

IN THE UNITED STATES COURT OF APPEALS
FOR THE FIFTH CIRCUIT

No. 92-1757
Summary Calendar

IN THE MATTER OF:

WILLIAM H. HUNT
and
NANCY J. BROADDUS HUNT,

Debtors.

WILLIAM H. HUNT
and
NANCY J. BROADDUS HUNT,

Appellants,

VERSUS

STEVEN S. TUROFF,
Independent Trustee of the
WHH Liquidating Trust,

Appellee.

Appeal from the United States District Court
for the Northern District of Texas
(3:92-CV-451-G)

(February 25, 1993)

Before HIGGINBOTHAM, SMITH, and DeMOSS, Circuit Judges.

JERRY E. SMITH, Circuit Judge:*

* Local Rule 47.5.1 provides: "The publication of opinions that have no precedential value and merely decide particular cases on the basis of well-settled principles of law imposes needless expense on the public and burdens on the legal profession." Pursuant to that rule, the court has determined that this opinion should not be published.

The debtors appeal the district court's affirmance of the bankruptcy court's approval of Steven Turoff as successor liquidating trustee.¹ Debtors claim that the original employment agreement with Turoff grants them a right to veto his continued employment as successor trustee. After carefully reviewing the briefs and record, we conclude that the district court and the bankruptcy court ruled correctly.

The plain language of the Trust Agreement provides that "[i]n the event that the Trustee is removed, resigns or otherwise ceases to serve as Trustee, a successor Trustee may be named by the Plan Committee with Bankruptcy Court approval." The bankruptcy court properly concluded that expiration of the trustee's term was covered by the language "otherwise ceases to serve as Trustee." The employment agreement merely states that the parties will attempt to renegotiate his continued employment; it does not define who has the right to approve the trustee's further employment if negotiations fail. Because the plain language of the Trust Agreement gives the debtors no right to block the naming of the successor trustee, and the employment agreement does not grant such a right, we AFFIRM.

¹ The trustee challenges our jurisdiction to hear this appeal, citing In re Delta Servs. Indus., 782 F.2d 1267 (5th Cir. 1986), and In re Klein, 940 F.2d 1075 (7th Cir. 1991). Those cases involved the appointment of interim and bankruptcy trustees, while the instant matter involves the appointment of a successor liquidating trustee. Debtors claim they have a legal right to approve or disapprove of the selection of that trustee. Given the late stage of the proceedings, the liquidating trustee will take actions that affect the distribution of trust assets, thereby affecting the interests of the debtors, without any recourse to appeal unless we recognize jurisdiction now. See Delta Servs., 782 F.2d at 1270-71. Finding no authority to the contrary, we conclude that we have jurisdiction.