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*Proposed Attorneys for the Chapter 11 Debtors
and Debtors-in-Possession*

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

In re

ASTRIA HEALTH, et al.¹,

Debtors.

No. 19-01189-11

MONTHLY FEE APPLICATION
OF BUSH KORNFIELD FOR
ALLOWANCE AND PAYMENT
OF INTERIM COMPENSATION

¹ The Debtors, along with their case numbers, are as follows: Astria Health (19-01189-11), Glacier Canyon, LLC (19-01193-11), Kitchen and Bath Furnishings, LLC (19-01194-11), Oxbow Summit, LLC (19-01195-11), SHC Holdco, LLC (19-01196-11), SHC Medical Center-Toppenish (19-01190-11), SHC Medical Center-Yakima (19-01192-11), Sunnyside Community Hospital Association (19-01191-11), Sunnyside Community Hospital Home Medical Supply, LLC (19-01197-11), Sunnyside Home Health (19-01198-11), Sunnyside Professional Services, LLC (19-01199-11), Yakima Home Care Holdings, LLC (19-01201-11), and Yakima HMA Home Health, LLC (19-01200-11).

MONTHLY FEE APPLICATION OF BUSH KORNFIELD FOR
ALLOWANCE AND PAYMENT OF INTERIM
COMPENSATION AND REIMBURSEMENT OF EXPE
FOR THE PERIOD MAY 6, 2019 THROUGH JUNE 30, 2019 -

BUSH KORNFIELD LLP
LAW OFFICES

601 Union St., Suite 5000



190118919081600000000010

AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD
MAY 6, 2019 THROUGH JUNE 30,
2019

1. Bush Kornfeld LLP (the “Firm”) submits its Monthly Fee Application (the “Application”) for Allowance and Payment of Interim Compensation and Reimbursement of Expenses for the Period May 6, 2019-June 30, 2019 (the “Application Period”) for work performed for the Debtor. In Support of the Application, the Firm respectfully represents as follows:

2. The Firm is Counsel to Astria, Health et al. The Firm hereby applies to the Court for allowance and payment of interim compensation for services rendered and reimbursement of expenses incurred during the Application Period.

3. The Firm billed a total of \$37,815.00 in fees and expenses during the Application Period. The total fees represent 90 hours expended during the period covered by this Application. These fees and expenses break down as follows:

Period	Fees	Expenses	Total
	\$37,815.00	\$22,618.75	\$60,433.78

4. Accordingly, the Firm seeks allowance of interim compensation in the amount of a total of \$52,941.75 at this time. This total is comprised as \$30,323.20 (80% of the fees for services rendered) plus \$22,618.75 (100% of the expenses incurred).

5. For the postpetition period, the Firm has not been paid any compensation to date.

1
2 6. Attached as **Exhibit A** hereto is the name of each professional who
3 performed services in connection with this Chapter 11 Case during the period covered
4 by this Application and the hourly rate for each such professional. Attached hereto as
5 **Exhibit B** are the detailed time and expense statements for the Application Period.

6 7. The Firm has served a copy of this Application on the counsel to the
7 Official Committee of Unsecured Creditors (the “Committee”) appointed in this
8 Chapter 11 Case, counsel to the secured creditors, and the Office of the United States
9 Trustee (the “U.S. Trustee”). The Application was mailed by overnight mail, postage
10 prepaid, on or about August 16, 2019. Notice of the filing of this Application was
11 served on the foregoing parties as well as the United States of America, the State of
12 Washington and any party who has requested special notice in this Chapter 11 Case
13 (the “Notice Parties”) as of the date of the Notice. The Notice was mailed by overnight
14 mail, postage prepaid, on or about August 16, 2019.

15 8. Pursuant to this Court’s *Order On Debtors’ Motion Establishing*
16 *Procedures For Monthly and Interim Payment Of Fees and Expense Reimbursement*,
17 entered on or about August 6, 2019 [Docket No. 453], the Debtors are authorized to
18 make the payment requested herein without a further hearing or order of this Court
19 unless an objection to this Application is filed with the Court and served upon the
20 above-captioned Debtors, counsel to the Committee, counsel to the secured creditors,
21 and the U.S. Trustee within ten (10) calendar days after the date of mailing of the
22 Notice of this Application. Each entity receiving such Monthly Fee Application will
23 have fourteen (14) calendar days from receipt to review it (the “Objection Period”). IF

1 no objection is timely served within the Objection Period, then following the expiration
2 of the fourteen (14) calendar days, the Monthly Fee Application shall be deemed
3 approved on an interim basis, and the Debtors shall be authorized to pay 80% of the
4 fees and 100% of the expenses requested in the Monthly Fee Application without the
5 Court holding a hearing or entering any further order thereon. In the event an objection
6 to the compensation or reimbursement sought in any particular Monthly Application,
7 the objecting party, within fourteen (14) calendar days of receipt, shall serve upon: (1)
8 the Debtor's counsel, and (ii) the Notice Parties, a written "Notice of Objection to Fee
9 Statement," with a declaration setting for the precise nature of the objection and the
10 amount at issue. Thereafter, the objecting party or parties and the Debtor's counsel
11 shall attempt to reach an agreement regarding the correct payment to be made. If the
12 parties are unable to reach an agreement on the objection within fourteen (14) calendar
13 days, the debtor's counsel shall have the option of: 1) filing a request for payment of
14 the disputed amount with the Court, along with a copy of any objection(s); or (ii)
15 foregoing payment of the disputed amount until the next interim fee application
16 hearing, at which time the Court will consider and dispose of the objection if payment
17 of the disputed amount is requested. The Debtors will be required to pay promptly any
18 portion of the fees and disbursements requested in a Monthly Fee Application that is
19 not the subject of a Notice of Objection to Fee Statement. If such an objection is filed,
20 the Debtors are authorized to pay 80% of all fees requested in the Application and
21 100% of the uncontested expenses without further order of the Court.

22 9. The interim compensation and reimbursement of expenses sought in this
23 Application is not final. Upon the conclusion of this Chapter 11 Case, the Firm will

1 seek fees and reimbursement of the expenses incurred for the totality of the services
2 rendered in this Case. Any interim fees or reimbursement of expenses approved by this
3 Court and received by the Firm (along with any retainer) will be credited against such
4 final fees and expenses as may be allowed by this Court.

5 **WHEREFORE**, the Firm respectfully requests that the Debtors pay
6 compensation to the Firm as requested herein pursuant to and in accordance with the
7 terms of the *Order On Debtors' Motion Establishing Procedures For Monthly And*
8 *Interim Payment Of Fees And Expense Reimbursement*.

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10 DATED this 16th day of August, 2019.

11 BUSH KORNFELD LLP

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13 By: Thomas A. Buford
14 Thomas A. Buford, WSBA #52969
15 Attorneys for the Debtors
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Exhibit A

Attorney	Rate
James L. Day	\$510.00
Aimee S. Willig	\$425.00
Thomas A. Buford	\$350.00

Bush Kornfeld LLP
601 Union St., Suite 5000
Seattle, WA 98101-2373

Phone (206) 292-2110; Fax 292-2104
Federal Tax I.D. #91-1560644

ASTRIA HEALTH
[via email]

August 16, 2019
Invoice # 21821

In Reference To: OUR CLIENT MATTER NO: 2392-20191
Advice

TOTAL PROFESSIONAL FEES AND EXPENSES PER DETAIL BELOW

\$60433.78

Professional services

		<u>Hours</u>	<u>Amount</u>
<u>CONTESTED MATTERS</u>			
5/16/2019	TAB Research re motion to enforce stay (.4); Calls to G. Dyer and M. Zeife re same (.1).	0.50	175.00
5/23/2019	TAB Review requests for reclamation (.2); Draft letters in response (.4).	0.60	210.00
5/24/2019	TAB Emails to K. Howard re medical malpractice litigation (.2); Email to D. Veccio re malpractice litigation (.2).	0.40	140.00
5/25/2019	TAB Research re reclamation claims (.5); Draft and send reclamations letters to B. Guiney and R. Westermann (.6).	1.10	385.00
5/28/2019	TAB Review reclamation demands.	0.20	70.00
5/29/2019	TAB Attend hearing on motion to enforce stay (.7); Email follow up re same (.2); Call from/to R. Garret (.1).	1.00	350.00
5/30/2019	TAB Call with R. Garrett re motion to enforce stay.	0.30	105.00

EXHIBIT B

			<u>Hours</u>	<u>Amount</u>
5/31/2019	TAB	Call from B. Guiney re Johnson & Johnson stay issue (.1); Calls with D. Richardson re same (.2); Emails re employment pleadings (.2); Call with M. Zeefe re same (.1).	0.60	210.00
6/27/2019	JLD	Read reclamation demand letter from Bayer, email to S. Albers regarding same (.1); Email to client regarding Biotronik (.1)	0.20	102.00
6/28/2019	TAB	Emails to/from L. Remillong re Crothall notice (.4); Review revised ordinary course professional order and call chambers re same (.4).	0.80	280.00
SUBTOTAL:			[5.70	2,027.00]

CONTRACT/LEASE ASSUMPTION/REJECTION

6/5/2019	JLD	Various emails with client regarding Scribe America (.3); Call with J. Yang regarding same (.2); Correspondence to J. Yang and to Scribe America counsel (.2); Email with client regarding Scribe America's performance (.2); Call with E. Ostrow regarding Biotronik (.4); Review Biotronik agreement and proposed addendum (.6)	1.90	969.00
6/6/2019	JLD	Email to Scribe America regarding compliance with contract	0.20	102.00
6/17/2019	JLD	Read in detail CRM with Biotronik and proposed addendum in connection with Biotronik's proposal (.7); Correspondence to client regarding same (.3); Email to E. Ostrow regarding same (.1); Read email string regarding Cantel's notice of termination (.1); Email to S. Albers regarding same (.1); Prepare letter to M. Kehinde regarding termination notice (.8); Emails with S. Maizel and S. Albers regarding same (.1)	2.20	1,122.00
6/28/2019	JLD	Various emails with K.C. Baker regarding Biotronik.	0.40	204.00
SUBTOTAL:			[4.70	2,397.00]

			<u>Hours</u>	<u>Amount</u>
<u>EMPLOYMENT AND FEE APPLICATION OBJECTIONS</u>				
5/30/2019	JLD	Working on employment application and supporting declaration.	1.40	714.00
6/4/2019	JLD	Finalize employment application (.4); Emails to attorney group and to client regarding same (.2)	0.60	306.00
6/11/2019	JLD	Read email from S. Schrag and review draft order regarding KCC	0.20	102.00
6/14/2019	JLD	Various correspondence with G. Dyer regarding form of employment application (.2); Prepare supplemental declaration to address U.S. Trustee concerns (.6)	0.80	408.00
6/25/2019	JLD	Various emails with G. Miller regarding additional language to be added to retention orders.	0.30	153.00
SUBTOTAL:			[3.30	1,683.00]
<u>EMPLOYMENT OF PROFESSIONALS</u>				
5/13/2019	JLD	Conference with T. Buford regarding preparation of employment application.	0.20	102.00
SUBTOTAL:			[0.20	102.00]
<u>FINANCING AND CASH COLLATERAL</u>				
5/7/2019	JLD	Travel to Yakima (1/2 time: 1.2); Meetings with co-counsel regarding hearing on first day motions (2.4) Read in detail Lapis objection to DIP motion (.6); Email to S. Maisel regarding same (.1)	4.30	2,193.00
5/8/2019	JLD	Meeting with counsel to prepare for hearing; Meeting with counsel for Lapis regarding objection to DIP proposal; Attend hearing on first day motions; Travel [1/2 time]; Read and respond to numerous post-hearing emails.	7.80	3,978.00

			<u>Hours</u>	<u>Amount</u>
5/13/2019	TAB	Call from M. Abraham at Wells Fargo re restricted accounts (.2); Email to M. Abraham re same (.2); Email from M. Abraham and emails to Dentons re same (.5).	0.90	315.00
5/23/2019	TAB	Email and Call from C. Richter re deed of trust issues (.3); Call to T. Linde re deed of trust issues (.4).	0.70	245.00
5/28/2019	TAB	Emails from/to M. Northrup re cash collateral hearing.	0.30	105.00
5/29/2019	TAB	Call from J. Pearson re cash collateral hearing.	0.10	35.00
6/4/2019	JLD	Telephonic scheduling hearing regarding final cash collateral hearing (.5)	0.50	255.00
6/11/2019	JLD	Correspondence to group regarding local rules regarding presentation of live witnesses at final DIP hearing (.3); call with G. Miller regarding filing of reply (.2); Call with K. Howard regarding delivery of exhibit binders (.1).	0.60	306.00
6/13/2019	JLD	Reading various pleadings in preparation for hearing; Travel to Yakima; Attend hearing on final approval of DIP financing and cash collateral use; Return travel.	10.40	5,304.00
SUBTOTAL:			[25.60	12,736.00]

GENERAL ADMINISTRATION

5/6/2019	JLD	Numerous emails with group regarding petitions, resolutions, first-day motions and joint administration issues (.8); Oversight of changes and filing matters (1.2); Two calls with M. Zeefe regarding same (.4).	2.40	1,224.00
	TAB	Review and revise petitions and attachments (1.1) Draft motions for pro hac vice (.3); Numerous mails re first day filings (1.2); Call to S. Albers re first days (.1); Review and revise motion for joint administration (1.4); Review and revise motion for cash collateral/DIP financing (1.3); Review, revise and first days (3.0).	8.40	2,940.00

		<u>Hours</u>	<u>Amount</u>
5/7/2019	JLD	2.10	1,071.00
	Emails with group regarding local hearing practice and interim payment procedures order (.2); Call from R. Hyatt regarding DIP motion (.1); Emails to group and R. Hyatt regarding same (.2); Review agenda for May 8 hearing (.4); Travel to Yakima [1/2 time] (1.2)		
	TAB	5.20	1,820.00
	Emails re remaining filings (.3); Review and circulate media coverage (.2); Revise and file motion to extend time to file schedules and corporate ownership statements (2.2); Revise motions for pro hac vice (.4); Email from/to L. Scott re certificate of service (.2); Calls to M. and Marti re first days (.3); Draft and file notices of first day motions, certificate of service (.6); Call to B. Moran re UST emails (.1); Email to S. Maizel, S. Alberts (.3); Call to B. Guiney re Johnson and Johnson claims (.1); Phone call with A. Morton re first day issues (.2); Call from C. Taylor re Lower Valley Credit Union claim (.1); Email to S. Maizel, S. Albers, and J. Day re same (.2).		
5/8/2019	TAB	3.40	1,190.00
	Review and file COS (.2); File supplement to Gallagher declaration (.2); Call from B. Borus re committee (.1); Email from/to S. Blakely re supplier issues (.2); Revise and file first day orders (1.3); Email to S. Albers and J. Renert re Utilities order (.1); Emails re first day orders (.4) Revise and file Cash Management order (.5); Revise again and file Cash Management Order (.4).		
5/9/2019	TAB	0.50	175.00
	Phone call with M. Spurgin re orders and follow up (.3); Call with W. Alper-Pressman re Interim Physiciansclaim (.2).		
5/10/2019	TAB	1.40	490.00
	Call from the Clerk's office re mailing matrix (.1); Review and coordinate filing of the same(.2); Call from Valerant Health re claim (.1); Emails re and call with J. Moe re patient matrix (.2); Calls with G. Deyer (.3) and N. Ganti (.2), B. Borus (.1); and J. Pearson (.2) re unsecured creditors committee formation.		

			<u>Hours</u>	<u>Amount</u>
5/13/2019	JLD	Review numerous emails from clerk's office regarding undeliverable notices (.2); Correspondence to client regarding same (.1); Call with S. Hepner regarding bankruptcy filing (.2)	0.50	255.00
	TAB	Emails from M. Zeefe and to S. Schrag re KCC employment application (.6); Calls with S. Schrag re same and follow up (.6); Call to C. Hatch re Ozark gas claim (.1).	1.30	455.00
5/14/2019	JLD	Call from J. Kaplan regarding UCC formation.	0.20	102.00
	TAB	Email from/call to J. Dickmeyer re Evergreen Financial Services (.2); Call from S. Koenig re PCO appointment (.2).	0.40	140.00
5/16/2019	TAB	Prepare for and attend IDI and follow up call (1.6); Call with B. Guiney re J & J claim and email to co- counsel re same (.3); Phone call from M. Bach re GE Healthcare claim (.1) and D. Campbell re Washington State Nursing Association (.1) an email to co-counsel re same (.1).	2.20	770.00
5/17/2019	TAB	Call to J. Mundy re case status (.1); Call to D. Vecchio re case status (.1).	0.20	70.00
5/20/2019	TAB	Call from N. Ganti re committee meeting (.2); Emails from S. Schrag re filings and review same (.7).	0.90	315.00
5/21/2019	TAB	Call from J. Munding re Apogee claim and case status (.3); Emails re scheduling order (.2).	0.50	175.00
5/22/2019	TAB	Calls with M Ziefe re motion to enforce stay (.5); Research re local rules re pro hac vice (.2).	0.70	245.00
5/23/2019	TAB	Call to/from G. Miller re sealing documents (.1); Review local rules for same (.2); Call from D. Veccio re medical malpractice litigation and follow up re same (.4).	0.70	245.00
5/24/2019	TAB	Call from B. Coleman re notice of case.	0.10	35.00

		<u>Hours</u>	<u>Amount</u>
5/28/2019	TAB Return 3 calls to patients re bankruptcy notice.	0.30	105.00
	TAB Call from K. Chamberlin re creditor list (.2); Research issues re same (.5); Call to K. Chamberlin re creditor list (.1); Review and file notice of intent to compensate and related documents (.7); Call and email to G. Miller re same (.1).	1.60	560.00
5/29/2019	TAB Email from G. Dyer re notice of intent to compensate (.1); Email to co-counsel re same (.4); Calls from patient re notice of case (x4) (.4).	0.90	315.00
5/30/2019	TAB Calls from patient re notice of case (x5) (.5); Emails with C. Richter and T. Linde re real estate (.2); Emails with M. Zeefe re Dentons employment application (.2); Call from/to J. Pearson re website (.1).	1.00	350.00
5/31/2019	TAB Emails and call with T. Linde re real estate matters.	0.20	70.00
6/4/2019	TAB Review revisions to KCC employment order and send same to co-counsel (.2); Review BK employment application (.2); Review supplemental patient list and coordinate filing of the same (.2); Call to G. Miller re local rules issues (.2); Call with patient re notice (.1); Call to Alliant insurance re notice (.1); Email from, call to A. Waters at Mid-State Communications (.3); Call with KCC re certificates of service, follow up re same (.4).	1.70	595.00
6/5/2019	TAB Calls to/from J. Moe re ordinary course professionals (.2); Review and comment on ordinary course professionals motion (.3).	0.50	175.00
6/6/2019	TAB Call from A. Waters re Mid-state communications claim (.2); Call with L. Redher re COS filing (.1).	0.30	105.00
	JLD Emails with KCC and with staff regarding filing and service of pleading	0.10	51.00
6/7/2019	TAB Call from patients re notice (x2) (.2); Call from Medifis re claim listing (.1); Draft Bush Kornfeld employment application and documents in support (.4); Review	1.20	420.00

			<u>Hours</u>	<u>Amount</u>
		Ordinary Course Professionals motions (.2); Review conduit payment motion and call to S. Schrag re same (.3).		
6/11/2019	TAB	Email to V. Braxton re patient calls.	0.20	70.00
6/14/2019	JLD	Call with client regarding Scribe America (.2); Correspondence to Scribe America counsel.	0.40	204.00
	TAB	Draft revised declaration ISO employment application.	0.40	140.00
6/18/2019	TAB	Email from/to S. Rubin re Medifils (.2); Call with J. Shickich re Washington Hospital Association claims.	0.10	35.00
6/19/2019	JLD	Reading various emails regarding pending matters (.3); Call from creditor regarding postpetition performance (.3)	0.60	306.00
	TAB	Call from R. Williman re Huron claim (.1); Call with J. Moe re ordinary course professionals order (.1); Review and file ordinary course professional documents (.2); Travel to Yakima for 341 (3.0 hours at 50% for travel time, 1.5).	1.90	665.00
6/20/2019	TAB	Review schedules and prepare for 341 meeting (1.9); Attend Section 341 meeting and follow up (1.5); Travel from Yakima for 341 (2.8 hours at 50% for travel time, 1.4).	4.80	1,680.00
	TAB	Review Crandall cancellation notice and contract.	0.40	140.00
6/24/2019	JLD	Call with M. Zeefe regarding procedural matters (.2); Call from lessor regarding postpetition payments (.2)	0.40	204.00
6/25/2019	TAB	Review and coordinate filing of ordinary course declarations.	0.30	105.00
6/26/2019	JLD	Call from D. Yunker-Frank regarding state agency matters (.2); Email to group regarding same (.1)	0.30	153.00
	TAB	Call with T. Pincock re HRG claim (.1); Emails with co-counsel re same (.2).	0.30	105.00

		<u>Hours</u>	<u>Amount</u>
6/27/2019	TAB Email from/to co-counsel re utilities notices (.1); Call with J. Pearson re employment issues (.1); Review ordinary course professional declaration and coordinate filing of same (.1).	0.30	105.00
6/28/2019	TAB Review revised order regarding ordinary course professionals.	0.20	70.00

SUBTOTAL:	[49.50	18,445.00]
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RECLAMATION CLAIMS

5/24/2019	ASW Conference with T. Buford re reclamation claims.	0.10	42.50
	ASW Research re reclamation issues.	0.90	382.50

SUBTOTAL:	[1.00	425.00]
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For professional services rendered	\$37,815.00
Additional charges:	

		<u>Price</u>	
5/6/2019	CKP Total of 13 cases filed for \$1,717.00 each	22,321.00	22,321.00
5/8/2019	CKP For J. L. Day to and from Yakima	130.50	130.50
5/31/2019	CKP Photocopies (5/1/19-5/31/19)	0.20	1.40
6/21/2019	CKP T. Buford to Yakima and back	0.58	165.88

Total costs	\$22,618.78
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Total amount of this bill	\$60,433.78
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Previous balance	\$7,449.00
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Amount

5/5/2019 To be applied from trust	<u>(\$7,449.00)</u>
Total payments and adjustments	<u>(\$7,449.00)</u>
Balance due	<u><u>\$60,433.78</u></u>

Previous balance of Client funds	\$50,000.00
5/5/2019 To be applied from trust	<u>(\$7,449.00)</u>
New balance of Client funds	<u><u>\$42,551.00</u></u>