company, to take such actions and execute and deliver such certificates, instruments, notices and documents as may be required or which the Designated Officer may deem necessary, advisable or proper to carry out and perform the obligations of the Company under the Bankruptcy Code; all such actions to be performed in such manner, and all such certificates, instruments, notices and documents to be executed and delivered in such form, as the Designated Officer, with the advice of counsel, approves, the performance or execution thereof by such officer to be conclusive evidence of the approval thereof by such officer and by the Company;

IT IS FURTHER RESOLVED that the Designated Officer is hereby authorized, empowered, and directed to represent the Company, as debtor and debtor in possession, in and before the Bankruptcy Court and to hire such professionals as deemed necessary and appropriate by the Designated Officer to carry out and effectuate the Company's restructuring and successful emergence from bankruptcy;

IT IS FURTHER RESOLVED that the Company is authorized and directed to retain and employ Neligan LLP on the terms contained in the engagement agreement, dated October 19, 2021, between the Company and Neligan LLP (the "Engagement Agreement"), to serve as counsel to the Company in the Bankruptcy Case and to advise the Company with respect to all aspects of the Bankruptcy Case, including but not limited to prebankruptcy planning and preparation,

negotiation with the Company's creditors and other parties in interest, preparation and filing of the Petition, and formulation, solicitation, and confirmation of a plan of reorganization;

IT IS FURTHER RESOLVED that the Designated Officer is authorized and directed to execute the Engagement Agreement between the Company and Neligan LLP and the Company is authorized to pay Neligan LLP a retainer in the amount of \$100,000.00 in accordance with the Engagement Agreement;

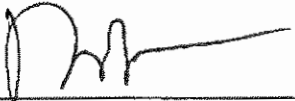
IT IS FURTHER RESOLVED that, in addition to the specific authorizations heretofore conferred upon the Designated Officer, such officer is hereby authorized, directed and empowered, in the name and on behalf of the Company, to do or cause to be done all such further acts and to execute and deliver all such other instruments, certificates, agreements and documents as that Designated Officer may, with the advice of counsel, consider necessary or appropriate to enable the Company to carry out the intent and to accomplish the purpose of the foregoing resolutions;

IT IS FURTHER RESOLVED that the Company shall be, and hereby is, authorized, directed, and empowered to file the Petition and to perform any and all such acts as are reasonable, advisable, expedient, convenient, proper, or necessary to effect any of the foregoing;

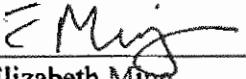
IT IS FURTHER RESOLVED that that all actions heretofore taken by the Board, the members of the Board, the Company, or the Designated Officer in connection with the foregoing resolutions be, and hereby are, confirmed, ratified, approved and adopted in all respects.

[Signature Page to Follow]

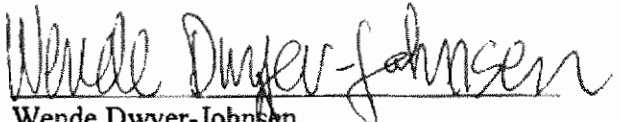
IN WITNESS WHEREOF, the undersigned adopt the foregoing resolutions effective as of October 19, 2021.



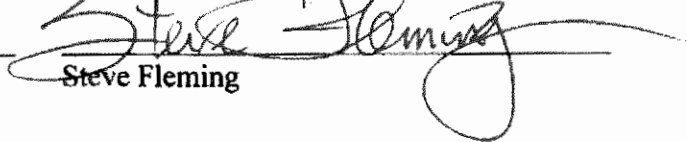
William Brammer



Elizabeth Ming




Wende Dwyer-Johnsen

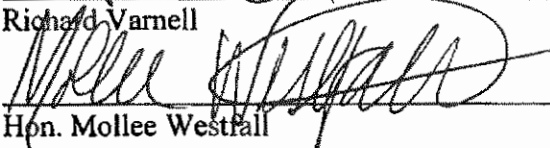


Steve Fleming

Whit Smith

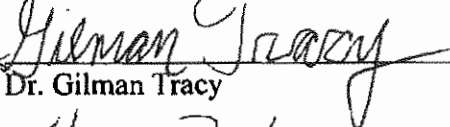


Richard Varnell

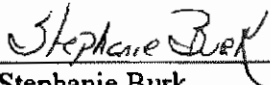


Hon. Mollee Westfall

Dr. Trace Worrell



Dr. Gilman Tracy



Stephanie Burk

Linda Christie

Suzy Griffin

Kyle Mankin

Scott Restor

Richard Terrell

Rev. Christopher Jambor