

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND**

At Baltimore

IN RE :

**ROBERT A. GAUG
JOAN C. GAUG
Debtors**

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**Case Number 15-18936-NVA
Chapter 11**

AMENDED DISCLOSURE STATEMENT

I. INTRODUCTION

This is the disclosure statement (the "Disclosure Statement") in the chapter 11 case of Robert Anton Gaug and Joan Carol Gaug (the "Debtors"). This Disclosure Statement contains information about the Debtor and describes the Chapter 11 Plan (the "Plan") filed by Robert Anton Gaug and Joan Carol Gaug on October 22, 2016. A full copy of the Plan is attached to this Disclosure Statement as Exhibit A. Your rights may be affected. You should read the Plan and this Disclosure Statement carefully and discuss them with your attorney. If you do not have an attorney, you may wish to consult one.

The proposed distributions under the Plan are discussed at pages 10 - 11 of this Disclosure Statement. (General unsecured creditors are classified in Class Three, and will receive a distribution of approximately ~~24~~36% of their allowed claims, to be distributed within thirty days of the effective date of this Plan.

A. Purpose of This Document

- This Disclosure Statement describes:
- The Debtor and significant events during the bankruptcy case,
- How the Plan proposes to treat claims or equity interests of the type you hold (i.e., what you will receive on your claim or equity interest if the plan is confirmed),
- Who can vote on or object to the Plan,
- What factors the Bankruptcy Court (the "Court") will consider when deciding whether to confirm the Plan
- Why the Debtor believes the Plan is feasible, and how the treatment of your claim or equity interest under the Plan compares to what you would receive on your claim or equity interest in liquidation, and
- The effect of confirmation of the Plan.

Be sure to read the Plan as well as the Disclosure Statement. This Disclosure Statement describes the Plan, but it is the Plan itself that will, if confirmed, establish your rights. This Disclosure Statement is required by Chapter 11 of the Bankruptcy Code. Its purpose is to provide creditors and other parties with interests in this case with enough information so that they can make a reasonably well informed choice as to whether to accept or reject the Plan of Reorganization that has been filed with the Court. The standards governing the acceptability of this Disclosure Statement are set forth in Section 1125 of Title 11 of the United States Code.

If, after reading this statement, you do not believe that it gives you sufficient information upon which to base your choice of accepting or rejecting the Plan of Reorganization, you may file an Objection to the adequacy of the Disclosure Statement stating what information you believe to be missing, or what facts or information are not accurately or adequately presented. You are entitled to, but may only insist

upon the degree and detail of information that a reasonably prudent investor in the Debtor would have the right to expect before making a decision to invest.

Your objection must be specific, filed with the Clerk of the United States Bankruptcy Court, and a copy mailed to the attorney for the Debtor. The Court may hold a hearing upon your objection, or may, in its discretion, without a hearing, rule upon your objection and any accompanying memorandum, and the contents of any response to your objection.

If the Court approves this Disclosure Statement, after ruling upon all objections, the Debtor will be permitted to solicit acceptances of the Plan by ballot. At that time, you will be able to file your ballot to accept, or to reject, the proposed plan. You will be informed of the date and time that the Court will hold a confirmation hearing. Your presence is not expected, however, you may attend if you wish.

Your rejection of the Plan does not mean that you will not be allowed to share in any distributions to be made under the Plan. It does, however, make it less likely that the proposed Plan will be confirmed (i.e., approved) by the Court.

You may also file an objection to the confirmation of the Plan if you believe that the Plan does not meet the confirmation requirements of Section 1129 of the Bankruptcy Code. Such an objection must be in writing, be specific and be filed with the Bankruptcy Court prior to the confirmation hearing. Again, a copy must be mailed to the attorney for the Debtor. The Court may hold a hearing on your objection to confirmation, or may rule without a hearing. Ordinarily, objections to confirmation are heard at the confirmation hearing. You will be expected to present your objection at that time.

In order to be confirmed, the Plan must (among other requirements set forth in Code Section 1129):

- a. Disclose all compensation paid or promised for services rendered or to be rendered in connection with the case;
- b. Disclose the identity and affiliations of all Officers to serve after the Plan is confirmed and the compensation of any insiders to be employed after the confirmation;
- c. Propose to pay to each member of a class of claimants who has not accepted the Plan, property at least equal in value to what the claimant would receive were the Debtor's assets liquidated

on the date of the confirmation hearing, and distributed to creditors according to their rights and priorities under law. Ordinarily, this requirement may be met by payment in cash, or notes payable over a period of time (with interest to compensate for the delay in receiving payment);

d. Propose to pay all administrative claims in full;

e. Propose to pay all priority (Section 507) claims in full, in deferred payments or cash; and

f. Propose to pay all tax claimants in full within six years after the tax was assessed.

Except as provided under Section 1129(b) of the Bankruptcy Code, every class of claims under the Plan must either accept (by two-thirds of the amount of the claims, of a class who vote, and more than one-half in the number of claims of a class who vote, casting ballots to accept the Plan) or be unimpaired by the Plan. While the concept of impairment is subtle, an unsecured claim is unimpaired if the Plan proposes to (1) pay the claim in full in cash upon confirmation, or (2) pay the claim in full over a period of time, with interest at a rate sufficient to compensate the claimant for the delay in not having the use of its money.

If there is at least one impaired class under the Plan, at least one such class must vote to accept the Plan (of those who vote, two-thirds in amount of claims, and over one-half in number).

NO REPRESENTATION CONCERNING THE DEBTOR (PARTICULARLY AS TO THEIR FUTURE BUSINESS OPERATIONS) ARE AUTHORIZED BY THE DEBTOR OTHER THAN AS SET FORTH IN THIS STATEMENT. ANY REPRESENTATIONS OR OTHER INDUCEMENTS MADE TO SECURE YOUR ACCEPTANCE WHICH ARE OTHER THAN AS CONTAINED IN THIS STATEMENT SHOULD NOT BE RELIED UPON BY YOU IN ARRIVING AT YOUR DECISION, AND SUCH ADDITIONAL REPRESENTATIONS AND INDUCEMENTS SHOULD BE REPORTED TO COUNSEL FOR THE DEBTOR, WHO IN TURN SHALL DELIVER SUCH INFORMATION TO THE BANKRUPTCY COURT FOR SUCH ACTION AS MAY BE DEEMED APPROPRIATE.

THE INFORMATION CONTAINED HEREIN HAS BEEN OBTAINED FROM A NUMBER OF SOURCES INCLUDING DEBTOR'S ACCOUNTANTS AND ATTORNEYS. FOR THE

FOREGOING REASON, AS WELL AS BECAUSE OF THE COMPLEXITY OF THE DEBTOR'S FINANCIAL MATTER, THE DEBTORS ARE UNABLE TO WARRANT OR REPRESENT THAT THE INFORMATION CONTAINED HEREIN IS WITHOUT ANY INACCURACY, ALTHOUGH GREAT EFFORT HAS BEEN MADE TO BE ACCURATE.

II. BACKGROUND

A. Description and History of the Debtor

The Debtors are Individuals. The Debtors have been married since June 2, 1973. On July 8, 1977, the Debtors acquired 39 acres of land from Mr. Gaug's parents, which property is located in Davidsonville, Maryland, and which property was listed for sale and is the subject to the Debtor's Motion to Sell Real Property filed on August 8, 2016, at docket number 64. In 1996, the Debtors acquired a condominium unit in Ocean City, Maryland, which property was sold pursuant to the Motion to Sell filed on September 22, 2015, at docket number 28. Additionally, the Debtors own their home, which sits on approximately 104 acres of land in Crownsville, Maryland, which was acquired by Mr. Gaug in 1971.

On July 15, 1985, the Debtors formed a Maryland corporation, Robert A. Gaug Bus Enterprises, Inc., (hereinafter referred to as "the Bus Corporation") which operated as a contractor for Anne Arundel County Public Schools providing school bus services to the school children of Anne Arundel County. The Bus Corporation operated profitably for a number of years but in approximately 2005, the Bus Corporation expanded in its number of school bus routes and, as a result of its expansion, began to experience a financial downturn. The Bus Corporation fell behind on its quarterly employment tax filings to the Internal Revenue Service and to the Comptroller of Maryland, and also fell behind on its unemployment insurance assessments. Additionally, the Bus Corporation failed to pay

Hoffberger Eastern Petroleum for fuel for the buses.

B. Insiders of the Debtor

As defines in 11 U.S.C. §101(31), the following are the insiders of the Debtors. Debtors are individuals and are not members of any partnerships or limited liability companies. The Debtors did serve as directors and officers of the Bus Corporation. The Debtors' daughter, who is classifiable as an insider, is Carol Ann Gaug Bouchal.

C. Events Leading to Chapter 11 Filing.

In 2011, the Internal Revenue Service began active collection efforts to collect the unpaid withholding taxes and levied upon the buses and upon the payments made by Anne Arundel County Public Schools. On September 30, 2011, the corporation ceased operations. The Bus Corporation began liquidating its buses and after the payment of the purchase money noteholders, the proceeds of the bus sales went to satisfy the lien of the Internal Revenue Service.

After the loss of the income from the Bus Corporation, the Debtors fell behind on their mortgage on their principal residence (Crownsville) and in July of 2013, the daughter of the Debtors, Carol Ann Gaug Bouchal, reinstated the loan and continued to make the monthly mortgage payment through February of 2014.

After Carol Ann Gaug Bouchal stopped making the monthly mortgage payments, the Debtors were unable to pay the monthly mortgage and as a result they filed a Chapter 13 petition which was converted to a Chapter 11 in this case on September 11, 2015.

D. Significant Events During the Bankruptcy Case

On September 22, 2015, the Debtors filed a Motion to Sell the Ocean City condominium and that

sale was approved on October 22, 2015, and the property was sold on November 13, 2015. The sales price was \$269,000.00 and the net proceeds to the Debtor, after the payment of the costs of sale and the outstanding taxes, condominium fees, and an outstanding judgment, were \$122,169.62.— On

The Debtors have retained Geri Lyons Chase, Esq., as their counsel, whose employment has been approved by the court.

E. Projected Recovery of Avoidable Transfers

The Debtor does not intend to pursue preference, fraudulent conveyance, or other avoidance actions.

F. Claims Objections

Except to the extent that a claim is already allowed pursuant to a final non-appealable order, the Debtor reserves the right to object to claims. Therefore, even if your claim is allowed for voting purposes, you may not be entitled to a distribution if an objection to your claim is later upheld. The procedures for resolving disputed claims are set forth in Article V of the Plan.

G. Current and Historical Financial Conditions

The identity and fair market value of the estate's assets are listed in Exhibit B.

The Settlement Statements from the sales of the Davidsonville property and Ocean City properties ~~are~~ attached as Exhibit C.

The most recent post-petition operating report filed since the commencement of the Debtor's bankruptcy case is set forth in Exhibit D.

III. SUMMARY OF THE PLAN OF REORGANIZATION AND TREATMENT OF CLAIMS AND EQUITY INTERESTS

A. What is the Purpose of the Plan of Reorganization?

As required by the Code, the Plan places claims and equity interests in various classes and describes the treatment each class will receive. The Plan also states whether each class of claims or equity interests is impaired or unimpaired. If the Plan is confirmed, your recovery will be limited to the amount provided by the Plan.

B. Unclassified Claims

Certain types of claims are automatically entitled to specific treatment under the Code. They are not considered impaired, and holders of such claims do not vote on the Plan. They may, however, object if, in their view, their treatment under the Plan does not comply with that required by the Code. As such, the Plan Proponent has not placed the following claims in any class:

1. Administrative Expenses

Administrative expenses are costs or expenses of administering the Debtor's chapter 11 case which are allowed under § 507(a)(2) of the Code. Administrative expenses also include the value of any goods sold to the Debtor in the ordinary course of business and received within 20 days before the date of the bankruptcy petition. The Code requires that all administrative expenses be paid on the effective date of the Plan, unless a particular claimant agrees to a different treatment.

The Debtors do not expect to incur administrative expenses other than professional fees, clerk's office fees, and the U.S. Trustee's fees. The Debtors have no employees and do not sell any goods.

Professional Fees, as approved by the Court. The professional fees are estimated to be

Clerk's Office Fees Paid in full on the effective date of the Plan

Office of the U.S. Trustee Fees	Paid in full on the effective date of the Plan
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Priority tax claims are unsecured income, employment, and other taxes described by § 507(a)(8) of the Code. Unless the holder of such a § 507(a)(8) priority tax claim agrees otherwise, it must receive the present value of such claim, in regular installments paid over a period not exceeding 5 years from the order of relief.

Internal Revenue Service - \$464,586.87, to be paid within 10 days after the effective date of the plan.

The following are the classes set forth in the Plan, and the proposed treatment that they will receive under the Plan

1. Classes of Secured Claims

Allowed Secured Claims are claims secured by property of the Debtor's bankruptcy estate (or that are subject to setoff) to the extent allowed as secured claims under § 506 of the Code.

CLASS ONE

COMPTROLLER OF TREASURY. The Comptroller of Treasury has liens in the amounts of \$196,314.00, \$21,986.00, and \$57,123.00, on the properties located in Anne Arundel County and it was satisfied upon the sale of the Davidsonville property.

This claim is UNIMPAIRED.

CLASS TWO

FV-1, Trustee, represented by SN Servicing Corp, is the assignee of the servicer Specialized Loan Servicing, LLC, and is the servicer of the Deed of Trust Note secured by the Debtors principal residence, i.e. the 104 acres of land located in Davidsonville, Maryland. The amount claimed by the creditor is \$557,173.37, and the arrearages are approximately \$70,000.00. The value of the property at the time of filing was approximately \$800,000.00. Since that time, the Debtors have sought the opinion of both real estate developers and of civil engineers and the Debtors believe that the value of the property listed was optimistic and they no longer believe that they can sell the property for that amount and are concerned that they will be unable to sell the property for a sufficient amount to pay any more than the outstanding Deed of Trust Note. The Debtor seeks to pay this debt by re-amortizing the loan over a thirty year period and paying the creditor the full amount of its claim, \$557, 173.37, plus accrued interest and late fees, with interest at the market rate as of the effective date of the plan. This claim is IMPAIRED.

2. Classes of Priority Unsecured Claims

Certain priority claims that are referred to in §§ 507(a)(1), (4), (5), (6), and (7) of the Code are required to be placed in classes. The Code requires that each holder of such a claim receive cash on the effective date of the Plan equal to the allowed amount of such claim. However, a class of holders of such claims may vote to accept different treatment.

The Debtor has no priority claims under §§ 507(a)(1), (4), (5), (6), and (a)(7) of the Code.

CLASS THREE

General unsecured claims are not secured by property of the estate and are not entitled to priority under § 507(a) of the Code.

The Debtor has the following general unsecured claims:

American Express Bank - \$529.26

State of Maryland DLLR - \$442,520.57

Bank of America - \$355.79

Carol Ann Gaug Bouchal - \$95,008.12

All general unsecured claims will be paid pro rata from the remaining proceeds of the sale of the Davidsonville property, as well as from the remaining proceeds from the sale of the Ocean City property. The Debtor estimates that after the payment of the administrative claims of approximately \$25,000.00 and the priority tax claim to the Internal Revenue Service of \$464,586.87, that the balance to be distributed will be approximately \$135,195,000.00. Each creditor will receive approximately 2436% of their claimed amount. This class is IMPAIRED.

4. Class[es] of Equity Interest Holders

Equity interest holders are parties who hold an ownership interest (i.e., equity interest) in the Debtor. In a corporation, entities holding preferred or common stock are equity interest holders. In a partnership, equity interest holders include both general and limited partners. In a limited liability company ("LLC"), the equity interest holders are the members. Finally, with respect to an individual who is a debtor, the Debtor is the equity interest holder.

D. Means of Implementing the Plan

1. Source of Payments

Payments and distributions under the Plan will be funded by the following:

- a. The monthly payments to the Class Two Creditor will be funded from the Debtors' monthly income.
- b. All funds for the payments and distributions to the Class Three Creditors will be funded through the proceeds from the sale of the Davidsonville property.

2. Post-confirmation Management

The Post-Confirmation Managers of the Debtors, and their compensation, shall be as follows:

The Debtors intend to manage their affairs and dedicate their funds and resources to the effective administration of this Plan.

E. Risk Factors

The proposed Plan has the following risks:

The risk of this plan is to the Class Two Creditor – the Debtors' monthly expenses may from time to time exceed the amount of the Debtors' income from Social Security.

F. Executory Contracts and Unexpired Leases

The Debtor has no executory contracts.

G. Tax Consequences of Plan

Creditors and Equity Interest Holders Concerned with How the Plan May Affect Their Tax Liability Should Consult with Their Own Accountants, Attorneys, And/Or Advisors.

The following are the anticipated tax consequences of the Plan: (1) Tax consequences to the Debtor of the Plan; the Debtor will incur the usual and customary income taxes as a result of the income earned; however the Debtor will not be subject to additional income tax as a result of this plan. (2) General tax consequences on creditors of any discharge, and the general tax consequences of receipt of plan consideration after confirmation – The Debtor is not advising the creditors of potential tax consequences and the creditor should seek independent tax advice.

III. CONFIRMATION REQUIREMENTS AND PROCEDURES

To be confirmable, the Plan must meet the requirements listed in §§ 1129(a) or (b) of the Code. These include the requirements that: the Plan must be proposed in good faith; at least one impaired class of claims must accept the plan, without counting votes of insiders; the Plan must distribute to each creditor and equity interest holder at least as much as the creditor or equity interest holder would receive in a chapter 7 liquidation case, unless the creditor or equity interest holder votes to accept the Plan; and the Plan must be feasible. These requirements are not the only requirements listed in §1129, and they are not the only requirements for confirmation.

A. *Who May Vote or Object*

Any party in interest may object to the confirmation of the Plan if the party believes that the requirements for confirmation are not met.

Many parties in interest, however, are not entitled to vote to accept or reject the Plan. A creditor or equity interest holder has a right to vote for or against the Plan only if that creditor or equity interest holder has a claim or equity interest that is both (1) allowed or allowed for voting purposes and (2) impaired.

In this case, the Plan Proponent believes that CLASSES TWO and THREE are impaired and that holders of claims in each of these classes are therefore entitled to vote to accept or reject the Plan. The Plan Proponent believes that CLASS ONE is unimpaired and that holder of claims in that class, therefore, does not have the right to vote to accept or reject the Plan.

1. *What Is an Allowed Claim or an Allowed Equity Interest?*

Only a creditor or equity interest holder with an allowed claim or an allowed equity interest has the right to vote on the Plan. Generally, a claim or equity interest is allowed if either (1) the Debtor has scheduled the claim on the Debtor's schedules, unless the claim has been scheduled as disputed, contingent, or unliquidated, or (2) the creditor has filed a proof of claim or equity interest, unless an objection has been filed to such proof of claim or equity interest. When a claim or equity interest is not allowed, the creditor or equity interest holder holding the claim or equity interest cannot vote unless the Court, after notice and hearing, either overrules the objection or allows the claim or equity interest for voting purposes pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure.

The deadline for filing a proof of claim in this case was January 19, 2016.

2. What Is an Impaired Claim or Impaired Equity Interest?

As noted above, the holder of an allowed claim or equity interest has the right to vote only if it is in a class that is impaired under the Plan. As provided in § 1124 of the Code, a class is considered impaired if the Plan alters the legal, equitable, or contractual rights of the members of that class.

3. Who is Not Entitled to Vote

The holders of the following five types of claims and equity interests are not entitled to vote:

holders of claims and equity interests that have been disallowed by an order of the Court;

holders of other claims or equity interests that are not "allowed claims" or "allowed equity interests" (as discussed above), unless they have been "allowed" for voting purposes.

holders of claims or equity interests in unimpaired classes;

holders of claims entitled to priority pursuant to §§ 507(a)(2), (a)(3), and (a)(8) of the Code; and

holders of claims or equity interests in classes that do not receive or retain any value under the Plan; administrative expenses.

Even If You Are Not Entitled to Vote on the Plan, You Have a Right to Object to the Confirmation of the Plan and to the Adequacy of the Disclosure Statement.

4. Who Can Vote in More Than One Class

A creditor whose claim has been allowed in part as a secured claim and in part as an unsecured claim, or who otherwise hold claims in multiple classes, is entitled to accept or reject a Plan in each capacity, and should cast one ballot for each claim.

B. Votes Necessary to Confirm the Plan

If impaired classes exist, the Court cannot confirm the Plan unless (1) at least one impaired class of creditors has accepted the Plan without counting the votes of any insiders within that class, and (2) all impaired classes have voted to accept the Plan, unless the Plan is eligible to be confirmed by "cram down" on non-accepting classes, as discussed later in Section B.2..

1. Votes Necessary for a Class to Accept the Plan

A class of claims accepts the Plan if both of the following occur: (1) the holders of more than one-half (1/2) of the allowed claims in the class, who vote, cast their votes to accept the Plan, and (2) the holders of at least two-thirds (2/3) in dollar amount of the allowed claims in the class, who vote, cast their votes to accept the Plan.

A class of equity interests accepts the Plan if the holders of at least two-thirds (2/3) in amount of the allowed equity interests in the class, who vote, cast their votes to accept the Plan.

2. Treatment of Nonaccepting Classes

Even if one or more impaired classes reject the Plan, the Court may nonetheless confirm the Plan if the nonaccepting classes are treated in the manner prescribed by § 1129(b) of the Code. A plan that binds nonaccepting classes is commonly referred to as a "cram down" plan. The Code allows the Plan to bind nonaccepting classes of claims or equity interests if it meets all the requirements for consensual confirmation except the voting requirements of § 1129(a)(8) of the Code, does not "discriminate unfairly," and is "fair and equitable" toward each impaired class that has not voted to accept the Plan.

You should consult your own attorney if a "cramdown" confirmation will affect your claim or

equity interest, as the variations on this general rule are numerous and complex.

C. Liquidation Analysis

To confirm the Plan, the Court must find that all creditors and equity interest holders who do not accept the Plan will receive at least as much under the Plan as such claim and equity interest holders would receive in a chapter 7 liquidation. A liquidation analysis is attached to this Disclosure Statement as Exhibit E.

D. Feasibility

The Court must find that confirmation of the Plan is not likely to be followed by the liquidation, or the need for further financial reorganization, of the Debtor or any successor to the Debtor, unless such liquidation or reorganization is proposed in the Plan.

1. Ability to Initially Fund Plan

The Plan Proponent believes that the Debtor will have enough cash on hand on the effective date of the Plan to pay all the claims and expenses that are entitled to be paid on that date. ~~A table showing the pipeline of closings is attached as Exhibit F.~~

~~3.~~ Ability to Make Future Plan Payments And Operate Without Further Reorganization

The Plan Proponent must also show that it will have enough cash over the life of the Plan to make the required Plan payments.

The Debtors receive Social Security Income each month and the Debtors will also seek contribution from individuals renting the barn space on the Crownsville property to offset any

unforeseen expenses.

You Should Consult with Your Accountant or other Financial Advisor If You Have Any Questions Pertaining to These Projections.

IV. EFFECT OF CONFIRMATION OF PLAN

A. DISCHARGE OF DEBTOR

Discharge. Confirmation of the Plan does not discharge any debt provided for in the Plan until the court grants a discharge on completion of all payments under the Plan, or as otherwise provided in § 1141(d)(5) of the Code. Debtor will not be discharged from any debt excepted from discharge under § 523 of the Code, except as provided in Rule 4007(c) of the Federal Rules of Bankruptcy Procedure.

B. Modification of Plan

The Plan Proponent may modify the Plan at any time before confirmation of the Plan. However, the Court may require a new disclosure statement and/or revoting on the Plan.

The Plan Proponent may also seek to modify the Plan at any time after confirmation only if (1) the Plan has not been substantially consummated and (2) the Court authorizes the proposed modifications after notice and a hearing.

C. Final Decree

Once the estate has been fully administered, as provided in Rule 3022 of the Federal Rules of Bankruptcy Procedure, the Plan Proponent, or such other party as the Court shall designate in the Plan Confirmation Order, shall file a motion with the Court to obtain a final decree to close the case. Alternatively, the Court may enter such a final decree on its own motion.

V. OTHER PLAN PROVISIONS

None.

Respectfully submitted,

Robert Anton Gaug
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By counsel

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