

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

**In re:**

# SETTLEMENT FACILITY DOW CORNING TRUST

**Case No. 00-CV-00005**  
**(Settlement Facility Matters)**

**Hon. Denise Page Hood**

**STIPULATION OF THE DEBTOR’S REPRESENTATIVES AND  
CLAIMANTS’ ADVISORY COMMITTEE TO APPOINT PAMELA  
THOMPSON AS APPEALS JUDGE, LIEN JUDGE AND FINANCE  
COMMITTEE MEMBER FOR THE SETTLEMENT FACILITY-DOW  
CORNING TRUST**

## Background

The Amended Joint Plan of Reorganization (the “Plan”) and the Settlement Facility and Fund Distribution Agreement (“SFA”) defines the position of “Appeals Judge.” The Appeals Judge is responsible for reviewing appeals from decisions of the Claims Administrator with respect to claims submitted for compensation under the terms of the settlement program outlined in Annex A to the SFA. In addition, the Appeals Judge may be responsible for addressing and adjudicating lien claims (Amended Stipulation and Order Establishing Procedures for the Review of Asserted Liens Against Settling Implant Claimants, Exhibit 1 § 3 (June 30, 2005), ECF No. 169). The Appeals Judge also serves as a member of the Finance Committee. On May 29, 2014, the Court entered the Order Approving Stipulation of the Claimants’ Advisory Committee and the Debtor’s Representatives Appointing Pamela R.

Harwood as Successor Appeals Judge, ECF No 971. Shortly thereafter, the Honorable Pamela R. Harwood was appointed as successor Lien Judge. Stipulation and Order Recommending the Appointment of the Honorable Pamela R. Harwood as Lien Judge, ECF No. 977.

After many years of distinguished service to the Court and the Settlement Facility, Judge Harwood has retired. The SFA specifies that the Claimants' Advisory Committee and the Debtor's Representatives have the responsibility and authority jointly to select a successor Appeals Judge subject to the approval of this court.

"Any successor...Appeals Judge shall be selected by the Claimants' Advisory Committee and the Debtor's Representatives, subject to approval by the District Court ... and shall serve as an officer of the court(s)." SFA § 4.07.

The SFA further provides that the Appeals Judge shall be an attorney and shall meet the following qualifications: "He or she is to be (i) an individual over the age of 35 whose experience and background are appropriate for the responsibilities hereunder, and (ii) at the time of the appointment and at all times during the terms of service, independent." SFA § 4.02(c).

The SFA defines the situations that would result in a finding that a person is not "independent" within the meaning of the SFA. In general, a person is not "independent" if that person:

- (i) is or was at any time a holder or a representative of a holder of any Claim against the Debtor or any other Released Party;
- (ii) has or had a relationship with the holder of any Claim against the Debtor or any Released Party such that the person's impartiality in serving as a Claims Administrator could reasonably be questioned;
- (iii) is a holder of any equity interest (other than interests held indirectly through publicly-traded mutual funds) in the Debtor or any other Released Party;
- (iv) is or was at any time an officer, director, employee or agent of the Debtor or any other Released Party or related to any of the foregoing, or otherwise is or was an "insider," as defined in the Bankruptcy Code, with respect to the Debtor or any other Released Party;
- (v) is an investment banker, financial advisor, accountant or attorney or related to any of the foregoing, for the Debtor or any other Released Party, or an officer, director, employee or agent of any person or entity that provides (or at any time since January 1, 1990, has provided) investment banking, financial advice, accounting or legal services to the Debtor or any other Released Party or related to any of the foregoing;
- (vi) represents as an attorney, agent or otherwise (or at any time since January 1, 1990, has represented as an attorney, agent or otherwise) any interest whatsoever adverse to the interests of the Debtor or any other Released Party, of the holders of a class of any Claims against the Debtor or any other Released Party, or of the holders of any equity interests in the Debtor or any other Released Party;
- (vii) is or was at any time a stockholder, officer, director, employee, consultant or agent of the holder of any Claim against the Debtor or any other Released Party; or
- (viii) is or was at any time since January 1, 1990, an investment banker, financial advisor, accountant or attorney for the holder of any Claim against the Debtor or any other Released Party, or an officer, director, employee or agent of any person or entity that provides or provided investment banking, financial advice, accounting or legal services to the holder of any Claim against the Debtor or any other Released Party.

SFA § 4.02(c).

### **Recommendation and Appointment**

The Claimants' Advisory Committee, and the Debtor's Representatives propose the appointment of Pamela Thompson to assume the role of successor Appeals Judge, successor Lien Judge and Finance Committee member according to the terms and procedures set forth in the Plan Documents. Pamela Thompson is well qualified to assume these positions: she served as an Assistant United States Attorney in the Eastern District of Michigan for over 30 years; taught at Wayne State University Law School; serves as a neutral mediator; and has previously assisted the Settlement Facility with claims analysis and review. She satisfies the criteria specified by the Plan and the SFA.

The Claimants' Advisory Committee and the Debtor's Representatives agree that Pamela Thompson is eminently qualified to serve as the Appeals Judge and Lien Judge and to serve as a member of the Finance Committee and carry out all of the obligations under the Plan. The Claims Administrator and the Special Master for Closing have been informed of the selection of Pamela Thompson and have concurred in the selection.

The Claimants' Advisory Committee and the Debtor's Representatives propose that Pamela Thompson be compensated on an hourly basis, at a rate to be set by the Court. Pamela Thompson will submit monthly invoices to the Court, the

Finance Committee, and the Parties detailing the hours worked, including a summary description of the work performed and listing any out-of-pocket expenses incurred in connection with performing her functions.

The Debtor's Representatives and the Claimants' Advisory Committee therefore submit this stipulation seeking the Court's approval of the selection of Pamela Thompson as successor Appeals Judge, Lien Judge and Finance Committee member.

SO STIPULATED AND AGREED:

Dated: November 9, 2023

/s/Dianna L. Pendleton-Dominguez

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**FOR DEBTOR'S  
REPRESENTATIVES**

**FOR CLAIMANTS' ADVISORY  
COMMITTEE**

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**In re:**

# SETTLEMENT FACILITY DOW CORNING TRUST

**Case No. 00-CV-00005**  
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**Hon. Denise Page Hood**

**ORDER APPROVING STIPULATION OF THE DEBTOR'S  
REPRESENTATIVES AND CLAIMANTS' ADVISORY COMMITTEE TO  
APPOINT PAMELA THOMPSON AS APPEALS JUDGE, LIEN JUDGE  
AND FINANCE COMMITTEE MEMBER FOR THE SETTLEMENT  
FACILITY-DOW CORNING TRUST**

After consideration of the agreement of the Debtor's Representatives and the Claimants' Advisory Committee, it is hereby ORDERED that:

1. Pamela Thompson's selection as successor Appeals Judge, Lien Judge and Finance Committee Member is hereby approved.
2. All actions taken at any time by Pamela Thompson as the Appeals Judge, Lien Judge and Finance Committee Member in carrying out the functions of the Appeals Judge, Lien Judge and Finance Committee member shall be performed in accordance with the Plan and Plan Documents and these actions shall constitute judicial actions of this Court and shall be protected, to the maximum extent allowable by law, by the doctrine of judicial immunity. The relief granted in this paragraph shall be effective from this date until Pamela Thompson resigns or is otherwise terminated.

Dated: November 13, 2023

S/DENISE PAGE HOOD  
DENISE PAGE HOOD  
United States District Judge