



July 13, 2021 – Walworth County Board of Supervisors

County Clerk

**Report of the County Clerk Regarding
Communications Received After the Agenda Mailing**

Kimberly S. Bushey
County Clerk

The following items were placed on Supervisors' desks and are attached to this cover sheet:

- Correspondence from Mallinckrodt PLC, et al, Debtors – Cover Letter and Recommendation of the Debtors (To be referred to the Executive Committee)(A complete packet of documentation can be reviewed in the County Clerk's Office)
- Correspondence from Southeastern Wisconsin Regional Planning Commission (SEWRPC) regarding the Comprehensive Economic Development Strategy (CEDs) for Southeastern Wisconsin: 2021-2025 (To be referred to the Executive Committee)

These items were received after the agenda mailing before the meeting. Other items that were placed on the Supervisors' desks at the meeting are not included on this report. Please contact the County Clerk's office for information regarding those items.

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

In re:)	Chapter 11
MALLINCKRODT PLC, <i>et al.</i> ,)	Case No. 20-12522 (JTD)
Debtors. ¹)	(Jointly Administered)
)	
)	

COVER LETTER AND RECOMMENDATION OF THE DEBTORS

To: All Holders of Claims in Voting Classes

You are receiving this letter because you are a Holder² of a Claim (a “*Voting Holder*”) in one or more of the following Classes as set forth in the *Joint Plan of Reorganization of Mallinckrodt plc and Its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code* [Docket No. 2916] (together with all schedules and exhibits thereto, and as may be modified, amended, or supplemented from time to time, the “*Plan*”):

Class	Claim
2(b)	2024 First Lien Term Loan Claims
2(c)	2025 First Lien Term Loan Claims
3	First Lien Notes Claims
4	Second Lien Notes Claims
5	Guaranteed Unsecured Notes Claims
6(a)	Acthar Claims
6(b)	Generics Price Fixing Claims
6(c)	Asbestos Claims
6(d)	Legacy Unsecured Notes Claims
6(e)	Environmental Claims
6(f)	Other General Unsecured Claims
7	Trade Claims
8(a)	State Opioid Claims
8(b)	Municipal Opioid Claims
8(c)	Tribe Opioid Claims
8(d)	U.S. Government Opioid Claims
9(a)	Third-Party Payor Opioid Claims
9(b)	PI Opioid Claims
9(c)	NAS PI Opioid Claims

¹ A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <http://restructuring.primeclerk.com/Mallinckrodt>. The Debtors’ mailing address is 675 McDonnell Blvd., Hazelwood, Missouri 63042.

² Capitalized terms used and not otherwise defined herein shall have the meaning given to them in the Plan.

9(d)	Hospital Opioid Claims
9(e)	Ratepayer Opioid Claims
9(f)	NAS Monitoring Opioid Claims
9(g)	Emergency Room Physicians Opioid Claims
9(h)	Other Opioid Claims
10	Settled Federal/State Acthar Claims

As a Voting Holder, you are entitled to vote to accept or reject the Plan. *Therefore, you should read this letter and the enclosed materials carefully and discuss them with your attorney. If you do not have an attorney, you may wish to consult one.*

As set forth in the enclosed Disclosure Statement³ and accompanying materials (collectively, the “*Solicitation Package*”),⁴ Mallinckrodt plc and its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “*Debtors*”) entered into a Restructuring Support Agreement (the “*RSA*”) with holders of over 84% of the principal amount of the Debtors’ guaranteed unsecured notes, the multi-state governmental entities group, the ad hoc group of governmental opioid claimants, and the ad hoc first lien term lenders. The Plan incorporates the terms of the RSA, which is the culmination of extensive multi-party, arm’s-length negotiations to effectuate a financial restructuring of, and resolve the extensive litigation facing, the Debtors.

The Debtors are jointly proposing the Plan, which seeks to (i) resolve the extensive litigation facing the Debtors, including with respect to its Acthar- and opioid-related liability, and (ii) restructure the Debtors’ capital structure in such a way that maximizes recovery to all creditors while ensuring the Debtors remain a financially strong and competitive enterprise upon emergence. At present, there is no alternative to address the extensive litigation facing the Debtors other than the Plan. The Debtors, therefore, believe a failure to approve the Plan would cause substantial damage to the Debtors and reduce any recovery you might otherwise receive as a creditor.

The Debtors strongly recommend that you vote to accept the Plan. The Debtors believe that liquidation under chapter 7 would result in substantially smaller distributions to creditors than those provided for in the Plan, as described in further detail in the Disclosure Statement and the exhibits attached thereto. In addition, the Plan is supported by:

- the Supporting Term Lenders, who, together with other Supporting Parties, hold approximately 70% in principal amount of the Debtors’ First Lien Term Loan Claims;
- fifty (50) U.S. States and Territories and the Plaintiffs’ Executive Committee in the Multi-District Litigation, including the members of the Governmental Plaintiff Ad Hoc Committee, that each maintain or represent Opioid Claims against certain of the Debtors;

³ “**Disclosure Statement**” refers to *Disclosure Statement for Joint Chapter 11 Plan of Reorganization of Mallinckrodt plc And Its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code* [Docket No. 2916] (together with all schedules and exhibits thereto, and as may be modified, amended, or supplemented from time to time).

⁴ In addition to this letter, your Solicitation Package includes letters from the Official Committee of Unsecured Creditors and the Official Committee of Opioid-Related Claimants in connection with the Plan.

- the MSGE Group, representing 1,318 entities that maintain Opioid Claims against certain of the Debtors, including 1,245 counties, cities and other municipal entities, 9 tribal nations, 13 hospital districts, 16 independent public school districts, 33 medical groups, and 2 funds; and
- the Unsecured Notes Ad Hoc Group, holding approximately 84% percent in principal amount of the Debtors' Guaranteed Unsecured Notes Claims.

THE DEBTORS BELIEVE THAT CONFIRMATION AND CONSUMMATION OF THE PLAN IS IN THE BEST INTERESTS OF ALL HOLDERS OF CLAIMS AND STRONGLY URGE YOU TO VOTE IN FAVOR OF THE PLAN.

YOU MAY DO SO BY TIMELY SUBMITTING A BALLOT INDICATING YOUR ACCEPTANCE OF THE PLAN AS EXPLAINED IN THE VOTING INSTRUCTIONS ACCOMPANYING YOUR BALLOT. THE VOTING DEADLINE IS SEPTEMBER 3, 2021, AT 4:00 P.M. (PREVAILING EASTERN TIME).

If you have any questions about the materials in the Solicitation Package, please feel free to contact the Debtors' Notice and Claims Agent Prime Clerk LLC (the "*Notice and Claims Agent*") by: (a) visiting the website maintained by the Notice and Claims Agent at <http://restructuring.primeclerk.com/Mallinckrodt>; (b) calling the Debtors' restructuring hotline at 877-467-1570 (US/Canada) or 347-817-4093 (International) or (c) writing to (i) Mallinckrodt plc Ballot Processing, c/o Prime Clerk LLC One Grand Central Place, 60 East 42nd Street, Suite 1440, New York, NY 10165 or (ii) mallinckrodtinfo@primeclerk.com.

Dated: June 18, 2021

/s/ Michael J. Merchant

RICHARDS, LAYTON & FINGER, P.A.

Mark D. Collins (No. 2981)
Michael J. Merchant (No. 3854)
Amanda R. Steele (No. 5530)
Brendan J. Schlauch (No. 6115)
One Rodney Square
920 N. King Street
Wilmington, DE 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701
Email: collins@rlf.com
merchant@rlf.com
steele@rlf.com
schlauch@rlf.com

George A. Davis (admitted *pro hac vice*)
George Klidonas (admitted *pro hac vice*)
Andrew Sorkin (admitted *pro hac vice*)
Anupama Yerramalli (admitted *pro hac vice*)

LATHAM & WATKINS LLP

885 Third Avenue
New York, New York 10022
Telephone: (212) 906-1200
Facsimile: (212) 751-4864
Email: george.davis@lw.com
george.klidonas@lw.com
andrew.sorkin@lw.com
anu.yerramalli@lw.com

- and -

- and -

Jeffrey E. Bjork (admitted *pro hac vice*)

LATHAM & WATKINS LLP

355 South Grand Avenue, Suite 100
Los Angeles, California 90071
Telephone: (213) 485-1234
Facsimile: (213) 891-8763
Email: jeff.bjork@lw.com

- and -

Jason B. Gott (admitted *pro hac vice*)

LATHAM & WATKINS LLP

330 North Wabash Avenue, Suite 2800
Chicago, Illinois 60611
Telephone: (312) 876-7700
Facsimile: (312) 993-9767
Email: jason.gott@lw.com

Counsel for Debtors and Debtors in Possession

SOUTHEASTERN WISCONSIN REGIONAL PLANNING COMMISSION

W239 N1812 ROCKWOOD DRIVE • PO BOX 1607 • WAUKESHA, WI 53187-1607 • TELEPHONE (262) 547-6721
FAX (262) 547-1103

Serving the Counties of:

KENOSHA
MILWAUKEE
OZAUKEE
RACINE
WALWORTH
WASHINGTON
WAUKESHA



June 30, 2021

Chairperson and Members of the Walworth County

Board of Supervisors
c/o Ms. Kimberly Bushey, Clerk
Walworth County Government Center
100 W. Walworth Street
Elkhorn, WI 53121

RECEIVED

JUL 06 2021

To the Chairperson and Members of the
Walworth County Board of Supervisors:

WALWORTH COUNTY CLERK

The Comprehensive Economic Development Strategy (CEDS) for Southeastern Wisconsin: 2021-2025 has been completed and is being provided to Walworth County for consideration for adoption. The report can be accessed at www.sewrpc.org/CEDSReportJune2021. Once adopted, the 2021-2025 CEDS will supplant the currently adopted 2015-2020 CEDS.

The CEDS is a strategic plan for strengthening and diversifying the regional economy and includes a set of goals, strategies, and actions that seek to achieve an overall economic development vision for the Region. Preparation of the CEDS was a cooperative effort by the Milwaukee 7 Regional Economic Development Partnership (M7), including M7's Regional Economic Partnership (REP) working group, and SEWRPC. Derek D'Auria, Executive Director of the Walworth County Economic Development Alliance (WCEDA), is a member of the REP, together with a representative from each of the other six counties in the Region, the City of Milwaukee, M7, We Energies, and SEWRPC. Strategic planning work conducted and implemented by WCEDA supplements and refines CEDS recommendations for Walworth County.

Adoption of the CEDS by the County Board would continue to make the County and local governments in the County with economically distressed areas eligible to apply for grants under U. S. Department of Commerce Economic Development Administration (EDA) Public Works and Economic Adjustment programs, provided the grant project would benefit a distressed area. These programs provide funding for infrastructure projects and revolving loan funds and other business assistance programs, respectively. In addition, other Federal agencies look favorably on joint/regional planning efforts when reviewing proposed projects and grant requests. Approval by all counties in Southeastern Wisconsin could potentially lead to EDA designation of the Region as an Economic Development District (EDD), making it eligible to apply for funding for ongoing economic development activities. Adoption of the sample resolution provided by SEWRPC would also support exploring designation of the Region as an EDD.

The draft CEDS was available for public review and comment from February 22 through March 31 of this year. The CEDS has been revised to address the comments received, which are summarized in Appendix

Ms. Kimberly Bushey, Clerk
June 30, 2021
Page 2

B of the report. The WCEDA Board of Directors reviewed and endorsed the CEDS at a meeting held on June 16 and will provide a letter of endorsement to the County Board.

It is respectfully requested that your County Board consider adopting the plan. The sample resolution for County Board adoption of the CEDS is enclosed.

Commission staff is working with Mark Lubberda, County Administrator, to schedule a review of the CEDS by the Executive Committee of the County Board at their meeting scheduled for July 19. Please contact Eric Lynde of the Commission staff at (262) 953-3222 or elynde@sewrpc.org if you have questions about the CEDS or would like hardcopies of the report.

Sincerely,



Kevin Muhs, PE, AICP
Executive Director

KJM/BRM/EDL/CDP/cp
#257903

Enclosure

cc: Mr. Derek D'Auria, Executive Director, Walworth County Economic Development Alliance
Mr. Mark Lubberda, County Administrator, Walworth County (with enclosure)
Mr. Pat O'Brien, President, Milwaukee 7
Mr. Jim Paetsch, Vice President - Corporate Relocation, Expansion, and Attraction, Milwaukee 7

**SAMPLE RESOLUTION FOR WALWORTH COUNTY BOARD ADOPTION
OF THE COMPREHENSIVE ECONOMIC DEVELOPMENT STRATEGY (CEDS) FOR
SOUTHEASTERN WISCONSIN: 2021-2025**

RESOLUTION NO. _____

WHEREAS, the Milwaukee 7 (M7), assisted by the Southeastern Wisconsin Regional Planning Commission (SEWRPC), worked in 2020 and 2021 to develop a Comprehensive Economic Development Strategy (CEDS) for the Southeastern Wisconsin Region, which includes the Counties of Kenosha, Milwaukee, Ozaukee, Racine, Walworth, Washington, and Waukesha; and

WHEREAS, the CEDS is a strategic plan for strengthening and diversifying the regional economy and includes a set of goals, strategies, and actions that seek to achieve an overall economic development vision for the Region; and

WHEREAS, in addition to setting forth a strategy for economic growth in the Region, the CEDS is intended to meet the requirements of the U.S. Department of Commerce - Economic Development Administration (EDA) for such work, thereby buttressing efforts to secure Federal funding for projects in the seven-county Region that have a particular focus and impact on economic development, particularly projects that will benefit economically distressed areas; and

WHEREAS, following adoption of the CEDS by the seven county boards in the Region, SEWRPC would explore designation of the Region as an Economic Development District by the U.S. Department of Commerce – Economic Development Administration; and

WHEREAS, the Board of Directors of the Walworth County Economic Development Alliance has recommended that the County Board adopt the CEDS.

NOW, THEREFORE, BE IT RESOLVED:

FIRST: That the Walworth County Board of Supervisors supports the regional economic development strategy set forth in the CEDS and hereby adopts the Comprehensive Economic Development Strategy for Southeastern Wisconsin for the period 2021 through 2025.

SECOND: That the Walworth County Board of Supervisors supports the formation of an Economic Development District for the Southeastern Wisconsin Region which would align local, county, and regional economic development efforts to carry out the recommendations of the CEDS.

THIRD: That the County Clerk transmit a certified copy of this resolution to the Southeastern Wisconsin Regional Planning Commission.

ADOPTED this _____ day of _____, 2021.

Nancy Russell, County Board Chairperson

Attest:

Kimberly Bushey, County Clerk