

STATE OF MINNESOTA
COUNTY OF CARVER

DISTRICT COURT
FIRST JUDICIAL DISTRICT
PROBATE DIVISION

In Re: Estate of:

Court File No. 10-PR-16-46

Prince Rogers Nelson,
Deceased.

**ORDER REGARDING PERSONAL
REPRESENTATIVE'S FEES AND
COSTS FOR FEBRUARY 2018
THROUGH JANUARY 2019**

The above entitled matter came before the undersigned pursuant to Comerica Bank & Trust, N.A.'s Petition for Fees and Costs for February 2018 through January 2019. Comerica Bank & Trust, N.A. (the "Personal Representative") was appointed personal representative of the Estate of Prince Rogers Nelson (the "Estate") effective February 1, 2017. On March 22, 2017, the Court entered an Order Regarding Application of Existing Orders and Protocols to the Personal Representative (the "March 22 Order"). Among other things, the March 22 Order approved provisional compensation for the Personal Representative for February 1, 2017 through February 1, 2018, with such compensation subject to a review and approval process set forth in the March 22 Order. The March 22 Order also called for the Personal Representative to petition the Court regarding its compensation for the time period from February 1, 2018 through February 1, 2019.

Accordingly, the Personal Representative's petition sets forth a proposal for its compensation from February 1, 2018 through January 31, 2019. Specifically, the Personal Representative requests approval of provisional compensation of \$125,000 per month (plus expenses), subject to the existing review and approval process provided in the March 22 Order. The Personal Representative also proposes that the process set forth in the March 22 Order would continue to apply to the fees and expenses of its legal counsel. Having considered the petition, the

circumstances and anticipated needs and activities of the Estate, and related factors, the Court makes the following:

ORDER

1. The Personal Representative is authorized to receive compensation pursuant to Minn. Stat. § 524.3-719. For the time period of February 1, 2018 through January 31, 2019, the Personal Representative shall be provisionally entitled to receive compensation at the rate of \$125,000 per month, plus reimbursement for expenses incurred in connection with the administration of the Estate, subject to paragraph 3 herein, which mirrors paragraph 7 of the March 22 Order with only relevant dates changed. On or prior to February 15, 2019, the Personal Representative shall petition the Court regarding the amount of its compensation for the time period of February 1, 2019 through such future date as is appropriate, based on the then anticipated needs and activities of the Estate.

2. Counsel for the Personal Representative are entitled to fees, costs, and expenses pursuant to Minn. Stat. §§ 525.515, 524.3-720, and 524.3-721. The Personal Representative is authorized to pay its counsel for legal services, costs, and expenses as invoices are submitted to the Personal Representative without advance approval of the Court, but subject to paragraph 3 herein.

3. On June 15, 2018, and every four months thereafter, the Personal Representative shall submit to the Court for review and approval: (1) an affidavit (“Personal Representative Fee Affidavit”) that details the compensation and expense reimbursements of the Personal Representative for the preceding four month period (*i.e.*, February 1, 2018 through May 31, 2018); and (2) an affidavit of counsel (“Attorney Fee Affidavit”) that attaches unredacted copies of all itemized billing statements that represent attorneys’ fees, costs, and expenses for which the

Personal Representative seeks Court approval for the preceding four month period (*i.e.*, February 1, 2018 through May 31, 2018). When submitting the Attorney Fee Affidavits, billing statements and Personal Fee Affidavits, the Personal Representative shall serve unredacted copies to counsel for the Heirs. The Heirs shall have 14 days after service to submit written objections. The Court will consider all supporting submissions made by the Personal Representative and will order the Personal Representative to reimburse the Estate in an amount that it determines to be reasonable and appropriate, if the Court believes that there was an overpayment of the Personal Representative's fees or expense reimbursements. Similarly, the Court will consider all supporting submissions made by the Personal Representative in connection with the Attorney Fee Affidavits and will order counsel for the Personal Representative to reimburse the Estate in an amount that it determines to be reasonable and appropriate, if the Court believes that there was an overpayment of the attorneys' fees, costs, and expenses. *See* Minn. Stat. § 524.3-721. Any submission of unredacted Attorney Fee Affidavits and Personal Representative Fee Affidavits (together, "Fee Affidavits"), or supporting detail for this Court's review shall not be deemed to constitute a waiver of the attorney-client privilege or work product doctrine. To the extent counsel for the Heirs receive the Fee Affidavits and supporting documents, those documents may be shared with their clients, however counsel and the Heirs shall maintain the confidentiality of such documents and shall not disclose the contents to third parties. The disclosure of any attorney-client privilege or work product material contained in unredacted Fee Affidavits and supporting documents provided to counsel for the Heirs shall not be deemed a waiver of confidentiality, the attorney-client privilege, or the work-product doctrine, given the common interest of the Personal Representative and the Heirs. Accordingly, Court filings that include Fee Affidavits and supporting documents shall be filed under seal to preserve the privilege and work product protections, and maintain the

confidentiality of the ongoing business work of the Estate, with the understanding that the Personal Representative will file redacted versions of those documents to limit the sealed material to information which is privileged or confidential.

4. During the two month period from October 1, 2018 and November 30, 2018, the Personal Representative shall keep detailed time records for the individuals work on the Estate and provide those to the Court by December 15, 2018, along with a statement as to what Comerica's standard fee schedule would be for that amount of work.

5. Unless specifically addressed herein, nothing in this order shall be deemed to modify or supersede the March 22, 2017 Order.

Dated: September 7, 2018

BY THE COURT:

Kevin W. Eide
Judge of District Court

NOTICE: A true and correct copy of this Order/Notice has been served by EFS upon the parties. Please be advised that orders/notices sent to attorneys are sent to the lead attorney only.