

EXHIBIT A-2

PROVINCE ALLOCATION PLAN

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**ALLOCATION PROTOCOL FOR PROVINCE TORT CLAIMS AND
FUTURE TORT CLAIMS FILED IN THE CHAPTER 11 CASE OF THE
ROMAN CATHOLIC BISHOP OF HELENA, MONTANA**

1. PURPOSE

Certain Claimants have filed claims against the Debtor that include claims against the Province. Subject to the award of points under the General Protocol and this protocol, Claimants who have made claims against the Province will receive a distribution from both the Debtor and a settlement fund established specifically for their benefit under a settlement with the Province.

This protocol provides for the distribution of funds from the account established to pay claims made against the Province to Tort Claimants who have filed claims against both the Debtor and the Province and who have executed the Province Release. Any amounts paid to them will be in addition to amounts paid under the General Protocol.

This protocol does not apply to distribution of funds for claims against the Debtor or Future Tort Claims against the Debtor or the Province. The General Protocol attached as Exhibit A-1 to the Plan applies to such claims.

This protocol applies only to distribution of funds for Channeled Province Claims (which are identified on Schedules A-2.1, A-2.2 and A-2.3 hereto by Claim number only).

2. DEFINITIONS

2.1 Capitalized Terms.

Capitalized terms used herein shall have the meanings given them in the Plan or the Bankruptcy Code, unless otherwise defined herein, and such definitions are incorporated by reference.

“Abuse Claims Reviewer” or “ACR” means the person, including the designee of such person, who will assess Tort Claims and Future Tort Claims. Subject to the Plan’s provisions for replacement of the Abuse Claims Reviewer, the Abuse Claims Reviewer is the Honorable William L. Bettinelli.

“Additional Province Claimants” means, collectively, all Holders of Tort Claims that (a) hold Channeled Province Tort Claims, (b) filed as of the Claims Bar Date and (c) are not Whalen Claimants or Does Claimants. Additional Province Claimants are listed on Schedule A-2.3 hereto (by Claim number only).

“Additional Province Claimants Trust Account” means the trust account established for payment of Channeled Province Tort Claims of the Additional Province Claimants.

“Province Claimant Pool” means a grouping of the Whalen Province Claimants as a single, separate group, the Does Province Claimants as a single, separate group, the Additional Province Claimants as a single, separate group and any Future Tort Claimants as a single, separate group. Each such group comprises its own “Province Claimant Pool.”

“Does Province Claimants” means, collectively, the Holders of Channeled Province Tort Claims on Schedule A-2.2 hereto (by Claim number only).

“Does Trust Account” means the trust account established for payment of Channeled Province Tort Claims of the Does Province Claimants.

“Future Province Channeled Claim” means a Channeled Province Claim that is a Future Tort Claim.

“Future Tort Claim” has the same meaning as in the Plan.

“General Protocol” means the *Allocation Protocol for Province Tort Claims and Future Tort Claims Filed in the Chapter 11 Case of The Roman Catholic Bishop of Helena, Montana* and attached as Exhibit A-1 to the Plan.

“Plan” means and refers to the *Joint Plan of Reorganization Proposed by the Roman Catholic Bishop of Helena, Montana and the Official Committee of Unsecured Creditors* dated as of January --, 2015 (as the same may be amended).

“Province Channeled Claim” has the same meaning as in the Plan.

“Tort Claim” has the same meaning as in the Plan.

“Trust” has the same meaning as in the Plan.

“Trust Agreement” has the same meaning as in the Plan.

“Whalen Province Claimants” means, collectively, the Holders of Province Channeled Tort Claims on Schedule A-2.1 hereto (by Claim number only).

“Whalen Province Trust Account” means the trust account established for payment of Channeled Province Tort Claims of the Whalen Province Claimants.

3. **RULES OF INTERPRETATION AND GENERAL GUIDELINES**

3.1 **Sole and Exclusive Method.**

The Plan and this protocol shall together be the sole and exclusive method by which a holder of a Channeled Province Claim - may seek distribution for such Channeled Province Claim. The Plan and the Trust Agreement contemplate that separate trust accounts will be established for payment of each Province Claimant Pool, including the Does Province Claimants, the Whalen Province Claimants and the Additional Province

Claimants.

Amounts payable to such claimants under the Province Settlement shall be in addition to any amounts payable to such claimants under the General Protocol. The Plan and the Trust Agreement further contemplate that a separate reserve will be established for payment of Future Tort Claims, which shall include any such claims that are also Channeled Province Claims.

3.2 Conflict with Plan.

The terms of the confirmed Plan (as it may be amended) or the Confirmation Order shall prevail if there is any conflict between the Plan and this protocol.

3.3 Non-Compensatory Damages and Other Theories of Liability.

In determining the distribution to any holder of a Province Channeled Claim, punitive damages and damages that do not compensate the holder of such claim shall not be considered or allowed, even if these damages could have been considered or allowed under applicable non-bankruptcy law.

3.4 Withdrawal of Claims.

A holder of a Province Channeled Claim can irrevocably withdraw such claim at any time upon written notice to the Trustee.

3.5 Res Judicata Effect.

The ACR's determination with respect to a Province Channeled Claim shall have no preclusive, res judicata, judicial estoppel or similar effect outside of this Case as to any third party. The ACR's determination may not be used against any Province Channeled Claim in any other matter, case or proceeding.

3.6 Confidentiality and Privilege.

All information that the ACR receives from any source about any holder of a Province Channeled Claim shall be held in strict confidence and shall not be disclosed absent an Order of the Bankruptcy Court or the written consent of the holder of such Claim. All information that the ACR received from any holder of a Province Channeled Claim (including from counsel to such Claimant) shall be subject to a mediation privilege and receipt of such information by the ACR shall not constitute a waiver of any attorney-client privilege or attorney work-product claim or any similar privilege or doctrine.

4. ABUSE CLAIMS REVIEWER

Pursuant to an order of the Bankruptcy Court, the Honorable William L. Bettinelli has been appointed as the "Abuse Claims Reviewer" under the terms of the General Protocol. The ACR shall review each of the Tort Claims and Future Tort Claims (as and when such Claims may be filed), including all Province Channeled Claim, and, according to the guidelines in Section 5 of the General Protocol, make determinations upon which individual monetary distributions will be

made subject to the Plan and the Trust Documents. The ACR's review as to each Tort Claimant or Future Tort Claimant shall be the final review, subject only to reconsideration as set forth in Section 8 of the General Protocol.

5. ALLOCATION OF FUNDS FOR DISTRIBUTION

The ACR shall evaluate all Tort Claims pursuant to the terms of Sections 5.1, 5.2 and 5.3 of the General Protocol. The same point value for allocated by the ACR pursuant to the General Protocol shall apply to each Province Channeled Claim. The ACR's review with respect to Whalen Province Claimants and Does Province Claimants shall be limited to determining the allocation of points for such claimants pursuant to Section 5.2(b) of the General Protocol.

6. MINIMUM DISTRIBUTION

Notwithstanding anything to the contrary herein or in the Plan, every holder of a Province Channeled Claim that has executed a Province Release shall receive a distribution of at least \$1,000, unless the Claim is disallowed in its entirety by an Order of the Bankruptcy Court. Such minimum distribution shall not apply to Future Province Tort Claims or to holders of Province Channeled Claims or holders of other Claims against the Province that have not executed a Province Release.

7. MONETARY DISTRIBUTION.

The Trustee of the Trust shall calculate the value of an individual "point" within a Province Claimant Pool after all Province Channeled Claims within a Province Claimant Pool have been reviewed. The point value will be determined by dividing (x) the total dollars in the amount funded to the applicable Province Claimant Pool for the Province Channeled Claim by (y) the total number of points among all of the individual holders of Province Channeled Claims within the same Province Claimant Pool. By way of example, if there are 100 claimants awarded a total of 10,000 points within a Province Claimant Pool, with a total settlement fund of \$1 million, each point would be valued at \$100.

8. DISTRIBUTION TO HOLDERS OF FUTURE CLAIMS

Any Future Province Tort Claim shall be treated as a Future Tort Claim and be subject to the General Allocation Protocol and shall be treated in accordance with the provisions of the Plan governing distribution to holders of payable Future Tort Claims.

Schedule A-2.1
Whalen Province Claims

Tab	Claim Number
a.	13
b.	14
c.	15
d.	16
e.	17
f.	18
g.	19
h.	20
i.	22
j.	23
k.	24
l.	25
m.	26
n.	27
o.	28
p.	29
q.	30
r.	31
s.	32
t.	33
u.	34
v.	35
w.	36

Tab	Claim Number
x.	37
y.	38
z.	39
aa.	40
bb.	41
cc.	42
dd.	43
ee.	44
ff.	47
gg.	48
hh.	50
ii.	51
jj.	52
kk.	53
ll.	55
mm.	56
nn.	57
oo.	59
pp.	60
qq.	61
rr.	62
ss.	64
tt.	66
uu.	67
vv.	68

Tab	Claim Number
ww.	69
xx.	70
yy.	71
zz.	72
aaa.	76
bbb.	78
ccc.	80
ddd.	81
eee.	83
fff.	85
ggg.	87
hhh.	88
iii.	90
jjj.	93
kkk.	96
lll.	98
mmm.	99
nnn.	100
ooo.	101
ppp.	104
qqq.	108
rrr.	108
sss.	111
ttt.	112
uuu.	114

Tab	Claim Number
vvv.	115
www.	116
xxx.	118
yyy.	119
zzz.	120
aaaa.	122
bbbb.	123
cccc.	125
dddd.	132
eeee.	134
fff.	136
gggg.	137
hhhh.	139
iiii.	145
jjj.	147
kkkk.	156
lll.	159
mmmm.	160
nnnn.	162
oooo.	163
pppp.	164
qqqq.	165
rrrr.	168
ssss.	169
ttt.	171

Tab	Claim Number
uuuu.	174
vvvv.	177
wwwv.	179
xxxx.	183
yyyy.	187
zzzz.	188
aaaa.	189
bbbb.	190
cccc.	191
dddd.	192
eeee.	194
ffff.	196
gggg.	200
hhhh.	202
iiii.	205
jjjj.	207
kkkk.	208
llll.	214
mmmm.	215
nnnn.	217
oooo.	218
pppp.	219
qqqq.	220
rrrr.	223
ssss.	224

Tab	Claim Number
tttt.	325
uuuuu.	326
vvvvv.	327
wwwww.	328
xxxxx.	330
yyyyy.	331
zzzzz.	333
aaaaa.	336
bbbbb.	338
ccccc.	343
dddddd.	344
eeeeee.	345
fffff.	346
gggggg.	347
hhhhh.	347
iiii.	348
jjjj.	354
kkkkk.	359
lllll.	362
mmmmm.	363
nnnnn.	366
ooooo.	367
ppppp.	369
qqqqq.	370
rrrrr.	377

Tab	Claim Number
sssss.	380
ttttt.	381

Schedule A-2.2
Does Province Claims

Tab	Claim Number
a.	229
b.	230
c.	231
d.	232
e.	233
f.	234
g.	235
h.	236
i.	237
j.	238
k.	239
l.	240
m.	241
n.	242
o.	244
p.	245
q.	246
r.	247
s.	248
t.	250
u.	252
v.	253
w.	254

Tab	Claim Number
x.	256
y.	257
z.	257
aa.	258
bb.	259
cc.	260
dd.	262
ee.	263
ff.	264
gg.	265
hh.	268
ii.	269
jj.	270
kk.	272
ll.	274
mm.	275
nn.	276
oo.	277
pp.	278
qq.	279
rr.	280
ss.	281
tt.	282
uu.	283
vv.	284

Tab	Claim Number
ww.	285
xx.	286
yy.	287
zz.	288
aaa.	289
bbb.	290
ccc.	291
ddd.	292
eee.	293
fff.	294
ggg.	295
hhh.	296
iii.	297
jjj.	298
kkk.	299
lll.	300
mmm.	301
nnn.	303
ooo.	304
ppp.	305
qqq.	308
rrr.	309
sss.	310
ttt.	311
uuu.	312

Tab	Claim Number
vvv.	313
www.	314
xxx.	315
yyy.	316
<i>zzz.</i>	317
aaaa.	318
bbbb.	320

EXHIBIT A-2

Schedule A-2.3
Additional Province Claims

<u>Tab</u>	<u>Claim Number</u>
a.	389
b.	390
c.	402