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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF ARIZONA**

In re

DEWEY RANCH HOCKEY, LLC,
COYOTES HOLDINGS, LLC,
COYOTES HOCKEY, LLC, and
ARENA MANAGEMENT GROUP, LLC,

Debtors.

Case No. 2:09-bk-09488
(Jointly Administered)

Chapter 11

**PROPOSED STIPULATED JOINT
AGENDA FOR HEARING
(SEPTEMBER 2, 2009)**

This Filing Applies to:

- ☒ All Debtors
☐ Specified Debtors

Date of Hearing: September 2, 2009

Time of Hearing: 9:00 a.m.

I. GENERAL STATEMENT

With respect to the hearing scheduled for September 2, 2009 (“**Hearing**”), the parties¹ have stipulated to the following Agenda (subject to approval of the Court). In light of the timing of the matters before the Court, the parties submit as follows: (1) the parties agreed that they will rely upon the declarations, depositions and exhibits filed with the Court, and will not introduce either live testimony or other new evidence during the Hearing²; (2) the parties agreed

¹ The parties are: (1) the Debtors; (2) the NHL; (3) the Official Joint Creditors Committee; (4) PSE Sports & Entertainment, LP; (5) Jerry Moyes and related entities; and (6) the City of Glendale.

² The parties will assemble for the Court binders with the declarations, deposition excerpts and exhibits (unredacted copies) for ease of reference. Parties will also file Pretrial Statements in

that no cross examination of witnesses will be conducted; (3) Mr. Balsillie of PSE Sports & Entertainment, LP (“**PSE**”), and a representative of the National Hockey League (“**NHL**”) will be available in the courtroom if the Court wishes to question them; (4) with respect to the issues of the use of confidential materials in the Courtroom, the parties have agreed that most previously identified Confidential and Highly Confidential information will be able to be displayed and discussed in open court during the upcoming September 2 Hearing, with a few exceptions. The parties have agreed to identify the exceptions that will remain highly confidential to each other and to meet and confer to seek to reach agreement on them. Absent agreement, we will seek the guidance of the Court as to any remaining issues to eliminate any need to close the Courtroom; and (5) the parties have further agreed that motions not set forth below should be deferred to the September 10-11, 2009 hearing.

II. **MOTIONS FOR CONSIDERATION**

A. Extension of Non-Residential Lease Rejection Deadline:

2.1 “Debtors’ Motion to Extend Time to Assume or Reject Certain Unexpired Non-Residential Real Property Leases.” (Dkt # 811; Related Dkt # 810).

(a) ***Anticipated Objections:*** None (Objection deadline was 5:00 p.m. August 31, 2009. No objections were filed.).

accordance with the Court’s “Minute Entry/Order” dated August 25, 2009, listing the witness/exhibits to be considered. The parties note that they will not object, subject to Court approval, to short supplemental references to additional testimonial and documentary evidence adduced during the recent discovery if it is relevant to the Issues to be heard at the September 2 Hearing where the submitting party would not otherwise have had an opportunity to submit such evidence in a brief.

B. Transfer of Ownership to PSE Issues:

2.2 “Motion of NHL for a Determination that Debtors’ NHL Membership Rights May Not Be Transferred to PSE or an Affiliate Thereof,” (Dkt # 584); and “PSE’s Motion for Determination that the Debtors’ Interests May Be Transferred to PSE Notwithstanding the NHL’s Refusal to Consent,” (Dkt # 701).

Related Docket Items:

DE 228, 236, 309, 495 “PSE’s Transfer Application and Supplements” filed under seal.

The under-seal portions of these filings include confidential personal identifying and financial information, including bank statements, and PSE requests that the under-seal portion remain under seal. PSE’s financial ability to perform is not at issue.

DE 93 "Declaration of William L. Daly" [Related DE 584].

Ex. A – NHL Constitution

Ex. B – NHL By-Law 35

Ex. C – NHL-NHLE License Agreement

Ex. D – NHL By-Law 36

Ex. E – 9/27/06 Phoenix Coyotes Consent Agreement

Ex. F – 11/14/08 Phoenix Coyotes Proxies

Ex. G – 2/23/09 Bettman Authorization Letter

Ex. H – 1/30/09 Zimmerman Email Re: Phoenix Coyotes

Ex. I – 3/31/08 Canadian Competition Bureau Backgrounder

Ex. J – 4/23/09 Amendment to Coyotes Hockey Operating Agreement

Ex. K – NHL Lex Scripta Exhibit O (Ownership Transfer Procedures)

Ex. L – 10/15/08 NHL Memo Re: Ownership Transfer Procedures

DE 295 "Declaration of Gary B. Bettman" [Related DE 584].

Ex. 1 – 6/19/07 Gowan Letter Re: Balsillie Predators Application

- DE 544** "Second Declaration of William L. Daly" [Related DE 584].
- Ex. A – 8/30/06 Daly Memo Re: 8/29 Balsillie Meeting
- Ex. B – 11/7/06 Gilbert Letter Re: Proposed Penguins Acquisition
- Ex. C – 7/29/09 Leipold Statement
- DE 585** "Declaration of Craig Leipold" [Related DE 584].
- Ex. A – 7/29/09 Leipold Statement
- Ex. B – 5/15/07 Nashville Predators Term Sheet
- Ex. C – 7/2/09 Zimmerman Letter Re: PSE Transfer Application
- Ex. D – 7/24/09 Freeman Letter Re: Response
- DE 586** "Declaration of Jeremy M. Jacobs" [Related DE 584].
- Ex. A – 7/27/09 NHL Memo Re: Coyotes Transfer Applications (Attachments)
- DE 608** "PSE Sports & Entertainment LP's Initial Response To Motion Of National Hockey League For A Determination That Debtor's NHL Membership Rights May Not Be Transferred To PSE Or An Affiliate Thereof" [Related to DE 584].
- DE 701** "PSE's Motion for Determination that the Debtors' Interests May be Transferred to PSE Notwithstanding the NHL's Refusal to Consent"
- DE 766** "Joinder of The Official Joint Committee of Unsecured Creditors to Motion for Determination that the Debtors' Interests May be Transferred to PSE Notwithstanding the NHL's Refusal to Consent"[Related DE 701].
- DE 703** "Debtors' Memorandum Of Points And Authorities In Support Of Sale Of Substantially All Of Coyotes Hockey's Assets" (NHL Issues).
- DE 704** "Appendix of Exhibits to Debtors Memorandum Of Points And Authorities In Support Of Sale Of Substantially All Of Coyotes Hockey's Assets (NHL Issues)"
[Related DE 703]
- Ex. 1 - NHL Constitution.
- Ex. 2 - NHL By-Laws.
- Ex. 3 - Declaration of Earl Scudder (June 5, 2009).
- Ex. 4 - Declaration of Jeff Shumway (June 4, 2009).

Ex. 5 - Second Amended Complaint - Adversary Proceeding.

Ex. 6 - NHL Motion to Dismiss.

Ex. 7 - First Rodier Declaration.

Ex. 8 - *Amicus Curiae* Briefs filed by the NHL.

Ex. 9 - Declaration of Andrew Zimbalist (June 4, 2009).

Ex. 10 - NHLE License Agreement.

Ex. 11 - Balsillie Declaration (June 4, 2009).

DE 706 “PSE Sports & Entertainment LP's Joinder In Debtors' Memorandum Of Points And Authorities In Support Of Sale Of Substantially All Of Coyotes Hockey Assets” [Related DE 703].

DE 767 “Joinder of The Official Joint Committee of Unsecured Creditors in Debtors Memorandum of Points and Authorities in Support of Sale of Substantially all of Coyotes Hockey's Assets (NHL Issues)” [Related DE 703].

DE 779 “PSE's Opposition To The NHL's Motion For A Determination That Debtors' NHL Membership Rights May Not Be Transferred To PSE or An Affiliate Thereof” [Related DE 584].

Ex. 1. - Excerpts from deposition of Jeremy Jacobs dated
August 19, 2009.

Ex. 2 - Excerpts from deposition of Gary Bettman dated
August 20, 2009.

Ex. 3 - Excerpts from deposition of William Daly dated
August 21, 2009.

Ex. 4 - Letter from David E. Massengill of Simpson Thacher & Bartlett
LLP to Commissioner Gary Bettman of the NHL dated November,
29, 2006.

Ex. 5 - Memo from Loren Greenspoon to file regarding meeting Racine,
Wisconsin dated February 27, 2007..

Ex. 6 - Letter from Edward F. Lang of the Nashville Predators to Kevin Lavender and Emmett Edwards of Sports Authority of the Metropolitan Government of Nashville and Davidson County dated June 15, 2007 regarding License and Use Agreement, dated June 25, 1997, by and between the Sports Authority of Nashville and the Nashville Hockey Club Ltd. Partnership..

Ex. 7 - E-mail message from C.R. Leipold to Richard Rodier dated May 23, 2007.

DE 820 "NHL Brief in Support of the Sale of Assets to and Assumption of Liabilities by Coyotes Newco, LLC and Arena Newco, LLC"

DE 863 "National Hockey League's Reply in Support of Determination That Debtors' NHL Membership Rights May Not Be Transferred to PSE or an Affiliate Thereof" [Related DE 584].

Ex. 1 – 9/11/06 Rodier Email Re: Rodier

Ex. 2 – 3/13/07 Rodier Email Re: Preds (Attachment)

Ex. 3 – 5/2/07 Rodier Email Re: Preds

Ex. 4 – 5/17/07 Leipold Email Re: Predators

Ex. 5 – 6/15/07 Lang Letter Re: License and Use Agreement

Ex. 6 – 4/6/09 Scudder Email Re: Yotes

Ex. 7 – 4/2/09 Scudder Email Re: Coyotes (Attachment)

Ex. 8 – 4/2/09 Rodier Email Re: Coyotes

Ex. 9 – 4/13/09 Rodier Email Re: Conference Call

Ex. 10 – 4/30/09 Rodier Email to Tom Salerno et al.

Ex. 11 – NHL Answer and Counterclaims (MSG v. NHL et al.)

Ex. 12 – NHL Member Clubs-NHLE License Agreement

Ex. 13 – 9/21/06 Bettman Letter Re: Commissioner of Competition/NHL

Ex. 14 – 12/14/06 Goldfein Letter to Massengill

DE 866 "Appendix of Deposition Excerpts in Support of NHL Briefs"

Ex. A – Jacobs Testimony
Ex. B – Bettman Testimony
Ex. C – Daly Testimony
Ex. D – Balsillie Testimony
Ex. E – Leipold Testimony
Ex. F – Moss Testimony
Ex. G – Moyes Testimony
Ex. H – Rodier Testimony

DE 852 Reply in Support of PSE’s Motion for Determination That the Debtors’ Interests may be Transferred to PSE Notwithstanding the NHL’s Refusal to Consent [related 701]

Ex.1 - Excerpt from deposition of Craig Leipold dated
August 26, 2009

Ex. 2 - Excerpt from deposition of Gary Bettman dated
August 26, 2009

Ex. 3 - Excerpt from deposition of William Daly dated
August 26, 2009

Ex. 4 - Letter from Toronto Maple Leafs to Commissioner Gary Bettman
dated November 29, 2006

Ex. 5 - Minutes of a Meeting of the Board Governors of the National
Hockey League dated September 14, 2006

Ex. 6 - Memorandum from Loren Greenspan regarding Meeting in
Racine, Wisconsin date February 27, 2007

Ex. 7 - City Paper Article “Predators Owner Leipold Looks to Sell 40
Percent” dated January 2007

Ex. 8 - Excerpt from deposition of Jeremy Jacobs dated
August 19, 2009

Ex. 9 - Excerpt from deposition of James Laurence Balsillie dated

August 26, 2009

Ex. 10 - Email chain between Richard Rodier and David Manning
regarding GEC

Ex. 11 - Email chain between Jum Balsillie and Richard Rodier regarding
Board of Governors Memo for Fax Vote

Ex. 12 - Letter from Nashville Predators regarding License Agreement
dated June 25, 1997

Ex. 13 - Excerpt from deposition of Richard Rodier dated
August 28, 2009

Ex. 14 - Email chain between Richard Rodier and Ed Lang regarding
meeting

Ex. 15 - Email chain between Richard Rodier and Craig Leipold regarding
Predators

DE 863 “NHL’s Reply in Support of Determination that Debtors’ NHL Membership
Rights May Not Be Transferred to PSE or an Affiliate Thereof”

C. Relocation For 2009-2010 Season:

2.3 “NHL’s Motion for a Determination that the Coyotes Cannot Relocate for 2009-
10 Season”(Dkt # 686).

Related Docket Items:

DE 687 “Third Declaration of William L. Daly” [Related DE 686].

Ex. A - October 7, 2008 NHL Memorandum from Steve Hatze Petros to
NHL General Managers regarding 2009-10 Regular Season
Schedule.

DE 771 “Joinder of The Official Joint Committee of Unsecured Creditors in PSE's Opposition to the NHL's Motion for a Determination that the Coyotes Cannot Relocate for the 2009-10 Season” [Related DE 686].

DE 784 “Notice of Filing PSE's Opposition To The NHL's Motion For A Determination That The Coyotes Cannot Relocate For The 2009-10 Season” [Related DE 686].

Ex. 1 - Excerpts from deposition of Gary Bettman dated
August 20, 2009.

Ex. 2 - Excerpts from deposition of William Daly dated
August 21, 2009.

DE 785 “Second Declaration of Tom Wright”

Ex. A - Excerpts from deposition of Gary Bettman dated
August 20, 2009.

Ex. B - Excerpts from deposition of William Daly dated
August 21, 2009.

Ex. C - July 24, 2009 Globe and Mail Article.

DE 786 “Fourth Declaration of Richard Rodier”

Ex. 1 Letter dated August 18, 2009 from Duncan Gillespie to Richard Rodier
(under seal)

DE 848 “NHL’s Reply Brief in Support of Motion for a Determination that the Coyotes Cannot Relocate for the 2009-2010 Season”

DE 836 ***Supplemental Submission in Further Support of PSE’s Opposition to the NHL’s Motion for a Determination that the Coyotes Cannot Relocate for the 2009-10 Season***

Ex. 1 - Excerpt from deposition of James Laurence Balsillie dated
August 26, 2009

DE 848 National Hockey League’s Reply Brif in Support of Motion for a Determination that the Coyotes Cannot Relocate for the 2009-10 Season

D. Motion To Clarify June 15, 2009 Order:

2.4 “Motion of NHL to Clarify and Finalize the Court’s June 15th Order Regarding Relocation, filed by NHL” (Dkt # 684).

Related Docket Items:

DE 764 “Joinder of The Official Joint Committee of Unsecured Creditors to Debtors’ Response to National Hockey Leagues Motion to Clarify and Finalize the Court’s June 15th Order Regarding Relocation” [Related DE 684].

DE 776 “PSE Sports & Entertainment LP’s Response To The NHL’s Motion To Clarify and Finalize The Court’s June 15th Order Regarding Relocation” [Related DE 684].

DE 777 “Debtors’ Response To National Hockey League’s Motion To Clarify June 15 Order” [Related DE 684].

Ex. A - Mazda North American Operations Dealer Agreement.

Ex. B - Excerpt of Exhibit B from the NHL Constitution and By-Laws.

DE 836 “Reply in Support of NHL’s Motion to Clarify and Finalize the Court’s June 15th Order Regarding Relocation” [Related DE 684].

DE 866 “Appendix of Deposition Exhibits in Support of NHL Briefs” (Docket #866) (Unredacted version).

E. Scheduling Issues:

2.5 “Status/Scheduling Hearing in re: Motion to Conduct Trial on the Gretzky Objection on or Before 9/10/09” filed by City of Glendale (Dkt # 729).

Related Docket Items:

DE 801 “Notice of Status Hearing/Scheduling Hearing on Emergency Motion to Conduct Trial on or Before September 10, 2009 on city of Glendale, Arizona’s Objection to Gretzky’s Claims” [Related DE 729]

2.6 ADV: 2-09-00952; “The City of Glendale vs. Jerry Moyes, Status/Scheduling Hearing in re: Motion to Conduct Trial on the Complaint Against Jerry Moyes on or Before 9/10/09, filed by City of Glendale” (Dkt. # 4, erroneously filed at Dkt. # 741 of Case No. 2:09-bk-9488-RTBP).

Related Docket Items:

ADV DE 6 Moyes’ “Objection To Emergency Motion To Conduct Trial On The Complaint Against Jerry Moyes On Or Before September 10, 2009” [Related ADV. DE 4]

DE 770 “Response of the Official Joint Committee of Unsecured Creditors to the City of Glendale, Arizona's Emergency Motion to Conduct Trial on the Complaint Against Jerry Moyes on or Before September 10, 2009” [Related DE 741].

2.7 “Notice of Filing PSE Sports & Entertainment LP's Motion To Set Briefing Schedule With Respect To Relocation-Related Issues” (Dkt #699).

Related Docket Items:

DE 788 “NHL’s Opposition to PSE’s Motion to Set Briefing Schedule With Respect to Relocation-Related Issues” [Related DE 699].

DE 844 ***PSE’s Sports & Entertainment L.P.’s Reply in support of Motion to Set Briefing Schedule with Respect to Relocation Issues***

F. Arena Issues:

2.8 “Debtors’ Motion for an Order Approving Rejection of the Arena Lease Under Bankruptcy Code Sec. 365(a) Effective as of the Closing Date of a Relocation Sale, filed by Debtors” (Dkt # 611). Debtors believe these issues may be determined as a matter of law. The City of Glendale believes that both rejection and claims cap issues are mixed issues of fact and law and that no decisions are appropriate as to either without full consideration of all the facts and circumstances of these cases at the conclusion of any auction (and as to the claim issue, both a rejection claim and then an objection to that claim has actually been filed). The Debtors, Committee and Glendale agree the issues for determination may be summarized as follows:

- (a) is the Arena Management, Use and Lease Agreement (the “***Agreement***”) subject to potential rejection under Bankruptcy Code §365(a), subject to the Court’s approval;
- (b) if the Agreement were rejected, would such rejection abrogate the City’s right to specific performance under the facts of these cases; and
- (c) are any or all of the damages that would arise upon any rejection of the Agreement potentially “capped” under Bankruptcy Code §502(b)(6).

Related Docket Items:

DE 685 “Memorandum of Points and Authorities in Support of Debtors’ Motion for an Order Approving Rejection of the Arena Lease under Bankruptcy Code § 365(a) Effective as of the Closing Date of a Relocation Sale” [Related DE 611].

Ex. A - Arena Management, Use and Lease Agreement between City of Glendale, Arena Management Group, LLC, Coyotes Hockey, LLC, Glendale 101 Development, LLC, Coyote Development Center, LLC dated November 29, 2001.

DE 756 “Reply to Motion/Application Memorandum of Points and Authorities in Support of Debtors’ Motion for an Order Approving Rejection of the Arena Lease Under Bankruptcy Code Section 365(a) Effective as of the Closing Date of a Relocation Sale” [Related DE 611].

Ex. A - Arena Management, Use and Lease Agreement between City of Glendale, Arena Management Group, LLC, Coyotes Hockey, LLC, Glendale 101 Development, LLC, Coyote Development Center, LLC dated November 29, 2001.

DE 765 “Objection to Motion/Application Drawbridge’s Objection To The Debtors Motion For An Order Approving Rejection Of The Arena Lease Under Bankruptcy Code § 365(A) Effective As Of The Closing Date Of A Relocation Sale -And Joinder In The Motion To Unseal The City Of Glendale, Arizona’s Certain Pleadings And Designate As Public Documents” [Related DE 611].

Ex. A - Arena Management, Use and Lease Agreement between City of Glendale, Arena Management Group, LLC, Coyotes Hockey, LLC, Glendale 101 Development, LLC, Coyote Development Center, LLC dated November 29, 2001.

Ex. B - April 2005 Assignment and Assumption Agreement between Drawbridge Special Opportunities Fund, LLC and Arena Development, LLC.

Ex. C - April 26, 2005 letter from Tim Wright to Arena Management Group, LLC regarding irrevocable direction letter.

Ex. D - August 20, 2009 Wells Fargo Statement for Coyotes Hockey.

DE 768 “Joinder of The Official Joint Committee of Unsecured Creditors to Debtors Memorandum of Points and Authorities in Support of Debtors Motion for an Order Approving Rejection of the Arena Lease Under Bankruptcy Code § 365(a) Effective as of the Closing Date of a Relocation Sale” [Related DE 611 and 685].

DE 850 “Debtors’ Reply to Drawbridge’s Objection to Debtors’ Motion for an Order Approving Rejection of the Arena Lease Under Bankruptcy Code § 365(a) Effective as of the Closing Date of a Relocation Sale” [Related DE 765].

DE 853 “Debtors’ Reply to City of Glendale’s Reply to Debtors’ Memorandum of Points and Authorities in Support of Debtors Motion for an Order Approving Rejection

of the Arena Lease Under Bankruptcy Code § 365(a) Effective as of the Closing
Date of a Relocation Sale” [Related DE 756].

Dated September 1, 2009

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