

POLSINELLI PC

HONORABLE WHITMAN L. HOLT

Jane Pearson, WSBA #12785
 1000 Second Avenue, Suite 3500
 Seattle, WA 98104
 Telephone: (206) 393-5415
 Email: jane.pearson@polsinelli.com
*Co-Counsel for the Official
 Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
 EASTERN DISTRICT OF WASHINGTON**

IN RE:

ASTRIA HEALTH, et al.

Debtors.¹

Chapter 11

Lead Case No. 19-01189-11
 Jointly Administered

**MONTHLY FEE APPLICATION OF
 POLSINELLI PC FOR ALLOWANCE
 AND PAYMENT OF INTERIM
 COMPENSATION AND
 REIMBURSEMENT OF EXPENSES FOR
 THE PERIOD JUNE 1 – JUNE 30, 2020**

[No Hearing Required Pursuant to
 L.B.R. 2002-1(c)(1)]

1. Polsinelli PC (the “**Firm**”) submits its Monthly Fee Application (the

¹ The Debtors, along with their case numbers, are: 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), SHS 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).

POLSINELLI MONTHLY FEE
 APPLICATION - 1

POLSINELLI
 1000 SECOND AVENUE, SUITE 3500



1901189200724000000000006

74237821.1

1 “**Application**”) for Allowance and Payment of Interim Compensation and
2 Reimbursement of Expenses for the Period 6/1/2020-6/30/2020 (the “**Application**
3 **Period**”) for work performed for the Official Committee of Unsecured Creditors
4 (the “**Committee**”). In support of the Application, the Firm respectfully represents
5 as follows:

6 2. The Firm is local counsel to the Committee. The Firm hereby applies
7 to the Court for allowance and payment of interim compensation for services
8 rendered and reimbursement of expenses incurred during the Application Period.

9 3. The Firm billed a total of \$12,471.20 in fees and expenses during the
10 Application Period. The total fees represent 23.00 hours expended during the
11 period covered by this Application. These fees and expenses break down as
12 follows:
13

Period	Fees	Expenses	Total
6/1/2020- 6/30/2020	\$12,380.00	\$91.20	\$12,471.20

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17 4. Accordingly, the Firm seeks allowance of interim compensation in the
18 amount of \$9,995.20 at this time. This total is comprised as \$9,904.00 (80% of the
19 fees for services rendered) plus \$91.20 (100% of the expenses incurred).

20 5. For the postpetition period, the Firm has been paid to date as follows:

21 POLSINELLI MONTHLY FEE
APPLICATION - 2



Application Period	Amount	Description
Monthly Fee Application, June 2019	\$50,349.46	100% of fees and expenses
Monthly Fee Application, July 2019	\$15,860.50	100% of fees and expenses
Monthly Fee Application, August 2019	\$21,775.46	100% of fees and expenses
Monthly Fee Application, September 2019	\$14,276.45	100% of fees and expenses
Monthly Fee Application, October 2019	\$14,478.72	100% of fees and expenses
Monthly Fee Application, November 2019	\$10,030.59	100% of fees and expenses
Monthly Fee Application, December 2019	\$8,972.30	100% of fees and expenses
Monthly Fee Application, January 2020	\$37,081.06	100% of fees and expenses
Monthly Fee Application, February 2020	\$8,318.62	~60% of fees and 100% of expenses
Monthly Fee Application, March 2020	\$9,120.00	100% of fees and expenses
Monthly Fee Application, April 2020	\$4,446.64	100% of fees and expenses
Total Paid to the Firm to Date	\$194,709.80	

POLSINELLI MONTHLY FEE
APPLICATION - 3



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6. To date, the Firm is owed as follows (excluding amounts owed pursuant to this Application):

Application Period	Amount	Description
Monthly Fee Application, February 2020	\$5,328.00	~40% of fees
Monthly Fee Application, May 2020	\$11,303.28	100% of fees and expenses
Total Owed to the Firm to Date	\$16,631.28	

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

8. The Firm has served a copy of this Application and Notice of the Application on counsel to the secured creditors by first class mail, postage prepaid, on or about July 24, 2020,² and on the Debtors by email on July 24, 2020 to Cary Rowan's attention at cary@astria.health, as they have requested. Notice of the filing of this Application was served on the United States of America, the State of Washington and any party who has requested special notice in this Chapter 11 Case

² The Office of the United States Trustee has waived service other than by ECF.

1 (the “**Notice Parties**”) as of the date of the Notice. The Notice was mailed by first
2 class mail, postage prepaid, on or about July 24, 2020.

3 9. Pursuant to this Court’s *Order On Debtor’s Motion Establishing*
4 *Procedures For Monthly And Interim Payment Of Fees And Expense*
5 *Reimbursement*, entered on August 6, 2019 [Dkt #453], the Debtors are authorized
6 to make the payment requested herein without a further hearing or order of this
7 Court unless an objection to this Application is filed with the Court and served
8 upon the counsel to the Committee, counsel to the secured creditors, and the U.S.
9 Trustee within fourteen (14) calendar days after the date of mailing of the Notice of
10 this Application. If such an objection is filed, the Debtors are authorized to pay
11 80% of the uncontested fees and 100% of the uncontested expenses without further
12 order of the Court. If no objection is filed, the Debtors are authorized to pay 80%
13 of all fees requested in the Application and 100% of the uncontested expenses
14 without further order of the Court.

15 10. The interim compensation and reimbursement of expenses sought in
16 this Application is not final. Upon the conclusion of this Chapter 11 Case, the Firm
17 will seek fees and reimbursement of the expenses incurred for the totality of the
18 services rendered in this Case. Any interim fees or reimbursement of expenses
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20

21 POLSINELLI MONTHLY FEE
APPLICATION - 5



1 approved by this Court and received by the Firm (along with any retainer) will be
2 credited against such final fees and expenses as may be allowed by this Court.

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

7
8 Dated: July 24, 2020

POLSINELLI PC

9 By /s/ Jane Pearson

10 Jane Pearson, WSBA #12785

11 1000 Second Avenue, Suite 3500

Seattle, WA 98104

Telephone: (206) 393-5415

Email: jane.pearson@polsinelli.com

12 *Co-Counsel for the Official Committee*
13 *of Unsecured Creditors*

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21 POLSINELLI MONTHLY FEE
APPLICATION - 6

 **POLSINELLI**
1000 SECOND AVENUE, SUITE 3500
SEATTLE, WA 98104 • (206) 393-5400

EXHIBIT A TO MONTHLY FEE APPLICATION OF POLSINELLI PC
PROFESSIONALS PROVIDING SERVICES FOR THE APPLICATION PERIOD

<i>Name of Professional</i>	<i>Title</i>	<i>Hourly Rate</i>
Jane Pearson	Shareholder	\$560
Randy B. Soref	Shareholder	\$560
Tanya Behnam	Associate	\$360

EXHIBIT B TO MONTHLY FEE APPLICATION OF POLSINELLI PC
DETAILED TIME AND EXPENSE STATEMENTS FOR THE APPLICATION PERIOD

[See Attached]



2049 Century Park East, Suite 2900, Los Angeles, CA 90067 | Phone: (310) 556-1801 www.polsinelli.com

Official Committee of Unsecured Creditors for Astria Health
Justin D. Pitt, Chair
c/o Community Health Systems, Inc.
4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

Invoice Date: July 9, 2020
Invoice No: 1812825
Matter No: 103824-628101

*For Professional Services Through **June 30, 2020***

Client: Official Committee of Unsecured Creditors for Astria Health
Matter: Astria Health - Committee Representation

Total Current Fees	\$	12,380.00
Total Costs	\$	<u>91.20</u>
Total Current Invoice	\$	12,471.20
Previous Balance Due	\$	<u>16,631.28</u>
Due Upon Receipt	\$	<u>29,102.48</u>

*As of the above date, we are showing the above balances are open and unpaid.
This may not reflect other matters with alternative billing arrangements and does not reflect any unbilled fees and expenses.*

Questions regarding payments or accounts, please call
1 (877) 577-7455 or acctbilling@polsinelli.com.
For other inquiries, please contact **Randy B. Soref** at
(310) 556-1801 or rsoref@polsinelli.com.

Please make checks payable to
Polsinelli LLP
P.O. Box 878681
Kansas City, MO 64187-8681
Wire Instructions:
US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code – USBKUS44IMT
Please reference Invoice No. 1812825

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
06/01/20	Behnam, Tanya	Review docket updates (.2); multiple correspondence re same (.2)	0.40	\$144.00	B110
06/01/20	Pearson, Jane	Review BRG Third Interim Fee Application (.3); supervise filing and service of same (.3); forward filed Application and Notice to BRG (.1)	0.70	392.00	B160
06/01/20	Soref, Randy B.	Follow up re filing of third fee interim fee application and draft memo re objection deadline	0.20	112.00	B160
06/02/20	Pearson, Jane	Emails between Committee counsel and Gary Dyer regarding draft motion for administrative claims bar date	0.50	280.00	B110
06/02/20	Pearson, Jane	Review and edit Sills Cummis April fee application, and supervise filing of same (.8); email to Cary Rowan with application and notice (.2)	1.00	560.00	B160
06/02/20	Pearson, Jane	Email from Andrew Sherman to Committee regarding PPP litigation against SBA	0.20	112.00	B150
06/03/20	Pearson, Jane	Review and revise draft certificates of service for Polsinelli Third Interim Fee Application, BRG Third Interim Fee Application and Sills Cummis Third Interim Fee Application (.6); supervise filing same (.3)	0.90	504.00	B160
06/03/20	Pearson, Jane	Telephone conference with Sam Maizel, Andrew Sherman Boris Mankovetskiy and Geoff Miller regarding motion to set administrative claims bar date	0.40	224.00	B110
06/03/20	Pearson, Jane	Attend telephonic hearings on Debtors' second omnibus motion to reject executory contracts and unexpired leases, motion for order approving private sale of property, and preliminary injunction hearing in adversary proceeding against the SBA	3.00	1,680.00	B110
06/04/20	Pearson, Jane	Review and revise Certificate of Service for Sills Cummis April fee application (.3); supervise filing of same (.1)	0.40	224.00	B160
06/04/20	Pearson, Jane	Email from Geoff Miller to Gary Dyer regarding draft motion for administrative claims bar date (.2); email from Gary Dyer regarding same (.1)	0.30	168.00	B310



**Official Committee of Unsecured Creditors for Astria Health
Astria Health - Committee Representation**

**Invoice Date:
Invoice No.:
Matter No.:**

**July 9, 2020
1812825
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
06/05/20	Pearson, Jane	Review docket entries regarding Debtors' emergency motion regarding motion to set administrative claims bar date (.1); review Patient Care Ombudsman's Second Supplemental Report (.3)	0.40	224.00	B110
06/05/20	Behnam, Tanya	Correspondence re Astria May 2020 Monthly Fee Application	0.20	72.00	B160
06/05/20	Behnam, Tanya	Draft Monthly Fee Application and Notice re same for May 2020	0.80	288.00	B160
06/08/20	Behnam, Tanya	Further Correspondence re May Fee Application	0.20	72.00	B160
06/08/20	Behnam, Tanya	Draft monthly fee application for May 2020	0.70	252.00	B160
06/08/20	Behnam, Tanya	Correspondence re May Fee Application	0.20	72.00	B160
06/08/20	Soref, Randye B.	Review/revise notice and monthly fee application for May, 2020	0.20	112.00	B160
06/10/20	Pearson, Jane	Review Polsinelli draft fee application for May 2020	0.30	168.00	B160
06/11/20	Pearson, Jane	Review Stipulation Regarding Use of PPP Funds (.2); review Order Granting Preliminary Injunction, Denying Stay Pending Appeal, and Certifying Issues to the Ninth Circuit Court of Appeals (.5); review orders granting Debtors' motions approving private sales of property (9910 S. 10th Ave. and Unit 42, Yakima Professional Center, both in Yakima (.2); review notice of motion and expedited motion for bar date for certain prepetition claims (.3)	1.20	672.00	B110
06/15/20	Pearson, Jane	Review Apogee Medical Management's Reply in Support of Motion for Allowance of Administrative Expense Claim and Payment Thereof, supporting declaration of Karen Harwell and supporting declaration of Dr. Dennis Klein (.3); review Supplemental Briefing in Support of Ritz Objection to Debtors' Second Omnibus Motion to Reject Contracts and Leases and supporting declaration (.2)	0.50	280.00	B110
06/15/20	Pearson, Jane	Review Polsinelli May fee application for filing and email to assistant for edits to application and notice	0.30	168.00	B160
06/16/20	Pearson, Jane	Review Debtors' Seventh Status Conference Report (.3); review Debtors' Motion to Extend Time to File Plan and Disclosure Statement (.3)	0.60	336.00	B110



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
06/16/20	Pearson, Jane	Supervise filing and service of Polsinelli's monthly fee application for May (.9); respond to BRG regarding fees owed (1.0)	1.90	1,064.00	B160
06/17/20	Pearson, Jane	Review docket entries on today's hearings	0.30	168.00	B110
06/17/20	Pearson, Jane	Review draft Certificate of Service for Polsinelli May fee application, and supervise filing of same	0.30	168.00	B160
06/18/20	Pearson, Jane	Respond to inquiry from creditor Earl Architects, LLC regarding status of Debtors' plan	0.40	224.00	B150
06/18/20	Pearson, Jane	Telephone conference with Sills Cummis and BRG regarding plan matters	0.30	168.00	B320
06/19/20	Pearson, Jane	Email from Andrew Sherman regarding amounts owed Sills Cummis for professional fees (.1); calculate response dates for third interim fee applications for Polsinelli, Sills Cummis and BRG and email to Sills Cummis and BRG regarding same (.5)	0.60	336.00	B170
06/19/20	Pearson, Jane	Review Andrew Sherman's email to Committee regarding administrative expense claims bar date and plan update	0.30	168.00	B150
06/22/20	Pearson, Jane	Email from BRG regarding sale of medical condo (.3); email from BRG with update on Debtors' liquidity and April performance (.3)	0.60	336.00	B150
06/24/20	Pearson, Jane	Review docket for objections to Sills Cummis or Polsinelli fee application (.3); email to Greg Kopacz regarding submission of proposed order (.1); edit proposed orders to add docket numbers for filings (.5); check calculations on proposed orders (.3); supervise filing declarations of no objections, and uploading proposed orders (.5)	1.70	952.00	B160
06/25/20	Pearson, Jane	Review Patient Care Ombudsman's Application to Approve Employment of Sussman Shank, Application to Approve Employment of Crowe & Dunlevy, and supporting memoranda	0.50	280.00	B110



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
06/29/20	Pearson, Jane	Review Sills Cummis monthly fee application for May, make minor revisions, and supervise filing and service of same (.7); email to Cary Rowan with same (.1); email to Greg Kopeck with same (.1); review status of entry of orders on Third Interim Fee Applications for Polsinelli and Sills Cummis (.2); calculate and file declaration of no objection for BRG (.3); supervise uploading of proposed order for BRG (.2); email to Sills Cummis and BRG regarding same (.2)	1.80	1,008.00	B160
06/30/20	Pearson, Jane	Review Order Approving Stipulation Between the Debtors and Cardinal Health Permitting Set-Off of Credit and Limited Relief from Stay	0.10	56.00	B110
06/30/20	Pearson, Jane	Email from Andrew Sherman to Committee regarding Debtors' draft plan of reorganization	0.50	280.00	B150
06/30/20	Pearson, Jane	Email from Andrew Sherman with draft plan of reorganization from Debtors	0.10	56.00	B320

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	20.10	\$560.00	\$11,256.00
Soref, Randy B.	Shareholder	0.40	560.00	224.00
Behnam, Tanya	Associate	2.50	360.00	900.00
Total		23.00		\$12,380.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
	On-Line Searches	1.00	18.90
	Postage	2.00	72.30
Total Disbursements:			\$91.20



Official Committee of Unsecured Creditors for Astria Health
Astria Health - Committee Representation

Invoice Date:
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1812825
103824-628101

Outstanding Invoices

<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Fees</u>	<u>Costs</u>	<u>Payments</u>	<u>Total Balance</u>
03/06/20	1763246	13,438.00	208.62	8,318.62	5,328.00
06/04/20	1800749	11,120.00	183.28	0.00	11,303.28
Total Previous Balance					\$16,631.28



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Justin_Pitt@chs.net

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For other inquiries, please contact **Randy B. Soref** at
(310) 556-1801 or rsoref@polsinelli.com.

Please make checks payable to
Polsinelli LLP
P.O. Box 878681
Kansas City, MO 64187-8681
Wire Instructions:
US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code – USBKUS44IMT
Please reference Invoice No. 1812825