

IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

\_\_\_\_\_  
In re: : Chapter 11  
: :  
: :  
BUILDING MATERIALS HOLDING :  
CORPORATION, *et al*<sup>1</sup> : Case No. 09-12074 (KJC)  
: (Jointly Administered)  
: :  
Debtors. :  
: :  
\_\_\_\_\_  
Obj. Deadline: November 25, 2009 at 4:00 pm (ET)

**FIRST MONTHLY APPLICATION OF EXECUTIVE SOUNDING  
BOARD ASSOCIATES INC. FOR ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF  
EXPENSES AS FINANCIAL ADVISORS TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD  
FROM JUNE 26, 2009 THROUGH JUNE 30, 2009**

Name of Applicant: Executive Sounding Board Associates Inc.

Authorized to Provide  
Professional Services to: Official Committee of Unsecured Creditors

Date of Retention: nunc pro tunc to June 26, 2009

Period for which compensation and  
reimbursement is sought: June 26, 2009 through June 30, 2009

Amount of Compensation sought as  
actual, reasonable and necessary: \$7,695.00 (80% 6,156.00)

Amount of Expense Reimbursement sought  
As actual, reasonable and necessary: \$0

This is an:  interim  final application

The total time expended for the June 2009 fee application preparation is approximately 1.50  
hrs and the corresponding compensation requested is approximately \$675.00

<sup>1</sup> The Debtors, along with the last four digits of each Debtor's tax identification number, are as follows: Building Materials Holding Corporation (4269), BMC West Corporation (0454), SelectBuild Construction, Inc. (1340), SelectBuild Northern California, Inc. (7579), Illinois Framing Inc. (4451), C Construction, Inc. (8206), TWF Construction, Inc. (3334), H.N.R. Framing Systems, Inc. (4329), SelectBuild Southern California, Inc. (9378), SelectBuild Nevada, Inc. (8912), SelectBuild Arizona, LLC (0036), and SelectBuild Illinois, LLC (0792). The mailing address for the Debtors is 720 Park Boulevard, Suite 200, Boise, Idaho 83712.

**IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re:	:	Chapter 11
	:	
BUILDING MATERIALS HOLDING CORPORATION, <i>et al.</i> , <sup>1</sup>	:	Case No. 09-12074 (KJC)
	:	(Jointly Administered)
Debtors.	:	
	:	<b>Obj. Deadline:</b> November 25, 2009 at 4:00 pm (ET)

**FIRST MONTHLY APPLICATION OF EXECUTIVE SOUNDING BOARD ASSOCIATES INC. FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS FINANCIAL ADVISORS FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM JUNE 26, 2009 THROUGH JUNE 30, 2009**

Pursuant to Sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and this Court's administrative order establishing procedures for interim compensation and reimbursement of expenses of professionals, dated July 14, 2009, Docket Number 182 (the "Administrative Order"), Executive Sounding Board Associates Inc. ("ESBA") hereby files its First Monthly Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Financial Advisors to the Official Committee (the "Committee") of Unsecured Creditors of BUILDING MATERIALS HOLDING CORPORATION., *et al.* (the "Debtors") for the Period from June 26, 2009 through June 30, 2009 (the "Application").

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<sup>1</sup> The Debtors, along with the last four digits of each Debtor's tax identification number, are as follows: Building Materials Holding Corporation (4269), BMC West Corporation (0454), SelectBuild Construction, Inc. (1340), SelectBuild Northern California, Inc. (7579), Illinois Framing Inc. (4451), C Construction, Inc. (8206), TWF Construction, Inc. (3334), H.N.R. Framing Systems, Inc. (4329), SelectBuild Southern California, Inc. (9378), SelectBuild Nevada, Inc. (8912), SelectBuild Arizona, LLC (0036), and SelectBuild Illinois, LLC (0792). The mailing address for the Debtors is 720 Park Boulevard, Suite 200, Boise, Idaho 83712.

By this Application, ESBA seeks a monthly allowance pursuant to the Administrative Order with respect to sums of \$7,695.00 for compensation for the period from June 26, 2009 through and including June 30, 2009 (the "Compensation Period"). No expenses were incurred during this Compensation Period.

In support of this Application, ESBA respectfully represents as follows:

#### **Background**

1. On June 16, 2009, (the "Petition Date"), the Debtors commenced their bankruptcy cases (the "Bankruptcy Cases") by filing a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Court").

2. On July 26, 2009, the United States Trustee appointed the Committee of Unsecured Creditors. On August 3, 2009, the Creditors' Committee selected ESBA to serve as its financial advisors.

3. By order dated September 9, 2009, this Court approved and authorized the retention of ESBA as financial advisor to the Committee effective *nunc pro tunc* to June 26, 2009, See Docket No. (578).

#### **Compensation Paid and Its Source**

4. All services for which compensation is requested by ESBA were performed for or on behalf of the Committee.

5. ESBA has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding

between ESBA and any other person other than the shareholders of ESBA for the sharing of compensation to be received for services rendered in these cases.

#### **Time Records**

6. A copy of the time records for the Compensation Period is attached hereto as Exhibit A. The time records contain daily time logs describing the time spent by each professional for this period. To the best of ESBA's knowledge, this Application complies with Sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Guidelines adopted by the Office of the United States Trustee, Del. Bankr. L.R. 2016-2, and the Administrative Order.

#### **Actual and Necessary Expenses**

7. No expenses were incurred by ESBA during the Compensation Period. While representing the Committee in these cases, ESBA will limit its photocopying expenses to \$.10 per page and its charges for out-going facsimile transmissions to \$1.00 per page, in accordance with the local rules. Actual long-distance carrier charges for outgoing facsimile transmissions will be reflected in the long-distance telephone charges.

#### **Summary of Services Rendered**

8. The professionals of ESBA who have rendered professional services in these cases are: Daniel Kerrigan and James Fox.

#### **Summary of Services By Project**

9. The services rendered by ESBA during the Compensation Period can be grouped into the categories set forth below. These categories are generally described below, with a more detailed identification of the actual services provided set forth on Exhibit A. The professionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation

sought for each category, in Exhibit A.

A. Business Analysis & Planning (047)

Fees: \$2,025.00                      Total Hours: 4.50

This category includes meetings and discussions related to the development of work initiatives and case planning efforts.

B. Financing (068)

Fees: \$1,710.00                      Total Hours: 3.80

This category includes the review of all documents related to the debtor in possession financing. The category also includes the preparation and participation in meetings related to post petition financing and other related cash management issues.

C. Preparation of Application (074)

Fees: \$ 675.00                      Total Hours: 1.50

This category includes the preparation of retention documents including conducting conflict checks.

D. Financial Statements & Projections (077)

Fees: \$3,285.00                      Total Hours: 7.30

This category includes reading and reviewing the debtor's historical financial information and projections.

**Valuation of Services**

10. The professionals of ESBA have expended a total of 17.10 hours in connection with this matter during the Compensation Period, as follows: The nature of the work performed by these persons is fully set forth in Exhibit A. These are ESBA's

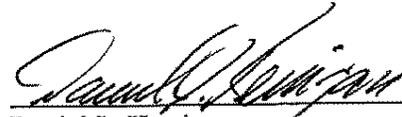
normal hourly rates for work of this character. The reasonable value of the services rendered by ESBA to the Committee during the Compensation Period is \$7,695.00

11. In accordance with the factors enumerated in Section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by ESBA is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services in other cases. Moreover, ESBA has reviewed the requirements of Del. Bankr. L.R. 2016-2 and believes that this Application complies with that Rule.

WHEREFORE, Executive Sounding Board Associates Inc, respectfully requests that its Application for fees in the amount of \$7,695.00 be allowed and that if no objections are filed, 80% of the requested fees in the amount of \$6,156.00 be paid and further requests such other and further relief as the court may deem just and proper.

Dated: November 6<sup>th</sup> 2009

Respectfully Submitted,  
Executive Sounding Board Associates Inc.



Daniel J. Kerrigan  
EXECUTIVE SOUNDING BOARD  
ASSOCIATES INC.  
1350 Broadway, Suite 702  
New York, NY 10018  
Tel: (212) 944-0750  
Fax: (212) 944-0753  
*Financial Advisors to the Official  
Committee of Unsecured Creditors*

VERIFICATION

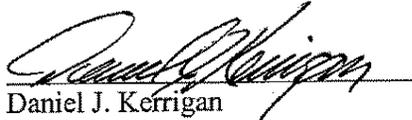
STATE OF NEW YORK     )  
  )  
COUNTY OF NEW YORK   )    SS:

Daniel Kerrigan, after being duly sworn according to law, deposes and says:

a) I am a managing director with Executive Sounding Board Associates Inc.

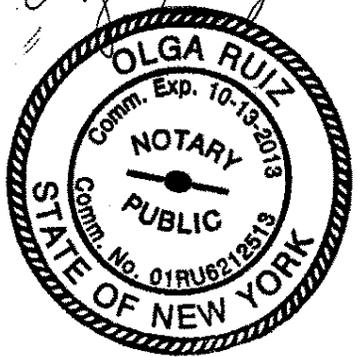
b) I am familiar with the work performed on behalf of the Committee by the financial advisors in the firm.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with such Local Rule.

  
Daniel J. Kerrigan

SWORN AND SUBSCRIBED TO before me  
This 6<sup>th</sup> day of November 2009

  
\_\_\_\_\_



UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

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In re:	)	Chapter 11
	)	
BUILDING MATERIAL HOLDING	)	Case No. 09-12074 (KJC)
CORPORATION, et al.,	)	
	)	
Debtors	)	<b>Objection Deadline: November 25, 2009 at 4:00</b>
	)	<b>p.m. (ET)</b>
	)	

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**NOTICE OF APPLICATION**

**TO: The Debtor, Office of the United States Trustee and Notice Parties**

Executive Sounding Board Associates Inc. has filed its **First Application for Interim Compensation for Services Rendered and Reimbursement of Expenses as Financial Advisors to the Official Committee of Unsecured Creditors for the Period from June 26, 2009 through June 30, 2009** (the "Application") requesting compensation in the amount of \$7,695.00 and reimbursement of expenses in the amount of \$0.00.

You are required to file a response, if any, to the attached Application with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3<sup>rd</sup> Floor, Wilmington, DE 19801 on or before **November 25, 2009 at 4:00 p.m. (ET)**.

At the same time, you must also serve a copy of any response upon:

Daniel J. Kerrigan  
Executive Sounding Board Associates Inc.  
1350 Broadway, Suite 702  
New York, NY 10018

A HEARING ON THIS MATTER WILL BE HELD ON A DATE TO BE DETERMINED BY THE COURT, ONLY IF OBJECTIONS ARE FILED BY **NOVEMBER 25, 2009 AT 4:00 P.M. (ET)**. IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE DEBTORS ARE AUTHORIZED TO IMMEDIATELY PAY 80% OF THE COMPENSATION

AND 100% OF THE EXPENSES REQUESTED IN THE APPLICATION WITHOUT  
FURTHER NOTICE OR HEARING.

BENESCH, FRIEDLANDER, COPLAN &  
ARONOFF LLP

By: /s/ Bradford J. Sandler  
Bradford J. Sandler, Esq. (No.4142)  
Jennifer R. Hoover (DE #5111)  
222 Delaware Avenue, Suite 801  
Wilmington, DE 19801  
(302) 442-7010  
(302) 442-7012  
[bsandler@beneschlaw.com](mailto:bsandler@beneschlaw.com)  
[jhoover@beneschlaw.com](mailto:jhoover@beneschlaw.com)

Counsel to the Official Committee of Unsecured  
Creditors

Dated: November 10, 2009

# EXHIBIT A

Client: Building Materials Holding Cor

November 4, 2009

Invoice# 7848

Client: Building Materials Holding Cor

**Kerrigan, Daniel**      **Managing Director**

Date	Task	Tmkp	Description	Hours Worked	Rate	Fees Billed
06/30/09	047	DK	Read and review BMHC committee presentation prepared by the company and its advisors	2.10	450.00	\$945.00
06/30/09	074	DK	Draft retention affidavit	1.50	450.00	\$675.00
06/30/09	068	DK	Read and review DIP motion and budget. Discussions with Counsel to review various DIP issues.	3.10	450.00	\$1,395.00
06/30/09	047	DK	Call with debtor senior management, debtor professionals and committee counsel to review the UCC presentation.	1.30	450.00	\$585.00
06/30/09	077	DK	Review debtors' financial projections.	2.60	450.00	\$1,170.00
			Totals for: Kerrigan, Daniel	10.60	450.00	\$4,770.00

**Fox, Jim**      **Managing Director**

Date	Task	Tmkp	Description	Hours Worked	Rate	Fees Billed
06/29/09	068	JF	Evaluating key DIP financing points, including investigation period and expenses.	0.70	450.00	\$315.00
06/29/09	077	JF	Reading SEC 10K Report.	1.80	450.00	\$810.00
06/29/09	077	JF	Reading SEC 10Q Report.	1.10	450.00	\$495.00
06/29/09	077	JF	Reading 2 SEC 8K Reports regarding debt arrangements.	0.70	450.00	\$315.00
06/29/09	077	JF	Continued analysis of 10K report.	1.10	450.00	\$495.00
06/30/09	047	JF	Preparation for and participation in call with Investment Banker.	1.10	450.00	\$495.00
			Totals for: Fox, Jim	6.50	450.00	\$2,925.00

**TOTALS :**      **17.10**      **\$7,695.00**

**ATTACHMENT A  
TO FEE APPLICATION  
PROFESSIONALS**

June 26, 2009 Through June 30, 2009

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Dan Kerrigan	Managing Director	\$450.00	10.60	\$4,770.00
Jim Fox	Managing Director	\$450.00	6.50	\$2,925.00
<b>TOTAL</b>			<b>17.10</b>	<b>\$7,695.00</b>

**Blended Rate: \$450.00**

**COMPENSATION BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Hours</b>	<b>Fees</b>
Business Analysis/Planning – (047)	4.50	\$2,025.00
Financing – (068)	3.80	\$1,710.00
Preparation of Application – (074)	1.50	\$ 675.00
Financial Statements & Projections – (077)	7.30	\$3,285.00
<b>Total</b>	<b>17.10</b>	<b>\$7,695.00</b>

Grand Total: 17.10  
Total Hours: \$7,695.00  
Blended Rate: \$450.00

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
BUILDING MATERIAL HOLDING	)	Case No. 09-12074 (KJC)
CORPORATION, et al.,	)	
	)	
Debtors	)	
	)	

**CERTIFICATE OF SERVICE**

I, Bradford J. Sandler, Esquire, hereby certify that on November 10, 2009, a true and correct copy of the foregoing document was served via overnight delivery upon all parties on the attached list.

Dated: November 10, 2009

BENESCH, FRIEDLANDER, COPLAN &  
ARONOFF LLP

By: /s/ Bradford J. Sandler  
Bradford J. Sandler, Esquire (No. 4142)  
222 Delaware Ave., Suite 801  
Wilmington, DE 19809  
302-442-7010 (telephone)  
302-442-7012 (facsimile)  
[bsandler@beneschlaw.com](mailto:bsandler@beneschlaw.com)

Counsel to the Official Committee of Unsecured  
Creditors

Building Materials Holding Corporation  
Attn: Paul S. Street  
720 Park Boulevard  
Suite 200  
Boise, ID 83712

Gibson, Dunn & Crutcher LLP  
Attn: Michael A. Rosenthal and Matthew K. Kelsey  
200 Park Avenue  
New York, NY 10166

Office of the United States Trustee  
Attn: Joseph McMahon  
844 King Street  
Suite 2207  
Wilmington, DE 19801

Young Conaway Stargatt & Taylor, LLP  
Attn: Sean M. Beach and Robert F. Poppiti, Jr.  
The Brandywine Building  
1000 West Street  
17<sup>th</sup> Floor  
Wilmington, DE 19801

Paul, Hastings, Janofsky & Walker LLP  
Attn: Kevin B. Fisher  
55 Second Street  
24<sup>th</sup> Floor  
San Francisco, CA 94105