

POLSINELLI PC

HONORABLE WHITMAN HOLT

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 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

**FIFTH INTERIM AND FINAL FEE
 APPLICATION OF POLSINELLI PC AS
 COUNSEL TO THE OFFICIAL
 COMMITTEE OF UNSECURED
 CREDITORS FOR ALLOWANCE OF
 COMPENSATION RENDERED AND FOR
 REIMBURSEMENT OF ACTUAL AND
 NECESSARY EXPENSES INCURRED
 FOR THE FIFTH INTERIM PERIOD
 FROM SEPTEMBER 1, 2020, THROUGH
 AND INCLUDING JANUARY 15, 2021,
 AND FOR THE TOTAL COMPENSATION
 PERIOD FROM MAY 23, 2019,
 THROUGH AND INCLUDING JANUARY
 15, 2021**

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).

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SUMMARY COVER SHEET TO THE FIFTH INTERIM AND FINAL FEE APPLICATION OF POLSINELLI PC AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ALLOWANCE OF COMPENSATION RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED FOR THE FIFTH INTERIM PERIOD FROM SEPTEMBER 1, 2020 THROUGH AND INCLUDING JANUARY 15, 2021 AND FOR THE TOTAL COMPENSATION PERIOD FROM MAY 23, 2019 THROUGH AND INCLUDING JANUARY 15, 2021

Name of applicant:	Polsinelli PC	
Name of client:	The Official Committee of Unsecured Creditors of Astria Health, et al.	
Time period covered by this application: ("Fifth Interim Period")	Beginning of Period	End of Period
	September 1, 2020	January 15, 2021
("Total Compensation Period")	May 23, 2019	January 15, 2021
Total compensation sought for Fifth Interim Period:	\$72,099.00	
Total expenses sought for Fifth Interim Period:	\$547.90	
Petition Date:	May 6, 2019	
Retention Date:	May 23, 2019	
Date of order approving employment:	July 5, 2019 ²	
Total compensation approved by interim order to date:	\$259,626.50	
Total expenses approved by interim order to date:	\$4,512.98	
Total allowed compensation paid to date:	\$259,626.50	
Total allowed expenses paid to date:	\$4,512.98	
Blended rate for Fifth Interim Period for all attorneys:	\$558.04	
Blended rate for Fifth Interim Period for all timekeepers:	\$558.04	
Compensation sought in for the Fifth Interim Period already paid pursuant to a monthly compensation order but not yet allowed:	\$67,011.00	

² Polsinelli PC's employment was approved *nunc pro tunc* to May 23, 2019.

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Expenses sought for the Fifth Interim Period already paid pursuant to a monthly compensation order but not yet allowed:	\$547.90
Number of professionals included in the application for the Fifth Interim Period:	3
If applicable, number of professionals included in the application for the Fifth Interim Period not included in staffing plan approved by client:	N/A
If applicable, difference between fees budgeted and compensation sought for the Fifth Interim Fee Period:	N/A
Number of professionals billing fewer than 15 hours to the case during the Fifth Interim Fee Period:	1
Are any rates higher than those approved or disclosed at retention?	Yes
If yes, calculate and disclose the total compensation sought in the Fifth Interim Fee Period using the rates originally disclosed in the retention application.	\$66,889.00

Polsinelli PC (the “**Firm**”) hereby submits its Fifth Interim and Final Fee Application (the “**Final Application**”) for the (i) interim allowance of compensation for the professional services performed by the Firm for and on behalf of the Official Committee of Unsecured Creditors (the “**Committee**”) of Astria Health, et al. (the “**Debtors**”) and for reimbursement of actual and necessary expenses incurred by the Firm in the amount of \$72,646.90 for the interim period commencing September 1, 2020 through and including January 15, 2021 (the “**Fifth Interim Fee Period**”), and (ii) for final approval in the amount of \$336,786.38 for the total period covering May 23, 2019 through and including January 15, 2021 (the “**Total Compensation Period**”). In support of this

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1 Application, the Firm submits the declaration of Jane Pearson (the “**Pearson**
2 **Declaration**”), which is attached hereto as **Exhibit A** and incorporated by
3 reference. In further support of the Application, the Firm respectfully represents as
4 follows:

5 **JURISDICTION**

6 1. The United States Bankruptcy Court for the Eastern District of
7 Washington (the “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C.
8 §§ 157 and 1334. The Committee confirms consent, pursuant to Rule 7008 of the
9 Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), to the entry of
10 a final order by the Court in connection with this Final Application to the extent
11 that it is later determined that the Court, absent consent of the parties, cannot enter
12 final orders or judgments in connection herewith consistent with Article III of the
13 United States Constitution. Venue is proper pursuant to 28 U.S.C. §§ 1408 and
14 1409.

15 2. The statutory bases for the relief requested herein are sections 330 and
16 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Bankruptcy
17 Rule 2016, and Rule 2016-1 of the Bankruptcy Local Rules for the Eastern District
18 of Washington (the “**Local Rules**”), with recognition of the Guidelines for
19 Reviewing Applications for Compensation and Reimbursement of Expenses Filed
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1 Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of
2 November 1, 2013 (the “**U.S. Trustee Guidelines**”).

3 3. The Firm seeks Court authority to be paid from the Debtor’s estate for
4 any and all fees incurred and expenses advanced and recognizes that all such fees
5 and expenses are subject to Court order after notice and a hearing pursuant to 11
6 U.S.C. §§ 330 and 331.

7 **BACKGROUND**

8 4. On May 6, 2019 (the “**Petition Date**”), the Debtors filed voluntary
9 petitions for relief under chapter 11 of the Bankruptcy Code with the United States
10 Bankruptcy Court for the Eastern District of Washington (the “**Court**”),
11 commencing the above-captioned chapter 11 cases (the “**Cases**”).

12 5. The Debtors have continued in possession of their property and have
13 continued to operate and maintain their businesses as debtors in possession under
14 Bankruptcy Code §§ 1107(a) and 1108.

15 6. No trustee or examiner has been appointed in the Cases.

16 7. On May 23, 2019, the Office of the United States Trustee appointed
17 the Committee [Dkt. #135]. The Committee members include: (a)
18 CHS/Community Health Systems, Inc. (Chair); (b) LocumTenens.com, LLC; (c)
19 Community Health of Central Washington; (d) Medtronic USA, Inc.; (e) Morrison
20 Management Specialists, Inc.; (f) Apogee Physicians; and (g) Boston Scientific.

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1 8. The Committee held its first meeting on May 23, 2019, and at that
2 meeting, selected the Firm and Sills Cummis & Gross P.C. (“**Sills**”) as its proposed
3 co-counsel in the Cases.

4 9. On June 19, 2019, the Committee filed the *Application of Official*
5 *Committee of Unsecured Creditors for Order Approving Employment of Polsinelli*
6 *PC as Co-Counsel Nunc Pro Tunc To May 23, 2019* (the “**Employment**
7 **Application**”) [Dkt. # 295], seeking entry of an order authorizing the employment
8 and retention of the Firm to serve as counsel for the Committee.

9 10. On July 5, 2019, the Court entered the *Order Authorizing Retention*
10 *and Employment of Polsinelli PC Nunc Pro Tunc to May 23, 2019 as Co-Counsel*
11 *to the Official Committee of Unsecured Creditors* (the “**Retention Order**”) [Dkt. #
12 372], a copy of which is attached hereto as **Exhibit B.** The Retention Order
13 authorizes the Committee to retain and employ the Firm as its co-counsel in
14 accordance with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.
15 The Retention Order also authorizes compensation to the Firm for its services and
16 reimbursement to the Firm for any related expenses in accordance with the
17 Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

18 11. On November 11, 2020, Debtors filed the *Second Amended Joint*
19 *Chapter 11 Plan of Reorganization of Astria Health and its Debtor Affiliates*
20 [Docket No. 1986] (the “**Second Amended Plan**”) and the related disclosure

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1 statement [Docket No. 1987] (the “**Disclosure Statement**”).

2 12. On November 12, 2020, the Court entered the *Order Granting Joint*
3 *Motion for an Order Approving: (I) Proposed Disclosure Statement; (II)*
4 *Solicitation and Voting Procedures; (III) Notice Procedures; (IV) Notice and*
5 *Objection Procedures for Confirmation of a Joint Plan of Reorganization; and (IV)*
6 *Granting Related Relief* [Docket No. 1991].

7 13. On December 22, 2020, Debtors filed the *Modified Second Amended*
8 *Joint Chapter 11 Plan of Reorganization of Astria Health and its Debtor Affiliates*
9 [Docket No. 2196] (the “**Modified Second Amended Plan**,” together with the
10 Second Amended Plan, the “**Plan**”).

11 14. On December 18, 21, and 23, 2020, the Court conducted hearings to
12 consider confirmation of the Plan (the “**Confirmation Hearing**”).

13 15. Following the Confirmation Hearing, the Court entered the *Order*
14 *Confirming Modified Second Amended Joint Chapter 11 Plan of Reorganization of*
15 *Astria Health and its Debtor Affiliates* on December 23, 2020 [Docket No. 2217]
16 (the “**Plan Confirmation Order**”).

17 16. Pursuant to the *Notice of Occurrence of Effective Date of Modified*
18 *Second Amended Joint Chapter 11 Plan of Reorganization of Astria Health and its*
19 *Debtor Affiliates* [Docket No. 2264], the effective date of the Plan occurred and the
20 Plan was substantially consummated on January 15, 2021.

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1 17. See Exhibit O regarding cash on hand or on deposit, the amount and
2 nature of accrued unpaid administrative expenses, and the amount of unencumbered
3 funds in the estate. Exhibit O also describes key steps completed and key steps
4 remaining until the case can be closed.

5 **PRIOR AND CURRENT INTERIM APPLICATIONS**

6 18. On August 6, 2019, the Court entered its *Order On Debtor's Motion*
7 *Establishing Procedures For Monthly And Interim Payment Of Fees And Expense*
8 *Reimbursement* (“**Compensation Order**”) [Docket No. 453]. Pursuant to the
9 Compensation Order, the Debtors are authorized to make the payment requested in
10 a monthly fee application without a further hearing or order of this Court unless an
11 objection to the monthly fee application is filed with the Court and served upon the
12 counsel to the Committee, counsel to the secured creditors, and the U.S. Trustee
13 within fourteen (14) calendar days after the date of mailing of the Notice of the
14 monthly fee application. If such an objection is filed, the Debtors are authorized to
15 pay 80% of the uncontested fees and 100% of the uncontested expenses without
16 further order of the Court. If no objection is filed, the Debtors are authorized to pay
17 80% of all fees requested in the monthly fee application and 100% of the
18 uncontested expenses without further order of the Court.

19 19. On October 1, 2019, the Firm filed the *First Interim Fee Application of*
20 *Polsinelli PC as Counsel to the Official Committee of Unsecured Creditors for the*
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1 *Period from May 23, 2019 Through and Including August 31, 2019 (“First Interim*
2 **Fee Application”)** [Dkt. #650]. In the First Interim Fee Application, the Firm
3 sought allowance of interim compensation for services rendered of \$87,346.50 and
4 interim reimbursement of expenses of \$638.92 incurred during the first interim fee
5 period of May 23, 2019 through and including August 31, 2019 (**“First Interim**
6 **Fee Period”**). This total was comprised of 100% of the fees for services rendered
7 and 100% of the expenses incurred during the First Interim Fee Period.

8 20. On October 31, 2019, the Court entered the *Order Awarding*
9 *Compensation for Services Rendered and Reimbursement of Expenses Pursuant to*
10 *11 U.S.C. §330 or §331, and Approving the Payment of Bank Fees (“First Interim*
11 **Fee Application Order”)** [Dkt. #734]. The First Interim Fee Application Order
12 allowed compensation for services rendered of in the amount of \$87,346.50 and
13 reimbursement of expenses in the amount of \$638.92.

14 21. On November 14, 2019, the Firm received payment in the amount of
15 \$17,469.10 on the First Interim Fee Application. This total was comprised of the
16 20% holdback of the fees for services rendered during the First Interim Fee Period.

17 22. On January 27, 2020, the Firm filed the *Second Interim Fee*
18 *Application of Polsinelli PC as Counsel to the Official Committee of Unsecured*
19 *Creditors for the Period from September 1, 2019 Through and Including December*
20 *31, 2019 (“Second Interim Fee Application”)* [Dkt. #962]. In the Second Interim

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1 Fee Application, the Firm sought allowance of interim compensation for services
2 rendered of \$46,265.50 and interim reimbursement of expenses of \$1,492.56
3 incurred during the second interim fee period of September 1, 2019 through and
4 including December 31, 2019 (“**Second Interim Fee Period**”). This total was
5 comprised of 100% of the fees for services rendered and 100% of the expenses
6 incurred during the Second Interim Fee Period.

7 23. On March 5, 2020, the Court entered the *Order Awarding*
8 *Compensation for Services Rendered and Reimbursement of Expenses Pursuant to*
9 *11 U.S.C. §330 or §331, and Approving the Payment of Bank Fees* (“**Second**
10 **Interim Fee Application Order**”) [Dkt. #1084]. The Second Interim Fee
11 Application Order allowed compensation for services rendered of in the amount of
12 \$46,265.50 and reimbursement of expenses in the amount of \$1,492.56.

13 24. On March 18, 2020, the Firm received payment in the amount of
14 \$19,874.39 on the Second Interim Fee Application. This total was comprised of the
15 20% holdback of the fees³ for services rendered during the Second Interim Fee
16 Period.

17 25. On May 29, 2020, the Firm filed the *Third Interim Fee Application of*
18 *Polsinelli PC as Counsel to the Official Committee of Unsecured Creditors for the*
19 *Period from January 1, 2020 Through and Including April 30, 2020* (“**Third**

20 ³ This total was also comprised of the full amount of fees and costs for the month of December 2019.

1 **Interim Fee Application**") [Dkt. #1316]. In the Third Interim Fee Application, the
2 Firm sought allowance of interim compensation for services rendered of \$63,239.00
3 and interim reimbursement of expenses of \$1,055.32 incurred during the third
4 interim fee period of January 1, 2020 through and including April 30, 2020 ("**Third**
5 **Interim Fee Period**"). This total was comprised of 100% of the fees for services
6 rendered and 100% of the expenses incurred during the Third Interim Fee Period.

7 26. On June 24, 2020, the Court entered the *Order Awarding*
8 *Compensation for Services Rendered and Reimbursement of Expenses Pursuant to*
9 *11 U.S.C. §330 or §331, and Approving the Payment of Bank Fees* ("**Third**
10 **Interim Fee Application Order**") [Dkt. #1433]. The Third Interim Fee
11 Application Order allowed compensation for services rendered of in the amount of
12 \$63,239.00 and reimbursement of expenses in the amount of \$1,055.32.

13 27. On October 1, 2020, the Firm filed the *Fourth Interim Fee Application*
14 *of Polsinelli PC as Counsel to the Official Committee of Unsecured Creditors for*
15 *the Period from May 1, 2020 Through and Including August 31, 2020* ("**Fourth**
16 **Interim Fee Application**," together with the First Interim Fee Application, the
17 Second Interim Fee Application, and the Third Interim Fee Application, the
18 "**Interim Fee Applications**") [Dkt. #1859]. In the Fourth Interim Fee Application,
19 the Firm sought allowance of interim compensation for services rendered of
20 \$62,775.50 and interim reimbursement of expenses of \$1,326.18 incurred during

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1 the fourth interim fee period of May 1, 2020 through and including August 31,
2 2020 (“**Fourth Interim Fee Period**”). This total was comprised of 100% of the
3 fees for services rendered and 100% of the expenses incurred during the Fourth
4 Interim Fee Period.

5 28. On October 15, 2020, the Firm filed the *Monthly Fee Application of*
6 *Polsinelli PC for Allowance and Payment of Interim Compensation and*
7 *Reimbursement of Expenses for the Period [September 1 – September 30, 2020]*
8 (“**September Fee Application**”) [Dkt. #1914]. During this application period, the
9 Firm billed a total of \$9,416.40 in fees and expenses. In the September Fee
10 Application, the Firm sought allowance of interim compensation for services
11 rendered in the amount of \$11,748.60. This total was comprised of 80% of the fees
12 for services rendered and 100% of the expenses incurred during the application
13 period.

14 29. On October 27, 2020, the Court entered the *Order Awarding*
15 *Compensation for Services Rendered and Reimbursement of Expenses Pursuant to*
16 *11 U.S.C. §330 or §331, and Approving the Payment of Bank Fees* (“**Fourth**
17 **Interim Fee Application Order**,” together with the First Interim Fee Application
18 Order, the Second Interim Fee Application Order, and the Third Interim Fee
19 Application Order, the “**Interim Fee Application Orders**”)) [Dkt. #1952]. The
20 Fourth Interim Fee Application Order allowed compensation for services rendered

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1 of in the amount of \$62,775.50 and reimbursement of expenses in the amount of
2 \$1,326.18.

3 30. On November 25, 2020, the Firm filed the *Monthly Fee Application of*
4 *Polsinelli PC for Allowance and Payment of Interim Compensation and*
5 *Reimbursement of Expenses for the Period [October 1 – October 31, 2020]*
6 **(“October Fee Application”)** [Dkt. #2034]. During this application period, the
7 Firm billed a total of \$13,684.50 in fees and expenses. In the October Fee
8 Application, the Firm sought allowance of interim compensation for services
9 rendered in the amount of \$10,977.90. This total was comprised of 80% of the fees
10 for services rendered and 100% of the expenses incurred during the application
11 period.

12 31. On December 18, 2020, the Firm received the 20% holdback of the
13 fees for services rendered during the Fourth Interim Fee Period.

14 32. On January 1, 2021, the Firm received payment in the amount of
15 \$11,748.60 on the September Fee Application.

16 33. On January 11, 2021, the Firm filed the *Monthly Fee Application of*
17 *Polsinelli PC for Allowance and Payment of Interim Compensation and*
18 *Reimbursement of Expenses for the Period [November 1 – November 30, 2020]*
19 **(“November Fee Application”)** [Dkt. #2250]. During this application period, the
20 Firm billed a total of \$11,492.80 in fees and expenses. In the November Fee

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1 Application, the Firm sought allowance of interim compensation for services
2 rendered in the amount of \$9,206.80. This total was comprised of 80% of the fees
3 for services rendered and 100% of the expenses incurred during the application
4 period.

5 34. On January 11, 2021, the Firm filed the *Monthly Fee Application of*
6 *Polsinelli PC for Allowance and Payment of Interim Compensation and*
7 *Reimbursement of Expenses for the Period [December 1 – December 31, 2020]*
8 **(“December Fee Application”)** [Dkt. #2252]. During this application period, the
9 Firm billed a total of \$28,578.40 in fees and expenses. In the December Fee
10 Application, the Firm sought allowance of interim compensation for services
11 rendered in the amount of \$22,895.60. This total was comprised of 80% of the fees
12 for services rendered and 100% of the expenses incurred during the application
13 period.

14 35. On February 1, 2021, the Firm received payment in the amount of
15 \$13,684.50 on the October Fee Application.

16 36. On February 1, 2021, the Firm received payment in the amount of
17 \$11,492.80 on the November Fee Application.

18 37. On February 1, 2021, the Firm received payment in the amount of
19 \$24,738.20 on the December Fee Application.

20 38. For the period from January 1 – January 15, 2021, the Firm billed a

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total of \$7,142.60.

39. On February 1, 2021, the Firm received payment in the amount of \$5,730.40 for the period from January 1 – January 15, 2021.⁴

40. For the postpetition period, the Firm has billed as follows:

Application Period	Fees	Expenses	Total
Monthly Fee Application, June 2019	\$50,183.00	\$166.46	\$50,349.46
Monthly Fee Application, July 2019	\$15,460.50	\$400.00	\$15,860.50
Monthly Fee Application, August 2019	\$21,703.00	\$72.46	\$21,775.46
Monthly Fee Application, September 2019	\$14,049.50	\$226.95	\$14,276.45
Monthly Fee Application, October 2019	\$13,580.00	\$898.72	\$14,478.72
Monthly Fee Application, November 2019	\$9,692.00	\$338.59	\$10,030.59
Monthly Fee Application, December 2019	\$8,944.00	\$23.30	\$8,972.30
Monthly Fee Application, January 2020	\$36,497.00	\$584.06	\$37,081.06
Monthly Fee Application,	\$13,438.00	\$208.62	\$13,646.62

⁴ The Debtors have inadvertently already paid Polsinelli more than 80% of its fees for the months included in the Fifth Interim Fee Period. Should any of these amounts be disallowed, Polsinelli will repay them.

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February 2020			
Monthly Fee Application, March 2020	\$9,120.00	\$0.00	\$9,120.00
Monthly Fee Application, April 2020	\$4,184.00	\$262.64	\$4,446.64
Monthly Fee Application, May 2020	\$11,120.00	\$183.28	\$11,303.28
Monthly Fee Application, June 2020	\$12,380.00	\$91.20	\$12,471.20
Monthly Fee Application, July 2020	\$30,704.00	\$933.10	\$31,637.10
Monthly Fee Application, August 2020	\$8,571.50	\$118.60	\$8,690.10
Monthly Fee Application, September 2020	\$11,661.00	\$87.60	\$11,748.60
Monthly Fee Application, October 2020	\$13,533.00	\$151.50	\$13,684.50
Monthly Fee Application, November 2020	\$11,430.00	\$62.80	\$11,492.80
Monthly Fee Application, December 2020	\$28,414.00	\$164.40	\$28,578.40
January 1 – January 15, 2021	\$7,061.00	\$81.60	\$7,142.60
Total Billed By the Firm to Date	<u>\$331,725.50</u>	<u>\$5,060.88</u>	<u>\$336,786.38</u>

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

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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, January 2020	\$37,081.06	100% of fees and expenses
Monthly Fee Application, February 2020	\$13,646.62	100% of fees and 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
Monthly Fee Application, May 2020	\$11,303.28	100% of fees and expenses
Monthly Fee Application, June 2020	\$12,471.20	100% of fees and expenses
Monthly Fee Application, July 2020	\$31,637.10	100% of fees and expenses
Monthly Fee Application, August	\$8,690.10	100% of fees and expenses

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1	2020		
2	Monthly Fee Application, September 2020	\$11,748.60	100% of fees and expenses
3	Monthly Fee Application, October 2020	\$13,684.50	100% of fees and expenses
4	Monthly Fee Application, November 2020	\$11,492.80	100% of fees and expenses
5	Monthly Fee Application, December 2020	\$24,902.60	87% of fees and 100% of expenses
6	January 1 – January 15, 2021	\$5,730.40	79% of fees and 100% of expenses
7	Total Paid to the Firm to Date	<u>\$331,698.38</u>	

42. To date, the Firm is owed as follows:

12	Application Period	Amount	Description
13	Monthly Fee Application, December 2020	\$3,675.80	13% of fees
14	January 1 – January 15, 2021	\$1,412.20	11% of fees
15	Total Owed to the Firm to Date	<u>\$5,088.00</u>	

RELIEF REQUESTED

43. The Firm requests that the Court enter an order (the “**Order**”), substantially in the form attached hereto as **Exhibit P**: (a) approving the Interim Fee Applications and this Final Application; (b) awarding the Firm interim

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1 compensation for professional services provided during the Fifth Interim Fee Period
2 in the amount of \$72,099.00 and reimbursement of expenses in the amount of
3 \$547.90; (c) awarding the Firm final approval for professional services provided
4 during the Total Compensation Period in the amount of \$331,725.50 and
5 reimbursement of expenses in the amount of \$5,060.88; (d) authorizing and
6 directing the Debtor to remit payment to the Firm for any unpaid fees and expenses;
7 and (e) granting such other relief as is appropriate under the circumstances.

8 **SUMMARY OF POLSINELLI'S REQUESTED COMPENSATION AND**
9 **REIMBURSEMENT OF EXPENSES**

10 44. During the Fifth Interim Fee Period, the Firm expended a total of
11 129.20 hours of recorded time for services rendered during the Fifth Interim Fee
12 Period resulting in fees of \$72,099.00, which amounts to a blended rate of \$558.04.
13 The Firm respectfully submits that its fees incurred in this case during the Fifth
14 Interim Fee Period are reasonable.

15 45. During the Total Compensation Period, the Firm expended a total of
16 632.1 hours of recorded time for services rendered during the Total Compensation
17 Period resulting in fees of \$331,725.50, which amounts to a blended rate of
18 \$524.80. The Firm respectfully submits that its fees incurred in this case during the
19 Total Compensation Period are reasonable.

20 46. When recording its time during the Fifth Interim Fee Period, the Firm

21 POLSINELLI'S FIFTH
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1 placed all time entries for fees into various categories, consisting of: Case
2 Administration, Claims Administration & Objections, Employment/Fee
3 Applications, Meetings of and Communications with Creditors, and Plan &
4 Disclosure Statement. Inevitably, certain time entries do not fit neatly into any one
5 category while other time entries cross over into more than one category. The Firm
6 therefore, has done its best to place time entries into categories which accurately
7 reflect the work performed.

8 47. A summary of compensation requested by project category (“UST
9 **Form 11-330-D**”) for the Fifth Interim Fee Period is attached hereto as **Exhibit C.**

10 A summary of compensation requested by project category for the Total
11 Compensation Period is attached hereto as **Exhibit D.**

12 48. A summary of expense reimbursement requested by category for the
13 Fifth Interim Fee period is attached hereto as **Exhibit E.** These include the Firm’s
14 expenses incurred in mailing, hiring messenger services, transportation, and local
15 travel.

16 49. Pursuant to Local Rule 2016-1(b)(1)(B-C), an itemization of services
17 rendered and an itemization of expenses for the Total Compensation Period is
18 attached hereto as **Exhibit F.**

19 50. A summary of the timekeepers included in this Application (“UST
20 **Form 11-330-B**”) for the Fifth Interim Fee Period is attached hereto as **Exhibit G.**

21 POLSINELLI’S FIFTH
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1 A summary of the timekeepers for the Total Compensation Period is attached
2 hereto as **Exhibit H.**

3 51. Information about the Firm's customary and comparable compensation
4 ("UST Form 11-330-A") for the Fifth Interim Fee Period is attached hereto as
5 **Exhibit I.** Information about the Firm's customary and comparable compensation
6 for the Total Compensation Period is attached hereto as **Exhibit J.**

7 52. Pursuant to Local Rule 2016, Local Form 2016 ("LF 2016")
8 summarizing the Fifth Interim Fee Period is attached hereto as **Exhibit K.** LF 2016
9 summarizing the Total Compensation Period is attached hereto as **Exhibit L.**

10 53. As required by LF 2016, a *Statement of Money or Property Received*
11 *or Promised in Connection with this Case Other Than By Application or Plan,*
12 Local Form 2016(A) ("LF 2016A"), is attached hereto as **Exhibit M.**

13 54. As required by LF 2016, a *Summary Supporting Application for*
14 *Compensation for Services or Reimbursement of Expenses*, Local Form 2016(B)
15 ("LF 2016B"), is attached hereto as **Exhibit N.**

16 55. Pursuant to Local Rule 2016-1(b)(1)(A), a *Narrative Summary*, Local
17 Form 2016(C) ("LF 2016C"), is attached hereto as **Exhibit O.**

18 **POLSINELLI'S REQUESTED COMPENSATION AND**
19 **REIMBURSEMENT OF EXPENSES SHOULD BE ALLOWED**

20 56. Section 331 of the Bankruptcy Code provides for interim
21 compensation of professionals and reimbursement of their expenses and
POL SINELLI'S FIFTH
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1 incorporates the substantive standards of section 330 of the Bankruptcy Code to
2 govern the Court's award of such compensation and reimbursement of expenses.
3 Section 330 of the Bankruptcy Code provides that a court may award a professional
4 employed under section 327 of the Bankruptcy Code "reasonable compensation for
5 actual necessary services rendered...and reimbursement for actual, necessary
6 expenses." 11 U.S.C. §330(a)(1). Section 330 also sets forth the criteria for the
7 award of such compensation of fees and reimbursement of expenses:

8 In determining the amount of reasonable compensation to be awarded to an
9 examiner, trustee under chapter 11, or professional person, the court shall
10 consider the nature, the extent, and the value of such services, taking into
11 account all relevant factors, including—

- 12 1. the time spent on such services;
- 13 2. the rates charged for such services;
- 14 3. whether the services were necessary to the administration of, or
15 beneficial at the time at which the service was rendered toward
16 the completion of, a case under this title;
- 17 4. whether the services were performed within a reasonable
18 amount of time commensurate with the complexity, importance,
19 and nature of the problem, issue, or task addressed;
- 20 5. with respect to a professional person, whether the person is
21 board certified or otherwise has demonstrated skill and
experience in the bankruptcy field; and
6. whether the compensation is reasonable based on the customary
compensation charged by comparably skilled practitioners in
cases other than cases under this title.

11 U.S.C. §330(a)(3).

57. This Final Application substantiates the total amount that the Firm
seeks for fees and expenses in accordance with each element of the customary

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standards applied to fee applications for the Fifth Interim Fee Period and Total Compensation Period.

58. Prior to the enactment of the Bankruptcy Code, the rule with respect to compensation requests in the Ninth Circuit was that the Bankruptcy Court should award attorneys' fees in accordance with a "strict rule of economy test." *In re THC Financial Corp.*, 659 F.2d 951, 955 n.2 (9th Cir.1981), cert. denied, 456 U.S. 977 (1982). This is no longer the law. The legislative history to section 330 of the Bankruptcy Code indicates that Congress was primarily concerned with protecting the public interest in the smooth, efficient operation of the bankruptcy system by encouraging competent bankruptcy specialists to remain in the field. *First National Bank of Chicago v. Committee of Creditors Holding Unsecured Claims (In re Powerline Oil Co.)*, 71 B.R. 767, 770 (9th Cir.B.A.P.1986); *In re Baldwin-United Corp.*, 79 B.R. 321, 346 (Bankr.S.D. Ohio 1987). Toward this end, Congress specifically disavowed notions of economy of administration and provided that compensation in bankruptcy cases should be comparable to what is charged in nonbankruptcy matters. *Id.* at 346.

59. "A customary review of a fee application under § 330 starts with a determination of the 'lodestar,' by multiplying a reasonable number of hours expended by a reasonable hourly rate. *In re Eliapo*, 298 B.R. 392, 398 (B.A.P. 9th Cir. 2003), *aff'd in part, rev'd in part and remanded*, 468 F.3d 592 (9th Cir. 2006),

1 *citing Unsecured Creditors' Comm. v. Puget Sound Plywood, Inc.*, 924 F.2d 955,
2 960 (9th Cir.1991). “The lodestar formula is a means of putting a market rate on
3 particular legal services rendered in a case.” *Id.*, *citing Hensley v. Eckerhart*, 461
4 U.S. 424, 433 (1983). “Although the lodestar method presents the ‘primary’ and
5 ‘customary’ approach, it is not the exclusive method for calculating reasonable fees
6 under § 330, and § 330 does not mandate its use.” *Id.*

7 60. Under the lodestar approach, the Court is to determine the number of
8 hours reasonably expended in an attorney’s representation of a debtor and multiply
9 such number by a reasonable hourly rate for the services performed. See *Delaware*
10 *Valley Citizens’ Council for Clear Air*, 478 U.S. at 565; *In re Powerline Oil Co.*, 71
11 B.R. at 770. A reasonable hourly rate is presumptively the rate the marketplace
12 pays for the services rendered. *Missouri v. Jenkins by Agyei*, 491 U.S. 274, 109
13 S.Ct. 2463, 2469 (1989); *Burgess v. Klenske (In re Manoa Finance Co., Inc.)*, 853
14 F.2d 687, 691 (9th Cir.1988). Recognizing that the determination of an appropriate
15 “market rate” for the services of a lawyer is inherently difficult, the Supreme Court
16 stated:

17 Market prices of commodities and most services are determined by
18 supply and demand. In this traditional sense there is no such thing as a
19 prevailing market rate for the service of lawyers in a particular
20 community. The type of services rendered by lawyers, as well as its
experience, skill, and reputation, varies extensively -- even within a
law firm. Accordingly, the hourly rates of lawyers in private practice
also vary widely. The fees charged often are based on the product of

21 POLSINELLI’S FIFTH
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1 hours devoted to the representation multiplied by the lawyer's
2 customary rate.

3 *Blum v. Stenson*, 465 U.S. 886, 895 n.11 (1984).

4 61. The Supreme Court has stated that a reasonable attorney's fee "means
5 a fee that would have been deemed reasonable if billed to affluent plaintiffs by its
6 own attorneys." *Missouri v. Jenkins by Agyei*, 109 S.Ct. at 2470 (quoting *City of*
7 *Riverside v. Rivera*, 477 U.S. 561, 591 (1986) (Rehnquist, J. dissenting)).
8 Accordingly, a reasonable hourly rate is the hourly amount to which attorneys in
9 the area with comparable skill, experience and reputation typically would be
10 entitled as compensation. *Blum v. Stenson*, 465 U.S. at 895 n.11.

11 62. The Firm respectfully submits that the services for which it seeks
12 compensation in this Final Application were, at the time rendered, necessary for
13 and beneficial to the Committee and the creditors of the estate, and were rendered
14 to protect and preserve the Debtors' estates. The Firm further believes that it
15 performed the services for the Committee economically, effectively, and efficiently,
16 and that the results obtained benefited not only the Committee, but also the
17 Debtors' estates and the Debtors' constituents. The Firm further submits that the
18 compensation requested herein is reasonable in light of the nature, extent, and value
19 of such services to the Committee and all parties in interest.

20 63. The Firm believes that the expenses for which it seeks reimbursement
21 in this Final Application were reasonable, actual, and necessary, and are of the kind
POL SINELLI'S FIFTH
INTERIM AND FINAL FEE
APPLICATION - 25

1 customarily billed to non-bankruptcy clients.

2 64. The Firm is an Am Law 100 firm with 900 attorneys in 21 offices
3 nationwide. The Firm's Bankruptcy and Financial Restructuring practice group is
4 comprised of attorneys who specialize in matters of insolvency, reorganization and
5 bankruptcy law and are well qualified to represent the Committee.

6 65. The Firm respectfully submits that the hourly rates for its attorneys and
7 paraprofessionals are reasonable and appropriate in the relevant community and in
8 view of the circumstances of the Debtor's bankruptcy case. The Firm respectfully
9 submits that its hourly rates for its attorneys and paraprofessionals are comparable
10 to those charged by similarly experienced and skilled professionals, with
11 bankruptcy and non-bankruptcy practices, in the Eastern District of Washington.
12 The Firm's hourly rates have been approved in numerous similar Chapter 11 cases.
13 Compensation for the foregoing services is commensurate with the complexity,
14 importance and nature of the problems, issues or tasks involved. The Firm
15 respectfully submits that the foregoing establishes that the Firm's fees and expenses
16 are reasonable.

17 66. All of the services performed by the Firm were rendered by the Firm's
18 Bankruptcy and Financial Restructuring practice group. The Firm has a prominent
19 practice in this area and enjoys a national reputation for its expertise in financial
20 reorganizations and restructurings. The attorneys at the Firm have represented

21 POLSINELLI'S FIFTH
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1 either the debtor or the creditor's committee in many chapter 11 cases. Overall, the
2 Firm brings a particularly high level of skill and knowledge which has inured to the
3 benefit of the Committee and all stakeholders.

4 67. Ultimately, the Committee's efforts during the Fifth Interim Fee
5 Period and the Total Compensation Period resulted in significant assistance in the
6 advancement of Debtors' plan confirmation and confirmation of the Debtor's
7 Chapter 11 Plan.

8 68. The substantial efforts and achievements of the Committee occurring
9 over the Fifth Interim Fee Period and Total Compensation Period required
10 significant resources of the Firm for the benefit of the unsecured creditors. The
11 Firm represented the Committee as local counsel in all matters, including
12 reviewing, signing, filing and serving all pleadings, motions and other papers filed
13 on the Committee's behalf; conferred with co-counsel regarding local practice;
14 participated meaningfully in the case by attending hearings, analyzing filings in the
15 case, attending Committee meetings, responding to inquiries from creditors,
16 communicating with Debtors' local counsel, and conferring with co-counsel and the
17 Committee's financial advisor regarding administration of the cases and plan
18 matters.

19 69. Accordingly, the Firm respectfully submits that its services during the
20 Fifth Interim Fee Period and Total Compensation Period warrant approval of the

21 POLSINELLI'S FIFTH
INTERIM AND FINAL FEE
APPLICATION - 27



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1 requested fees and expenses on an interim and final basis.

2 70. The Firm reserves the right to request additional compensation for the
3 Fifth Interim Fee Period to the extent that it is later determined that time or
4 disbursement charges for services rendered or disbursements incurred during such
5 time period have not yet been submitted.

6 71. The Firm has not received a retainer in these Chapter 11 Cases.

7 72. No agreement or understanding exists between the Firm and any other
8 entity for sharing of any compensation or reimbursement in this case.

9 73. No previous application for the relief sought herein has been made to
10 this or any other court.

11 **WHEREFORE**, the Firm respectfully requests that the Court enter an order:

12 (i) approving the Interim Fee Applications and this Final Application;

13 (ii) approving, on a final basis, \$331,725.50 in fees and \$5,060.88 in
14 expenses sought by the Firm and approved by the Court on an interim basis pursuant
15 to the Interim Fee Application and Interim Fee Application Orders;

16 (iii) approving, on a final basis, \$72,099.00 in fees and \$547.90 in expenses,
17 for total fees and expenses in the amount of \$72,646.90, incurred by the Firm during
18 the Fifth Interim Fee Period;

19 (iv) authorizing payment from the Debtor to the Firm of all unpaid amounts
20 requested in this Final Application for the Total Compensation Period; and

21 POLSINELLI'S FIFTH
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1 (v) granting such other and further relief as the Court deems just and proper.

2

3 Dated: February 26, 2021

POLSINELLI PC

4

By /s/ Jane Pearson

5

Jane Pearson, WSBA #12785

6

1000 Second Avenue, Suite 3500

7

Seattle, WA 98104

8

Telephone: (206) 393-5415

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Email: jane.pearson@polsinelli.com

10

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

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POLSINELLI'S FIFTH
INTERIM AND FINAL FEE
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Exhibit A



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POLSINELLI PC

HONORABLE WHITMAN 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**

Chapter 11

IN RE:

Lead Case No. 19-01189-11
Jointly Administered

ASTRIA HEALTH, et al.

Debtors.¹

**DECLARATION OF JANE PEARSON IN
SUPPORT OF THE FIFTH INTERIM AND
FINAL FEE APPLICATION OF
POLSINELLI PC AS COUNSEL TO THE
OFFICIAL COMMITTEE OF
UNSECURED CREDITORS FOR
ALLOWANCE OF COMPENSATION
RENDERED AND FOR
REIMBURSEMENT OF ACTUAL AND
NECESSARY EXPENSES INCURRED
FOR THE FIFTH INTERIM PERIOD**

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).

DECLARATION OF JANE PEARSON - 1
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1 FROM SEPTEMBER 1, 2020 THROUGH
2 AND INCLUDING JANUARY 15, 2021
3 AND FOR THE TOTAL COMPENSATION
4 PERIOD FROM MAY 23, 2019 THROUGH
5 AND INCLUDING JANUARY 15, 2021

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

8 Jane Pearson, a shareholder of Polsinelli PC, makes this declaration under 28
9 U.S.C. § 1746 and states:

10 1. I am a shareholder at Polsinelli PC (“**Polsinelli**”),² which maintains
11 offices for the practice of law at 1000 Second Ave., Suite 3500, Seattle, WA 98104,
12 among 21 other locations. I am an attorney at law, duly admitted and in good
13 standing to practice in the State of Washington, the State of Texas [currently
14 inactive], the United States Court of Appeals for the Ninth Circuit, the United
15 States District Court for the Eastern and Western Districts of Washington, and the
16 United States District Court for the District of Colorado. There are no disciplinary
17 proceedings pending against me.

18 2. I have reviewed the *Fifth Interim And Final Fee Application Of*
19 *Polsinelli Pc As Counsel To The Official Committee Of Unsecured Creditors For*
20 *Allowance Of Compensation Rendered And For Reimbursement Of Actual And*
21 *Necessary Expenses Incurred For The Fifth Interim Period From September 1,*
2020 Through And Including January 15, 2021 And For The Total Compensation

² Polsinelli is organized as an LLP in the state of California.

1 *Period From May 23, 2019 Through And Including January 15, 2021* of the Firm
2 (the “**Final Application**”), co-counsel for the Official Committee of Unsecured
3 Creditors (“**Committee**”) of Astria Health, et al. (“**Debtors**”), for the Fifth Interim
4 Period from May 23, 2019 through and including January 15, 2021 (“**Fifth Interim**
5 **Period**”) and for the Total Compensation Period From September 1, 2020 through
6 and including January 15, 2021 (“**Total Compensation Period**”). To the best of
7 my knowledge, information, and belief, the statements contained in the Fee
8 Application are true and correct. In addition, I believe that the Final Application
9 complies with Bankruptcy Local Rule 2016-1 and the U.S. Trustee Guidelines.

10 3. In connection therewith, I hereby certify that:

- 11 a) to the best of my knowledge, information, and belief, formed after
12 reasonable inquiry, the fees and disbursements sought in the Final
13 Application are permissible under the relevant rules, court orders, and
14 Bankruptcy Code provisions, except as specifically set forth herein;
15 b) except to the extent disclosed in the Final Application, the fees and
16 disbursements sought in the Final Application are billed at rates
17 customarily employed by the Firm and generally accepted by the
18 Firm’s clients;
19 c) in providing a reimbursable expense, the Firm does not make a profit
20 on that expense, whether the service is performed by the Firm in-house
21 or through a third party;
d) in accordance with Bankruptcy Rule 2016 of the Federal Rules of
Bankruptcy Procedure and 11 U.S.C. § 504, no agreement or
understanding exists between the Firm and any other person for the
sharing of compensation to be received in connection with the above
case except as authorized pursuant to the Bankruptcy Code,
Bankruptcy Rules, and Bankruptcy Local Rules; and

1 e) all services for which compensation is sought were professional
2 services on behalf of the Committee and not on behalf of any other
3 person.

4 4. The Firm responds to the following questions in the Department of
5 Justice *Appendix B Guidelines for Reviewing Applications for Compensation and*
6 *Reimbursement of Expenses Filed Under United States Code by Attorneys in*
7 *Larger Chapter 11 Cases* in compliance with section C(5) as follows:

8 a) **Question:** Did you agree to any variations from, or alternatives to,
9 your standard or customary billing rates, fees or terms for services
10 pertaining to this engagement that were provided during the
11 application period? If so, please explain.

12 **Response:** No.

13 b) **Question:** If the fees sought in this fee application as compared to the
14 fees budgeted for the time period covered by this fee application are
15 higher by 10% or more, did you discuss the reasons for the variation
16 with the client?

17 **Response:** N/A

18 c) **Question:** Have any of the professionals included in this fee
19 application varied their hourly rate based on the geographic location of
20 the bankruptcy case?

21 **Response:** The Firm maintains rates based upon geographic location.
For this engagement, the Firm billed at the lowest rate for each
professional.

d) **Question:** Does the fee application include time or fees related to
reviewing or revising time records or preparing, reviewing, or revising
invoices? (This is limited to work involved in preparing and editing
billing records that would not be compensable outside of bankruptcy
and does not include reasonable fees for preparing a fee application.).
If so, please quantify by hours and fees.

Response: No.

1 e) **Question:** Does this fee application include time or fees for reviewing
2 time records to redact any privileged or other confidential information?
If so, please quantify by hours and fees.

3 **Response:** No.

4 f) If the fee application includes any rate increases since retention:

5 i. **Question:** Did your client review and approve those rate
6 increases in advance?

7 **Response:** N/A. Any rate increases by Polsinelli timekeepers
8 during the Total Compensation Period are characterized as “step
increases” historically awarded by Polsinelli in the ordinary
course to attorneys throughout the firm due to advancing
seniority and promotion. Per the U.S. Guidelines, such step
increases are excluded from analysis in this Fee Application.

9 ii. **Question:** Did your client agree when retaining the law firm to
10 accept all future rate increases? If not, did you inform your
client that they need not agree to modified rates or terms in
order to have you continue the representation, consistent with
ABA Formal Ethics Opinion 11-458?

11 **Response:** N/A

12 I certify under penalty of perjury under the laws of the United States that, to
13 the best of my knowledge and after reasonable inquiry, the foregoing is true and
14 correct.
15

16
17 Dated: February 26, 2021

/s/ Jane Pearson

Jane Pearson

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Exhibit B



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So Ordered.
Dated: July 5th, 2019



Frank L. Kurtz
Frank L. Kurtz
Bankruptcy Judge

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

In re

ASTRIA HEALTH, et al.,

Debtors.¹

Lead Case No. 19-01189-11

Jointly Administered

**ORDER AUTHORIZING
RETENTION AND EMPLOYMENT
OF POLSINELLI PC *NUNC PRO
TUNC* TO MAY 23, 2019 AS CO-
COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED
CREDITORS**

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), 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).

ORDER-1

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1 Upon the application of the Official Committee of Unsecured Creditors (the
2 “**Committee**”) appointed in the chapter 11 cases of Astria Health and its debtor
3 affiliates, the debtors in possession (the “**Debtors**”), for an order, pursuant to §§
4 328 and 1103 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule
5 2014 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and
6 Rule 2014-1 of the Local Rules of the United States Bankruptcy Court for the
7 Eastern District of Washington (the “**Local Rules**”), authorizing the Committee to
8 employ and retain Polsinelli PC (“**Polsinelli**”) as co-counsel to the Committee in
9 the Cases², *nunc pro tunc* to May 23, 2019 and the Application Supplement
10 (collectively, the “**Application**”); and upon the supporting declarations of Jane
11 Pearson and Justin Pitt (collectively, the “**Declarations**”); and the Court having
12 reviewed the Application, its supporting materials, and any responses thereto; and
13 the Court having found and concluded that (i) it has jurisdiction over this matter
14 pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this matter is a core proceeding
15 pursuant to 28 U.S.C. § 157(b)(2), (iii) venue is proper in this District pursuant to
16 28 U.S.C. §§ 1408 and 1409, (iv) notice of the Application was sufficient under the
17 circumstances and no further notice is necessary, and (v) the legal and factual
18 bases set forth in the Application and the Declarations establish just cause for the
19 relief granted in this Order; and this Court having determined that (a) granting the
20 relief requested in the Application as set forth in this Order is in the best interests
21 of the Committee and the bankruptcy estates, (b) Polsinelli does not represent any
22 entity having an adverse interest in connection with these cases, as required by 11

23
24
25 ² All capitalized terms not defined in this Order shall have the meanings ascribed to them in the Application.

26 ORDER-2



1 U.S.C. § 1103(b), and it and its Members, Of Counsels, and Associates do not
2 represent or hold any interest adverse to the Committee or the bankruptcy estates
3 and are disinterested under 11 U.S.C. § 101(14), and (c) the Application and its
4 supporting materials are in compliance with the applicable provisions of the
5 Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; and after due
6 deliberation; and sufficient cause appearing therefore;

7 **IT IS HEREBY ORDERED AS FOLLOWS**

8 1. The Application is granted.

9 2. The Committee is authorized to retain and employ Polsinelli as its co-
10 counsel pursuant to 11 U.S.C. § 1103, Bankruptcy Rule 2014, and Local Rule
11 2014-1 *nunc pro tunc* to May 23, 2019 on the terms set forth in the Application and
12 the Pearson Declaration.

13 3. Polsinelli shall be compensated for its services and reimbursed for any
14 related expenses in accordance with 11 U.S.C. §§ 330 and 331, the applicable
15 provisions of the Bankruptcy Rules and the Local Rules, and any Orders of this
16 Court.

17 4. The terms and conditions of this Order shall be effective and
18 enforceable immediately upon its entry.

19 5. The Court shall retain jurisdiction with respect to all matters arising
20 from or related to the implementation of this Order.

21 *///End of Order///*

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25 ORDER-3

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**POLSINELLI**
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1 Presented by:

2 SILLS CUMMIS & GROSS P.C.

3 /s/Andrew H. Sherman

4 Andrew H. Sherman
5 Boris Mankovetskiy
6 One Riverfront Plaza
7 Newark, NJ 07102
8 Telephone: (973) 643-6982
9 E-mail: asherman@sillscummis.com
bmankovetskiy@sillscummis.com

10 POLSINELLI PC

11 /s/Jane Pearson

12 Jane Pearson, WSBA #12785
13 1000 Second Avenue, Suite 3500
14 Seattle, WA 98104
Telephone: (206) 393-5415
E-mail: jane.pearson@polsinelli.com

15 *Proposed Co-Counsel for the Official*
16 *Committee of Unsecured Creditors*

25 ORDER-4



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Exhibit C



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Summary of Compensation Requested by Project Category for the Fifth Interim Fee Period			
Task Code	Project Category	Hours Billed	Fees Sought
B110	Case Administration	24.1	\$14,210.00
B150	Meetings of and Communications with Creditors	13.1	\$7,729.00
B160	Employment/Fee Applications	45.7	\$22,846.00
B310	Claims Administration & Objections	7.2	\$4,248.00
B320	Plan & Disclosure Statement	39.1	\$23,066.00

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Exhibit D



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Summary of Compensation Requested by Project Category for the Total Compensation Period			
Task Code	Project Category	Hours Billed	Fees Sought
B110	Case Administration	148.10	\$82,342.50
B130	Asset Disposition	8.80	\$4,923.00
B140	Relief from Stay/Adequate Protection Proceedings	0.40	\$220.00
B150	Creditor Committee Meetings	58.90	\$33,215.00
B160	Employment/Fee Applications	262.20	\$127,771.00
B170	Fee/Employment Objections	1.80	\$999.00
B180	Avoidance Action Analysis	0.40	\$224.00
B185	Assumption/Rejection of Leases and Contracts	2.20	\$1,210.00
B190	Other Contested Matters	22.80	\$11,468.00
B230	Financing/Cash Collections	23.90	\$13,206.00
B310	Claims Administration & Objections	7.80	\$4,584.00
B320	Plan & Disclosure Statement	89.20	\$48,702.00
B410	General Bankruptcy Advice/Opinions	5.60	\$2,861.00

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Exhibit E



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Summary of Expense Reimbursement Requested by Category for Fifth Interim Fee Period	
Category	Amount
Copies	-
Outside Printing	-
Telephone	-
Facsimile	-
Online Research	\$210.10
Delivery Services/Couriers	-
Postage	\$337.80
Local Travel	-
Out of Town Travel:	
<i>Transportation</i>	-
<i>Hotel</i>	-
<i>Meals</i>	-
<i>Ground Transportation</i>	-
<i>Other</i>	-
<i>Meals (local)</i>	-
Court Fees	-
Subpoena Fees	-
Witness Fees	-
Deposition Transcripts	-
Trial Transcripts	-
Trial Exhibits	-
Litigation Support Vendors	-
Experts	-
Investigators	-
Arbitrators/Mediators	-
Other (CourtCall Charges)	-
<u>Total</u>	<u>\$547.90</u>



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Exhibit F



76506428.1



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This invoice reflects services performed and expenses incurred on your behalf. Your prompt attention is appreciated. Please contact us immediately to discuss any questions you may have. Thank you for this opportunity to serve you.

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

July 29, 2019
Invoice No: 1680762
File No: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$50,183.00
Current Disbursements	<u>166.46</u>
Total Current Invoice - Due Upon Receipt	\$50,349.46

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.

Due Upon Receipt

Late Payment Charge: 1% per month may be charged on outstanding balances
Polsinelli PC, Polsinelli LLP in California

Professional Services

Date	Timekeeper	Description	Hours	Amount	Task Code
5/23/19	R.B. Soref	Correspondence re selection as committee local counsel (multiple) and next steps.	0.30	\$165.00	B110
5/23/19	R.B. Soref	Correspondence re employment application.	0.20	110.00	B160
5/24/19	J. Pearson	Review, revise pro hac vice applications and related documents, and confer with Sills Cummis regarding same.	1.20	660.00	B110
5/24/19	J. Pearson	Emails from Committee members re Committee formation.	0.30	165.00	B150
5/24/19	J. Pearson	Review proposed Committee bylaws.	0.50	275.00	B110
5/24/19	J. Pearson	Work on organizational matters re Committee formation.	1.40	770.00	B110
5/24/19	R.B. Soref	Emails with Sills Cummis re Pro Hac Vice applications.	0.10	55.00	B110
5/28/19	J. Pearson	Revisions to Pro Hac Vice applications and confer with co-counsel regarding same.	0.50	275.00	B110
5/28/19	J. Pearson	Confer with co-counsel regarding tomorrow's telephonic status conference.	0.50	275.00	B230
5/28/19	J. Pearson	Review email to Committee regarding tomorrow's meeting.	0.30	165.00	B150
5/28/19	J. Pearson	Internal emails regarding retention matters.	1.00	550.00	B160
5/28/19	C. Wang	Begin drafting Polsinelli retention application (1.4); call with R. Soref regarding same (.1).	1.50	510.00	B160



Invoice Detail

For Professional Services Through 6/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 3

July 29, 2019

Invoice No: 1680762

5/28/19	R.B. Soref	Follow up re disclosures and correspondence re Polsinelli employment application.	0.50	275.00	B160
5/29/19	J. Pearson	Attend Committee interviews with financial advisors.	1.30	715.00	B150
5/29/19	J. Pearson	Telephonic appearance at hearing on Debtors' motion to impose automatic stay.	0.70	385.00	B190
5/29/19	J. Pearson	Confer with courtroom deputy regarding objection deadlines for DIP financing and Cash Collateral motions.	0.40	220.00	B230
5/29/19	J. Pearson	Finalize pro hac vice applications and notices of appearance.	0.40	220.00	B110
5/29/19	J. Pearson	Review order on motion to impose automatic stay, and forward to co-counsel.	0.40	220.00	B190
5/29/19	J. Pearson	Emails with Andrew Sherman regarding objection to Debtors' motion to seal filing regarding insider compensation (.3); emails with Debtors' counsel regarding same (.6); voicemail to chambers that Committee intends to file an objection to the motion (.1).	1.00	550.00	B190
5/29/19	J. Pearson	Emails with Boris Mankovetskiy regarding applications, deadlines and hearing dates re insider compensation (.6); confer with Thomas Buford regarding same (.3).	0.90	495.00	B160
5/29/19	C. Wang	Call with Sills Cummis regarding Committee retention applications (.1); messages regarding same (.1).	0.20	68.00	B160
5/30/19	J. Pearson	Confer with Gregory Kopacz regarding section 1102 motion.	0.30	165.00	B110
5/30/19	J. Pearson	Review of bankruptcy case claims docket re claims filed to date.	0.50	275.00	B110



Invoice Detail

For Professional Services Through 6/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 4

July 29, 2019

Invoice No: 1680762

5/30/19	J. Pearson	Work on Polsinelli retention matters.	1.20	660.00	B160
5/30/19	C. Wang	Continue drafting Polsinelli retention application and supporting documents (1.2); call with J. Pearson regarding same (.1); call with L. Hammonds regarding same (.1).	1.40	476.00	B160
5/31/19	J. Pearson	Continue work on Polsinelli retention application.	1.80	990.00	B160
5/31/19	J. Pearson	Review Trustee's motion for approval of scheduling order.	0.10	55.00	B110
5/31/19	J. Pearson	Review OXARC's motion for assumption of executory contract (.3); review Inland Northwest Health Services' motion to assume executory contract (.3).	0.60	330.00	B190
5/31/19	C. Wang	Continue drafting Polsinelli retention application and supporting documents (3.7); emails regarding same (0.2); review and analysis of conflicts report for same (.8).	4.70	1,598.00	B160
5/31/19	R.B. Soref	Correspondence with C. Wang re disclosures for Polsinelli employment application.	0.10	55.00	B160
6/3/19	J. Pearson	Review/revise Polsinelli retention application.	1.60	880.00	B160
6/3/19	J. Pearson	Review of proofs of claim filed.	0.60	330.00	B110
6/3/19	J. Pearson	Telephone conference with court clerk regarding upcoming status conference and hearings (.3); confer with co-counsel regarding same (.3).	0.60	330.00	B230
6/3/19	R.B. Soref	Review master mailing matrix and conflict search breakdown provided by debtor's counsel in preparation of employment application.	0.20	110.00	B160
6/4/19	J. Pearson	Emails with US Trustee's office regarding DIP Motion (.2); attend telephonic status conference on final hearing on use of cash collateral and DIP lending (.5).	0.70	385.00	B230



Invoice Detail

For Professional Services Through 6/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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July 29, 2019

Invoice No: 1680762

6/4/19	J. Pearson	Emails regarding Committee matters.	0.40	220.00	B110
6/4/19	J. Pearson	Further review and revision of Polsinelli retention application.	1.00	550.00	B160
6/4/19	J. Pearson	Brief review of info on proofs of claim filed (.3); review the following recent filings: Debtors' List of Witnesses and Exhibits for hearing on DIP financing motion (.2), UMB Bank's List of Witnesses and Exhibits for hearing on DIP financing motion (.2), Order Approving Agreed Scheduling Order (.1), Dentons' retention application and supporting declaration (.3), Motion for Notice regarding filing deadlines and hearing schedule for DIP financing motion (.1), Pro Hac Vice Orders for Boris Mankovetskiy and Andrew Sherman (.1), and further review of Debtors' DIP financing motion (.2).	1.50	825.00	B110
6/5/19	J. Pearson	Review analysis from BRG.	0.30	165.00	B110
6/5/19	J. Pearson	Attend telephonic Committee meeting.	0.60	330.00	B150
6/5/19	J. Pearson	Email from US Trustee's office regarding scheduling order deadline relating to Debtor's retention of special counsel.	0.10	55.00	B110
6/5/19	J. Pearson	Confer with Sills Cummis regarding objection to DIP financing motion.	0.20	110.00	B230
6/5/19	R.B. Soref	Correspondence re objection to DIP financing motion (multiple).	0.20	110.00	B230
6/6/19	J. Pearson	Revise Polsinelli retention application.	0.80	440.00	B160
6/6/19	J. Pearson	Emails regarding Committee matters.	0.50	275.00	B110
6/6/19	J. Pearson	Review draft objections to DIP Motion and provide comments.	0.50	275.00	B230
6/7/19	J. Pearson	Committee emails regarding draft responses to DIP financing.	0.30	165.00	B150

6/7/19	J. Pearson	Emails regarding draft stipulation resolving motion to seal.	0.20	110.00	B190
6/7/19	J. Pearson	Review draft responses to DIP financing and motion to file under seal (1.0); finalize responses (.4).	1.40	770.00	B230
6/10/19	J. Pearson	Review and execute Confidentiality Agreement.	0.40	220.00	B110
6/10/19	J. Pearson	Review 6/7 filings and submit corrections (.5); confer with Sills Cummis regarding same (.3); confer with David Guess regarding same (.1).	0.90	495.00	B230
6/10/19	J. Pearson	Brief review of entries regarding proofs of claim filed (.3); review order regarding ombudsman (.1).	0.40	220.00	B110
6/10/19	J. Pearson	Review draft reply to Lapis DIP objection.	0.30	165.00	B230
6/11/19	J. Pearson	Review draft reply brief to Lapis objection to DIP financing and email to Sills Cummis regarding same (.7); participate in telephonic status conference regarding final hearing on DIP motion (.8); revise and finalize Committee's reply for final hearing on DIP motion (.5); review other responsive filings (1.0).	3.00	1,650.00	B230
6/11/19	J. Pearson	Revisions to Polsinelli retention application.	3.70	2,035.00	B160
6/11/19	J. Pearson	Email from Sills Cummis to Committee regarding retention application.	0.10	55.00	B160
6/11/19	C. Wang	Continue drafting Polsinelli employment application (1.8); continue review and analysis of conflicts report for same (0.7).	2.50	850.00	B160
6/11/19	R.B. Soref	Review updated conflicts list and correspondence re inclusion in application to employ Polsinelli.	0.30	165.00	B160
6/11/19	R.B. Soref	Review Polsinelli employment application and draft memo with revisions regarding declarations in support.	0.30	165.00	B160



Invoice Detail

For Professional Services Through 6/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 7

July 29, 2019

Invoice No: 1680762

6/11/19	R.B. Soref	Draft memo re Polsinelli employment application re conflicts disclosures; committee chair declaration.	0.20	110.00	B160
6/11/19	R.B. Soref	Review Sills Cummis draft employment application and supporting pleadings.	0.10	55.00	B160
6/12/19	J. Pearson	Email from Sills Cummis to Committee with BRG update.	0.20	110.00	B150
6/12/19	J. Pearson	Follow up regarding voice mail message from chambers regarding whether we will be offering exhibits at tomorrow's final hearing on DIP motion (.8); prepare exhibits and exhibit list (2.3); revise and finalize exhibit list (.3); review emails with opposing counsel regarding tomorrow's hearings (.5); review and finalize notebooks for tomorrow's hearings (.5).	4.40	2,420.00	B230
6/12/19	R.B. Soref	Draft memos re additional disclosures and revisions to declarations.	0.20	110.00	B160
6/12/19	R.B. Soref	Continue work on Polsinelli employment application.	0.30	165.00	B160
6/12/19	R.B. Soref	Further conflict review re disclosures to be included with declaration in support of employment application and correspondence re same.	0.30	165.00	B160
6/13/19	J. Pearson	Court appearance at final hearing on DIP motion (4 hours travel time not billed).	4.30	2,365.00	B230
6/14/19	J. Pearson	Continue work on Polsinelli employment application.	5.70	3,135.00	B160
6/14/19	J. Pearson	Email from Sills Cummis to Committee with status report.	0.10	55.00	B150
6/14/19	C. Wang	Finish drafting Polsinelli employment application (.5); finish review and analysis of conflicts report for same (1.4).	1.90	646.00	B160



Invoice Detail

For Professional Services Through 6/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 8

July 29, 2019

Invoice No: 1680762

6/14/19	R.B. Soref	Review revised Committee counsel employment pleadings and additional conflicts reports (.1); correspondence re additional conflicts (.1); UST billing categories and declarations in support (.1).	0.30	165.00	B160
6/17/19	J. Pearson	Review US Trustee's Motion for Appointment of Patient Care Ombudsman and supporting documents.	0.30	165.00	B110
6/17/19	J. Pearson	Work on Polsinelli retention application (4.3); review, finalize and correspondence re Sills Cummis retention application (2.2).	6.50	3,575.00	B160
6/17/19	J. Pearson	Review email update from Sills Cummis to Committee.	0.30	165.00	B150
6/18/19	J. Pearson	Work on Polsinelli retention application (6.1); email application and related documents to Committee (.3); emails from Committee members regarding same (.1).	6.50	3,575.00	B160
6/18/19	R.B. Soref	Email re fee application and disclosures.	0.10	55.00	B160
6/19/19	J. Pearson	Finalize Polsinelli retention application.	1.60	880.00	B160
6/19/19	J. Pearson	Review final DIP order.	0.40	220.00	B230
6/20/19	J. Pearson	Attend meeting of creditors (4 hours travel time not billed).	2.00	1,100.00	B110
6/21/19	J. Pearson	Review draft retention letter for possible special counsel for Debtors (.3); confer with BRG regarding its retention application (.7); prepare BRG retention application for filing (1.2).	2.20	1,210.00	B160
6/21/19	J. Pearson	Review BRG financial update.	0.30	165.00	B150
6/21/19	J. Pearson	Review and finalize Committee's motion for order establishing information sharing procedures.	0.90	495.00	B110



Invoice Detail

For Professional Services Through 6/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 9

July 29, 2019

Invoice No: 1680762

6/21/19	J. Pearson	Participate in telephonic Committee meeting.	0.60	330.00	B160
6/24/19	J. Pearson	Emails with BRG regarding retention application (.8); review and correct format to local practice and finalize same (.9); email conformed versions of filings to BRG (.2).	1.90	1,045.00	B160
6/24/19	J. Pearson	Review Debtors' objection to Oxarc motion to compel assumption/rejection (.4); review and finalize Committee joinder (.3); follow up regarding INHS' motion to compel (.3).	1.00	550.00	B185
6/24/19	J. Pearson	Telephone call from Debtor's counsel requesting language to include in the retention orders (.2); confer with co-counsel regarding same (.2).	0.40	220.00	B160
6/24/19	J. Pearson	Respond to email from creditor Theorem Architecture regarding service by mail, schedules and statements.	0.50	275.00	B150
6/25/19	J. Pearson	Review the following recent filings: Debtors' Emergency Motion to Pay Certain Mechanics Lien Holders, and related documents (.5), order uploaded by Debtors' counsel on Bush Kornfeld retention application (.1), declarations submitted by ordinary course professionals (.3); review and finalize certificates of service for earlier filings (.3).	1.20	660.00	B110
6/26/19	J. Pearson	Respond to inquiry from US Trustee's office regarding Polsinelli retention application (.3); confer with Andrew Sherman regarding communications with Lender's counsel regarding form of order (.3).	0.60	330.00	B160
6/26/19	J. Pearson	Review the following recent filings: order approving Bush Kornfeld retention (.1), notices of appearance filed by Joe Shickich and Don Boyd (.2), scheduling order entered on Debtors' Emergency Motion to Pay Certain Mechanics Lien Holders (.2); calendar items on scheduling order (.1).	0.60	330.00	B110



Invoice Detail

For Professional Services Through 6/30/19
File No. 103824-628101

Re: Astria Health - Committee Representation

Page 10
July 29, 2019
Invoice No: 1680762

6/27/19	J. Pearson	Voicemail and email from Greg Kopacz (Sills Cummis) regarding form of order on Committee's motion for order on information sharing procedures.	0.30	165.00	B110
6/27/19	J. Pearson	Work on entry of orders authorizing Committee's employment of Sills Cummis and Polsinelli.	1.30	715.00	B160
6/27/19	J. Pearson	Voicemail from creditor Therapeutic Resources regarding filing proof of claim.	0.10	55.00	B150
6/27/19	R.B. Soref	Follow up re objections to employment application and order approving.	0.10	55.00	B170
6/28/19	J. Pearson	Follow-up re order on Committee's employment of Sills Cummis (.2); follow-up re filing of declaration of no objections to Committee's employment of Polsinelli (.1).	0.30	165.00	B160

Total Professional Services \$50,183.00

Timekeeper Summary

Timekeeper	Title	Hours	Rate	Amount
J. Pearson	Shareholder	79.90	550.00	\$43,945.00
R.B. Soref	Shareholder	3.80	550.00	2,090.00
C. Wang	Associate	12.20	340.00	4,148.00
Total Professional Charges		95.90		\$50,183.00



Invoice Detail

For Professional Services Through 6/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 11

July 29, 2019

Invoice No: 1680762

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	14.80	\$8,140.00
B150	Meetings Of And Communications With Creditors	4.30	2,365.00
B160	Fee / Employment Applications	55.00	27,688.00
B170	Fee / Employment Objections	0.10	55.00
B185	Assumption / Rejection Of Leases And Contracts	1.00	550.00
B190	Other Contested Matters (Excluding Assumption/reje	2.90	1,595.00
B230	Financing / Cash Collections	17.80	9,790.00
	Total Professional Charges	95.90	\$50,183.00

Disbursements

Date		Amount
06/13/19	Jane Pearson Travel to Yakima for Hearing	\$166.46
	Total Disbursements	\$166.46
Total Disbursements		<u>166.46</u>
Total Current Charges Due		<u>\$50,349.46</u>



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This invoice reflects services performed and expenses incurred on your behalf. Your prompt attention is appreciated. Please contact us immediately to discuss any questions you may have. Thank you for this opportunity to serve you.

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

July 29, 2019
Invoice No.: 1680762
File No.: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$50,183.00
Current Disbursements	166.46
Total Current Invoice - Due Upon Receipt	\$50,349.46

Questions regarding payments or accounts, please call **1-877-577-7455** or acctbilling@polsinelli.com.
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Kansas City, MO 64187-8681
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US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code - USBKUS44IMT
Please reference Invoice No.

Late Payment Charge: 1% per month may be charged on outstanding balances

Polsinelli PC, Polsinelli LLP in California



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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

August 13, 2019
Invoice No: 1684328
File No: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$15,460.50
Current Disbursements	<u>400.00</u>
Total Current Invoice - Due Upon Receipt	\$15,860.50
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	50,349.46
Payments Received	<u>0.00</u>
Total Amount (All unpaid balances are Due Immediately)	<u>\$66,209.96</u>

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.

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P.O. Box 878681
Kansas City, MO 64187-8681
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US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code - USBKUS44IMT
Please reference Invoice No.

Due Upon Receipt

Late Payment Charge: 1% per month may be charged on outstanding balances
Polsinelli PC, Polsinelli LLP in California



Invoice Detail

For Professional Services Through 7/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 2

August 13, 2019

Invoice No: 1684328

Professional Services

Date	Timekeeper	Description	Hours	Amount	Task Code
7/1/19	J. Pearson	Revise and finalize order on Polsinelli's employment by the Committee.	0.20	\$110.00	B160
7/1/19	J. Pearson	Respond to inquiry from creditor Therapeutic Resources re claims bar date, documentation that must be filed and information regarding claims bar date.	0.60	330.00	B110
7/2/19	J. Pearson	Respond to inquiry from creditor University of Washington.	0.40	220.00	B110
7/3/19	J. Pearson	Confer with co-counsel regarding response matters (.4); review BRG report on Schedules and Statements (.9).	1.30	715.00	B110
7/3/19	J. Pearson	Review email from co-counsel regarding Debtors' retention of Piper Jaffray.	0.30	165.00	B190
7/3/19	J. Pearson	Review email from creditor David Franklund.	0.10	55.00	B110
7/5/19	J. Pearson	Represent Committee at telephonic hearing on Debtors' Emergency Motion to Pay Certain Mechanics Lien Holders for Grant Project Services.	0.50	275.00	B190
7/8/19	J. Pearson	Review docket for any motion regarding fee application procedures (.3); analysis regarding timing of fee applications (.3); review Polsinelli invoice for inclusion in fee application (.7).	1.30	715.00	B160
7/8/19	J. Pearson	Respond to inquiries from creditors University of Washington and Theorem Architecture regarding filing proofs of claim.	0.80	440.00	B150



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August 13, 2019

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7/8/19	J. Pearson	Finalize declaration of no objection to BRG retention application and order approving retention (.3); emails with co-counsel and BRG regarding same (.6).	0.90	495.00	B160
7/8/19	R.B. Soref	Correspondence re entry of order approving Polsinelli employment and 1st interim fee application timing and issues in view of retirement of Judge Kurtz.	0.30	165.00	B170
7/9/19	J. Pearson	Draft, revise and finalize Joinder in Debtors' objection to Motion for Order Setting Deadline for Debtor Sunnyside Community Hospital Association to Assume or Reject Executory Contract and Requesting Administrative Expense Priority (.5); review Debtors' objection (.7).	1.20	660.00	B185
7/9/19	J. Pearson	Review email from co-counsel regarding agenda for next Committee meeting.	0.20	110.00	B150
7/11/19	J. Pearson	Review materials prepared by BRG in preparation for telephonic Committee meeting tomorrow.	1.00	550.00	B110
7/11/19	J. Pearson	Respond to email from Pac-Vac, LLC regarding proof of claim process.	0.40	220.00	B150
7/12/19	J. Pearson	Participate in telephonic Committee meeting.	0.80	440.00	B150
7/12/19	J. Pearson	Review materials prepared by BRG for telephonic Committee meeting (.4); review Debtors' motion for compensation procedures (.4).	0.80	440.00	B110
7/15/19	J. Pearson	Review email from Sills Cummis regarding submission of order on 1102 motion tomorrow.	0.10	55.00	B110
7/15/19	J. Pearson	Send order approving employment of BRG to BRG.	0.10	55.00	B110
7/15/19	J. Pearson	Communications regarding compliance with procedures proposed in Compensation Procedures Motion.	0.30	165.00	B160

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7/15/19	R.B. Soref	Review Motion to Establish Interim Compensation Procedures.	0.30	165.00	B170
7/15/19	R.B. Soref	Correspondence with T. Behnam re preparation of monthly fee applications and interim fee application.	0.20	110.00	B170
7/16/19	J. Pearson	Email and vmail from Surgimon with questions regarding filing proof of claim.	0.20	110.00	B150
7/16/19	J. Pearson	Emails with Boris Mankovetskiy regarding deadline for objecting to Debtors' Application to Approve Employment of Piper Jaffray as Investment Banker (.5); telephone conference with Gary Dyer regarding response deadline for Debtors' application to retain Piper Jaffray as investment banker (.4); confer with Mr. Mankovetskiy regarding same (.3).	1.20	660.00	B110
7/16/19	J. Pearson	See to filing declaration of no objections to Committee's Motion for an Order Establishing Information Sharing Procedures (.2); submit order for entry on that motion (.5).	0.70	385.00	B110
7/17/19	J. Pearson	Email to creditor SurgiMon (Chris Schurman) responding to his questions regarding filing proof of claim (.3); telephone conference with Mr. Schurman regarding same (.3).	0.60	330.00	B150
7/17/19	J. Pearson	Respond to voice mail message from Greg Kopacz (Sills Cummis) regarding court calendar.	0.40	220.00	B110
7/17/19	J. Pearson	Review Debtors' application to retain Piper Jaffray as investment banker (.8); review Debtors' Notice on that application (.2); emails between Gary Dyer and Debtors' counsel regarding notice period for the application (.2); review amended notice (.1); telephone conference with Mr. Dyer regarding the application (.3).	1.60	880.00	B110
7/18/19	J. Pearson	Email to Sills Cummis regarding invoice to Committee chair (.2).	0.20	110.00	B160



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August 13, 2019

Invoice No: 1684328

7/18/19	J. Pearson	Email from Andrew Sherman to Committee re: claims bar date.	0.10	55.00	B150
7/18/19	J. Pearson	Review Statement for Medefis, Inc. re: improper classification.	0.10	55.00	B110
7/19/19	J. Pearson	Review Stipulation filed by Debtors regarding Motion to Seal Document.	0.30	165.00	B110
7/19/19	J. Pearson	Emails with Chris Schurman (creditor Surgimon) regarding withdrawing the claim filed in wrong case (.7); draft template of Notice of Withdrawal of Claim and forward to him (.5).	1.20	660.00	B150
7/19/19	J. Pearson	Telephone call from creditor Bushnell Plumbing regarding which cases to file in (for services in various locations) (.3); review petitions to determine (.8); email to Debtors' counsel regarding determining appropriate debtor for Bushnell Plumbing (.3).	1.40	770.00	B150
7/22/19	J. Pearson	Email with Committee chair and co-counsel re Polsinelli invoice for period May 23-June 30, 2019 to be submitted for interim compensation.	0.20	110.00	B160
7/22/19	R.B. Soref	Correspondence re communications with Committee chair re payment of fees and costs at expense of estate.	0.20	110.00	B110
7/23/19	J. Pearson	Email to Debtors' counsel with question from creditor regarding which cases for Bushnell Plumbing to file its proofs of claim.	0.10	55.00	B110
7/24/19	T. Behnam	Review docket for order establishing interim and monthly fee procedures.	0.40	134.00	B160
7/24/19	T. Behnam	Review Monthly Fee Application form.	0.50	167.50	B160
7/24/19	J. Pearson	Review BRG report on DIP cash flows through July 13.	0.30	165.00	B150
7/25/19	T. Behnam	Draft June 2019 Monthly Fee Application.	1.70	569.50	B160



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Invoice No: 1684328

7/25/19	R.B. Soref	Correspondence re monthly fee statement.	0.20	110.00	B110
7/26/19	J. Pearson	Telephone conference with Eileen Bushnell (creditor Bushnell Plumbing) regarding filing proofs of claim (.2); respond to emails from Ms. Bushnell regarding which cases to file Bushnell Plumbing's claims under (multiple) (1.6).	1.80	990.00	B150
7/26/19	J. Pearson	Review Agreed Order Relating to Filing Bond and Loan-Related Proofs of Claim (.1); review docket entries summarizing proofs of claim filed (.4).	0.50	275.00	B110
7/29/19	T. Behnam	Revisions to June 2019 Fee Application.	0.30	100.50	B160
7/29/19	J. Pearson	Review docket entry summaries of proofs of claim filed today.	0.30	165.00	B110
7/29/19	J. Pearson	Review/revise first monthly fee application.	0.40	220.00	B160
7/29/19	J. Pearson	Respond to multiple emails from creditor Bushnell Plumbing regarding filing proofs of claim.	0.50	275.00	B150
7/29/19	R.B. Soref	Review/revise application for interim compensation and reimbursement of expenses (May-June).	0.50	275.00	B110
7/30/19	T. Behnam	Revisions to May-June 2019 Monthly Fee Application.	0.40	134.00	B160
7/30/19	J. Pearson	Review docket entries on claims filed this day.	0.20	110.00	B110
7/30/19	J. Pearson	Telephone call from creditor regarding completing and filing proof of claim form (.1); email to creditor (brassescos@cintascom) regarding same (.2).	0.30	165.00	B150
7/30/19	R.B. Soref	Finalize May-June interim application for compensation.	0.20	110.00	B110
7/31/19	J. Pearson	Review docket entries regarding proofs of claim filed this day.	0.30	165.00	B110



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August 13, 2019

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Total Professional Services

\$15,460.50

Timekeeper Summary

Timekeeper	Title	Hours	Rate	Amount
J. Pearson	Shareholder	24.20	550.00	\$13,310.00
R.B. Soref	Shareholder	1.90	550.00	1,045.00
T. Behnam	Associate	3.30	335.00	1,105.50
Total Professional Charges		29.40		\$15,460.50

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	11.20	\$6,160.00
B150	Meetings Of And Communications With Creditors	8.60	4,730.00
B160	Fee / Employment Applications	6.80	3,030.50
B170	Fee / Employment Objections	0.80	440.00
B185	Assumption / Rejection Of Leases And Contracts	1.20	660.00
B190	Other Contested Matters (Excluding Assumption/reje	0.80	440.00
	Total Professional Charges	29.40	\$15,460.50

Disbursements

Date	Amount
05/24/19 Filing Fees Pro Hac Vice Applications (2) 00000000282	\$400.00
Total Disbursements	\$400.00
Total Disbursements	400.00
Total Current Charges Due	<u><u>\$15,860.50</u></u>



Invoice Detail

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Re: Astria Health - Committee Representation

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August 13, 2019

Invoice No: 1684328

Statement of Outstanding Invoices

Date	Inv#	Amount	Credit	Payments	Balance*
07/29/19	1680762	\$50,349.46	\$0.00	\$0.00	\$50,349.46
Total of Prior Balance Due					\$50,349.46

*If a payment has already been made, thank you.



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

This invoice reflects services performed and expenses incurred on your behalf. Your prompt attention is appreciated. Please contact us immediately to discuss any questions you may have. Thank you for this opportunity to serve you.

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

August 13, 2019
Invoice No.: 1684328
File No.: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$15,460.50
Current Disbursements	400.00
Total Current Invoice - Due Upon Receipt	\$15,860.50
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	50,349.46
Payments Received	0.00
Total Amount (All unpaid balances are Due Immediately)	\$66,209.96

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.

Late Payment Charge: 1% per month may be charged on outstanding balances

Polsinelli PC, Polsinelli LLP in California



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

This invoice reflects services performed and expenses incurred on your behalf. Your prompt attention is appreciated. Please contact us immediately to discuss any questions you may have. Thank you for this opportunity to serve you.

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

September 25, 2019
Invoice No: 1696055
File No: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$21,703.00
Current Disbursements	<u>72.46</u>
Total Current Invoice - Due Upon Receipt	\$21,775.46
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	66,209.96
Payments Received	<u>(40,313.00)</u>
Total Amount (All unpaid balances are Due Immediately)	<u>\$47,672.42</u>

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.

Due Upon Receipt

Late Payment Charge: 1% per month may be charged on outstanding balances
Polsinelli PC, Polsinelli LLP in California



Invoice Detail

For Professional Services Through 8/31/19

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Invoice No: 1696055

Professional Services

Date	Timekeeper	Description	Hours	Amount	Task Code
8/1/19	J. Pearson	Review docket entries for proofs of claim filed this day.	0.30	\$165.00	B110
8/1/19	J. Pearson	Attend telephonic hearing on US Trustee's objection to Debtors' Motion to Seal Exhibit to Insider Compensation Notice.	0.40	220.00	B190
8/1/19	J. Pearson	Respond to email inquiry from creditor University of Washington.	0.20	110.00	B150
8/2/19	J. Pearson	Review UCC Update Report from BRG.	0.40	220.00	B150
8/2/19	J. Pearson	Review Debtors' Motion for Entry of an Order Enlarging the Time Within Which the Debtors May Remove Actions.	0.40	220.00	B110
8/2/19	J. Pearson	Review docket summaries of proofs of claim filed this date.	0.50	275.00	B110
8/2/19	J. Pearson	Review Motion for Relief from Stay as to Employment Contract filed by David Becerril, and related Motion to Shorten Time.	0.40	220.00	B140
8/5/19	T. Behnam	Revisions to June 2019 Monthly Fee Application.	0.20	67.00	B160
8/5/19	J. Pearson	Review Committee's draft objection to Debtors' request to retain Piper Jaffray.	0.50	275.00	B190
8/5/19	J. Pearson	Review revised Polsinelli monthly fee application (May 23-June 30) for filing.	0.20	110.00	B160
8/5/19	J. Pearson	Review docket summaries of claims filed this day (claims bar date).	0.50	275.00	B110



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8/5/19	R.B. Soref	Review entered order approving motion establishing compensation procedures.	0.10	55.00	B110
8/5/19	R.B. Soref	Email re service of May-June 2019 monthly fee statement.	0.10	55.00	B110
8/6/19	J. Pearson	Email from Andrew Sherman to Committee regarding Piper Jaffray retention application.	0.20	110.00	B150
8/6/19	J. Pearson	Review Supplemental Declaration in Support of Debtors' Application to Employ Piper Jaffray (.2); review Order Granting Motion to Establish Procedures for Monthly and Interim Payment of Fees and Expense Reimbursement (.2); forward to Greg Kopacz (Sills Cummis) forms for monthly fee application (.2); emails with Andrew Sherman and Gary Dyer regarding Piper Jaffray retention application (.6); review Committee's draft objection to Piper Jaffray retention to conform to local practice (.3); review Debtors' objection to Dr. Becerril's motion to shorten time (.2).	1.70	935.00	B110
8/6/19	J. Pearson	Review docket entry summaries of proofs of claim filed this date.	0.20	110.00	B110
8/6/19	J. Pearson	Confer with Andrew Sherman regarding Debtors' application to retain Piper Jaffray (.8); emails with Mr. Sherman and Sam Maizel regarding extending time to object to application (.6); vmail to Judge Kurtz's judicial assistant regarding extension of time (.2); telephone conference with courtroom deputy Marti Spurgin regarding advising court of Debtors' extension of time to object to retention of Piper Jaffray (.3).	1.90	1,045.00	B110
8/7/19	J. Pearson	Review docket entries relating to claims filed this date (.2); review second amended notice of motion regarding Debtors' application to retain Piper Jaffray (.1); review Order Granting Motion to Seal Exhibit 1 to Insider Compensation Notice (.2).	0.50	275.00	B110



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8/7/19	J. Pearson	Review, revise and finalize the monthly fee application in accordance with the mandates of the Fee Compensation Order (1.4); vmail to Clerk's office regarding electronic filing selection for application (.2); see to filing and service of Polsinelli's fee application and notice of the fee application (.6); email to Greg Kopacz regarding form of fee application and notice (.2); forward filed documents to Committee chair and co-counsel (.1).	2.50	1,375.00	B160
8/7/19	J. Pearson	Telephone call from Jack Randal Poteet regarding interest in Astria assets (.3); email to Andrew Sherman regarding same (.2).	0.50	275.00	B130
8/7/19	R.B. Soref	Review compensation procedure order re time period and deadline for filing initial fee application.	0.10	55.00	B110
8/7/19	R.B. Soref	Correspondence re July monthly fee statement.	0.10	55.00	B110
8/7/19	R.B. Soref	Draft memo re initial fee application time period covered and deadline.	0.10	55.00	B110
8/8/19	J. Pearson	Review and revise Certificate of Service for Polsinelli monthly fee application, and supervise filing same (.3); confer with Randye Soref and Tanya Behnam regarding compliance with UST guidelines and formats (.3).	0.60	330.00	B160
8/8/19	J. Pearson	Review email from Gary Dyer with Large Fee Case Guidelines (.4); emails with Mr. Dyer regarding same (.1).	0.50	275.00	B110
8/8/19	J. Pearson	Email from Andrew Sherman to Committee regarding Piper Jaffray retention application.	0.20	110.00	B150
8/8/19	R.B. Soref	Draft memo re filing deadline for July monthly fee statement.	0.10	55.00	B110
8/8/19	R.B. Soref	Draft memo re objection time period to June monthly fee statement.	0.10	55.00	B110



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8/9/19	J. Pearson	Confer with Andrew Sherman regarding objection deadline for Debtors' application to retain Piper Jaffray.	0.20	110.00	B110
8/10/19	R.B. Soref	Review/revise July Monthly Fee Statement.	0.20	110.00	B110
8/12/19	T. Behnam	Draft July Fee Application.	1.10	368.50	B160
8/12/19	J. Pearson	Review docket summaries of proofs of claim filed.	0.20	110.00	B110
8/12/19	J. Pearson	Review UCC Update from BRG.	0.40	220.00	B110
8/13/19	J. Pearson	Review Patient Care Ombudsman's First Interim Reports for Astria Regional Medical Center, for Astria Toppenish Hospital, and for Astria Sunyside Community Hospital (.8); review Declaration of No Objections filed regarding Becerril Motion for Relief from Stay, and email to Debtors' counsel regarding same, because the Debtors filed an objection (.4); emails from Jim Day regarding same (.3); email from chambers regarding same (.1); review Declaration of David Becerril (.2); review declaration of Metiner Kimel (.2); review Debtors' objection to Becerril motion for relief from stay (.2); review Motion for Relief from Stay as to Personal Property filed by TIAA Commercial Finance (.4); review Debtors' motion to extend exclusivity periods (.4); review PacificCorp's response to Debtors motion for determination of adequate assurance of proposed payment (.5).	3.50	1,925.00	B110
8/13/19	J. Pearson	Telephone conference with Greg Kopacz regarding monthly fee applications.	0.20	110.00	B110
8/14/19	J. Pearson	Review Memorandum in support of Becerril Motion for Relief from Stay.	0.10	55.00	B110

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Invoice No: 1696055

8/14/19	J. Pearson	Email and telephone conference with Greg Kopacz regarding Sills Cummis first monthly fee application (.3); review Debtors' Motion to Extend Exclusivity Period for Filing a Chapter 11 Plan and Disclosure Statement (.3); emails with Greg Kopacz regarding filing objection to Piper Jaffray retention application (.3); review objection and conform to local practice for filing (.9); review Debtors' amended notice of application to employ Piper Jaffray (.1); supervise filing and service of Sills Cummis first monthly fee application (.6).	2.50	1,375.00	B110
8/14/19	J. Pearson	Committee email regarding Debtors' motion to extend exclusivity periods, Piper Jaffray retention.	0.30	165.00	B150
8/14/19	J. Pearson	Confer with Gary Dyer regarding whether Large Fee Case Guidelines apply to monthly applications - his response is no.	0.20	110.00	B160
8/15/19	T. Behnam	Revise July Fee Application.	0.30	100.50	B160
8/15/19	J. Pearson	Attend telephonic hearing on Dr. Becerril's Motion for Relief from stay (.5); emails with Gary Dyer and Andrew Sherman regarding Piper Jaffray revised engagement letter (.1).	0.60	330.00	B110
8/15/19	J. Pearson	Committee email regarding plan exclusivity.	0.10	55.00	B150
8/16/19	T. Behnam	Review procedures for First Interim Fee Application.	0.80	268.00	B160
8/16/19	J. Pearson	Confer with Andrew Sherman regarding issues relating to Arent Fox fee application (.3); review Notice of Hearing on PacificCorp's Objection to Debtors' Motion for Order on Adequate Assurance of Proposed Payment Terms (.2).	0.50	275.00	B110
8/16/19	J. Pearson	Supervise filing Certificate of Service for Sills Cummis Monthly Fee Application (May 23-June 30), and Notice of the Application.	0.70	385.00	B160



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For Professional Services Through 8/31/19

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Invoice No: 1696055

8/16/19	J. Pearson	Conform amended draft objection to Piper Jaffray retention application to local practice.	0.30	165.00	B110
8/16/19	J. Pearson	Review draft Polsinelli Monthly Fee Application (July) for filing (.3); email application to Committee chair (.1).	0.40	220.00	B160
8/16/19	J. Pearson	Review docket entry summaries of proofs of claim filed this date.	0.20	110.00	B110
8/19/19	J. Pearson	Conform draft objection to Debtors' application to retain Piper Jaffray to local practice (.5); confer with Greg Kopacz regarding whether it will be filed today (.3).	0.80	440.00	B110
8/19/19	J. Pearson	Telephone conference with Gary Dyer regarding lender attorneys fees (.3); review docket summaries of proofs of claim filed this date (.2); email from Mr. Dyer regarding aspects of Piper Jaffray retention application (.1); review motions for relief from stay filed by Estrella and LeClair (.4).	1.00	550.00	B110
8/19/19	J. Pearson	Telephone conference with John Moe (Dentons) regarding notice period on fee applications (.2); email from Mr. Moe regarding same (.1).	0.30	165.00	B110
8/19/19	J. Pearson	Supervise filing and service of Polsinelli monthly fee application (July) and notice of the application.	0.60	330.00	B160
8/20/19	J. Pearson	Draft and supervise filing of Certificate of Service for Polsinelli's July fee application.	0.40	220.00	B110
8/21/19	T. Behnam	Review Federal Rules and Local Rule 2016T1 re: compensation of professionals.	1.70	569.50	B160
8/21/19	J. Pearson	Emails to US Trustee's office regarding sending fee application detail in Lede format.	0.30	165.00	B160

8/21/19	J. Pearson	Review order granting Becerril's motion for relief from stay (.2); review Geoffrey Miller's declaration in support of Debtors' application for entry of order authorizing employment of Piper Jaffray (.2).	0.40	220.00	B110
8/22/19	T. Behnam	Draft first interim fee application, including federal forms, local forms, and declaration of Jane Pearson in support.	4.00	1,340.00	B160
8/22/19	J. Pearson	Review declaration in support of LeClaire motion for relief from stay (.2); declaration in support of Maria Estrella motion for relief from stay (.1).	0.30	165.00	B110
8/22/19	J. Pearson	Email from BRG with its first monthly fee application.	0.10	55.00	B150
8/22/19	J. Pearson	Emails with BRG regarding review, filing and service of its first fee application (.6); email from Greg Kopacz regarding same (.1); revisions to fee application to conform to local practice (.3); confer with legal assistant regarding filing and service of BRG fee application (.3).	1.30	715.00	B110
8/23/19	J. Pearson	Review UST's Amended Objection to Piper Jaffray employment.	0.20	110.00	B110
8/23/19	J. Pearson	Confer with Joe Vizzini regarding filing and service of BRG's first monthly fee application and related notice (.2); review and revise language in Declaration of Service for BRG fee application and confer with legal assistant regarding same (.3).	0.50	275.00	B110
8/23/19	J. Pearson	Review BRG report on DIP cash flows.	0.40	220.00	B150
8/23/19	R.B. Soref	Correspondence re notice of rates.	0.20	110.00	B110
8/26/19	J. Pearson	Email to Debtors' counsel regarding no objection to Polsinelli monthly fee application, and requesting payment.	0.30	165.00	B110



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For Professional Services Through 8/31/19

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Re: Astria Health - Committee Representation

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September 25, 2019

Invoice No: 1696055

8/26/19	J. Pearson	Email to BRG with conformed copies of its Monthly Fee Application and Notice, filed and served August 23.	0.20	110.00	B110
8/26/19	J. Pearson	Email from US Trustee's office regarding guidelines for attorney compensation in large chapter 11 cases.	0.10	55.00	B160
8/27/19	J. Pearson	Review Debtors' Motion to Seal Document (Annex B to Piper Jaffray revised engagement letter).	0.10	55.00	B110
8/27/19	J. Pearson	Review Debtors' Notice of Appeal (Becerril) (.1); review Geoffrey Miller Declaration in support of Debtors' motion to extend exclusivity periods (.1).	0.20	110.00	B110
8/27/19	J. Pearson	Committee email from Andrew Sherman regarding exclusivity and performance.	0.20	110.00	B150
8/28/19	J. Pearson	Review Ex Parte Motion for Order Sealing Annex B to Revised Piper Jaffray Engagement Letter (.1); review docket entry regarding transmittal to BAP regarding Order on Motion for Relief from Stay (Becerril) (.1).	0.20	110.00	B110
8/29/19	T. Behnam	Draft Notice of Hourly Rate Change.	0.70	234.50	B160
8/29/19	J. Pearson	Review Order on Debtors' Ex Parte Motion for Entry of an Order Sealing Annex B to Revised Piper Jaffray Engagement Letter.	0.10	55.00	B110
8/29/19	J. Pearson	Review and supervise filing and service of Jane Pearson supplemental declaration in support of Committee's application to retain Polsinelli (.4); email to client with supplemental declaration, and regarding same (.3); emails with US Trustee's office regarding application of guidelines for attorney compensation (.2).	0.90	495.00	B160
8/29/19	R.B. Soref	Draft memo re declaration re rate increase.	0.20	110.00	B110
8/29/19	R.B. Soref	Review, revise and finalize declaration re rate increase.	0.20	110.00	B110



Invoice Detail

For Professional Services Through 8/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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September 25, 2019

Invoice No: 1696055

8/30/19	J. Pearson	Review Order Granting Motion to Enlarge Time within which Debtors May Remove Actions (.1); review Bush Kornfeld Monthly Fee Application for July (.2); review Amended Notice of Debtors' Motion for Order Extending Exclusivity Periods (.1); review Debtors' Motion for Stay Pending Appeal (re: order granting Becerril relief from stay) (.3).	0.70	385.00	B110
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Total Professional Services	\$21,703.00
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Timekeeper Summary

Timekeeper	Title	Hours	Rate	Amount
J. Pearson	Shareholder	32.60	550.00	\$17,930.00
R.B. Soref	Shareholder	1.50	550.00	825.00
T. Behnam	Associate	8.80	335.00	2,948.00
Total Professional Charges		42.90		\$21,703.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	23.70	\$13,035.00
B130	Asset Disposition	0.50	275.00
B140	Relief From Stay / Adequate Protection Proceedings	0.40	220.00
B150	Meetings Of And Communications With Creditors	2.10	1,155.00
B160	Fee / Employment Applications	15.30	6,523.00
B190	Other Contested Matters (Excluding Assumption/reje	0.90	495.00
	Total Professional Charges	42.90	\$21,703.00

Disbursements

Date	Amount
08/23/19 Deliveries Invoice Date: 08/30/2019 Amount: 15.80 Robert Hirsh Arent Fox LLP	\$15.80
08/23/19 Deliveries Invoice Date: 08/30/2019 Amount: 9.10 Cary Rowan Astria Health	9.10



Invoice Detail

For Professional Services Through 8/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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September 25, 2019

Invoice No: 1696055

08/23/19	Deliveries Invoice Date: 08/30/2019 Amount: 15.96 Sam Alberts Dentons US LLP	15.96
08/23/19	Deliveries Invoice Date: 08/30/2019 Amount: 15.80 Andrew Sherman Sills Cummis & Gross, PC	15.80
08/23/19	Deliveries Invoice Date: 08/30/2019 Amount: 15.80 Ian Hammel Mintz Levin Cohen Ferris Glovs	15.80
	Total Disbursements	\$72.46
Total Disbursements		<u>72.46</u>
Total Current Charges Due		<u>\$21,775.46</u>



Invoice Detail

For Professional Services Through 8/31/19
File No. 103824-628101
Re: Astria Health - Committee Representation

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September 25, 2019
Invoice No: 1696055

Statement of Outstanding Invoices

Date	Inv#	Amount	Credit	Payments	Balance*
07/29/19	1680762	\$50,349.46	\$0.00	\$40,313.00	\$10,036.46
08/13/19	1684328	15,860.50	0.00	0.00	15,860.50
Total of Prior Balance Due					\$25,896.96

*If a payment has already been made, thank you.



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This invoice reflects services performed and expenses incurred on your behalf. Your prompt attention is appreciated. Please contact us immediately to discuss any questions you may have. Thank you for this opportunity to serve you.

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

September 25, 2019
Invoice No.: 1696055
File No.: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$21,703.00
Current Disbursements	72.46
Total Current Invoice - Due Upon Receipt	\$21,775.46
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	66,209.96
Payments Received	(40,313.00)
Total Amount (All unpaid balances are Due Immediately)	\$47,672.42

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.

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Wire Instructions:
US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code - USBKUS44IMT
Please reference Invoice No.

Late Payment Charge: 1% per month may be charged on outstanding balances

Polsinelli PC, Polsinelli LLP in California



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4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

October 10, 2019
Invoice No: 1713716
File No: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$14,049.50
Current Disbursements	<u>226.95</u>
Total Current Invoice - Due Upon Receipt	\$14,276.45
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	47,672.42
Payments Received	<u>(12,768.00)</u>
Total Amount (All unpaid balances are Due Immediately)	<u>\$49,180.87</u>

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Due Upon Receipt

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Professional Services

Date	Timekeeper	Description	Hours	Amount	Task Code
9/3/19	T. Behnam	Begin drafting First Interim Fee Application.	0.50	\$167.50	B160
9/3/19	J. Pearson	Respond to email from creditor Bushnell Plumbing regarding timing of initial distribution under a plan.	0.20	110.00	B150
9/3/19	J. Pearson	Review minute entry regarding hearing on Debtors' Motion for Adequate Assurance of Payment Terms to PacifiCorp (.1); review minute entry regarding Debtors' Motion to Extend Exclusivity (.1); review Debtors' Motion for Extension of Time to Assume or Reject Unexpired Leases of Nonresidential Real Property and supporting declaration (.3).	0.50	275.00	B110
9/3/19	J. Pearson	Review draft of Polsinelli's first interim fee application (.4); confer with Greg Kopacz regarding Sills Cummis July fee application (.1).	0.50	275.00	B160
9/4/19	J. Pearson	Supervise filing and service of Sills Cummis Monthly Fee Application for July 2019 and Notice (.6); supervise filing of Certificate of Service for BRG Monthly Fee Application for May 29-June 30, 2019 (.4); review order extending Debtors' exclusivity periods (.2).	1.20	660.00	B110
9/5/19	J. Pearson	Review Debtors' reply to US Trustee's objection to Piper Jaffray employment application (.2); review Debtors' Objection to LeClair motion for relief from stay (.2); review Debtors' objection to Estrella motion for relief from stay (.1).	0.50	275.00	B110
9/6/19	J. Pearson	Attend telephonic Committee meeting (.7); review financial reports from BRG in preparation for Committee meeting (.3).	1.00	550.00	B150



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For Professional Services Through 9/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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October 10, 2019

Invoice No: 1713716

9/7/19	J. Pearson	Review Becerril's opposition to Debtors Motion for Stay Pending Appeal (.2); review Becerril's supporting declaration (.2).	0.40	220.00	B110
9/9/19	J. Pearson	Review Kimel Declaration in Opposition to Motion for Stay Pending Appeal (.1); review docket entry for result of hearing on Debtors' Motion for Stay Pending Appeal regarding Becceril order (.1).	0.20	112.00	B110
9/10/19	J. Pearson	Review minute entry for hearing on Debtors' application to retain Piper Jaffray.	0.10	56.00	B110
9/11/19	J. Pearson	Review Order Denying Debtors' Motion for Stay Pending Appeal (.1); review Order Authorizing Employment of Piper Jaffray (.1).	0.20	112.00	B110
9/12/19	J. Pearson	Review Monthly Fee Application of Susan Goodman, Ombudsman (August).	0.10	56.00	B110
9/12/19	J. Pearson	Emails regarding telephonic Committee meeting.	0.20	112.00	B150
9/13/19	T. Behnam	Continue drafting First Interim Fee Application.	1.60	648.00	B160
9/13/19	J. Pearson	Review Order Granting Application to Approve Employment of Piper Jaffray as Debtors' Investment Banker.	0.20	112.00	B110
9/13/19	R.B. Soref	Review UST fee app guideline re blended rate and draft memo re same.	0.10	56.00	B110
9/17/19	J. Pearson	Email from Andrew Sherman regarding call with Piper Jaffray.	0.10	56.00	B150
9/18/19	J. Pearson	Emails regarding information for Polsinelli's First Interim Fee Application.	0.30	168.00	B160
9/19/19	J. Pearson	Confer with BRG regarding its monthly fee application for July/August.	0.10	56.00	B160

For Professional Services Through 9/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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October 10, 2019

Invoice No: 1713716

9/20/19	J. Pearson	Email from Theorem Architecture asking about the status of the case.	0.10	56.00	B150
9/20/19	J. Pearson	Confer with BRG regarding filing and serving its monthly fee application today (.4); conform documents to local practice and supervise filing and service of BRG's second monthly fee application and notice (1.2); review and revise draft Certificate of Service and see to filing of same (.4); forward conformed copies of filings to BRG (.2); confer with Greg Kopacz regarding format for quarterly fee applications (.1).	2.30	1,288.00	B160
9/23/19	J. Pearson	Confer with Tanya Behnam regarding forwarding draft interim fee application to Sills Cummis (.2); confer with her regarding Polsinelli interim fee application (.2).	0.40	224.00	B160
9/23/19	J. Pearson	Review Estrella reply on motion for relief from stay (.1); review Order on TIAA Commercial Finance motion for relief from stay (.1); review order extending time to assume or reject unexpired leases of nonresidential real property (.1).	0.30	168.00	B110
9/23/19	R.B. Soref	Draft memo re deadlines for filing first interim fee application.	0.20	112.00	B110
9/23/19	R.B. Soref	Email re information to be included within first interim fee application.	0.10	56.00	B110
9/24/19	T. Behnam	Draft First Interim Fee Application.	1.30	526.50	B160
9/24/19	J. Pearson	Review docket entries regarding results of hearings on motion for relief from stay (Estrella and LeClair) (.2); review Debtors' Monthly Operating Statements, August 2019 (.3).	0.50	280.00	B110
9/25/19	T. Behnam	Draft August Monthly Fee Application and Notice.	1.60	648.00	B160
9/25/19	J. Pearson	Email from Andrew Sherman regarding scheduling telephonic Committee meeting with Debtors.	0.10	56.00	B150

9/25/19	J. Pearson	Correspondence with Committee chair and co-counsel re Polsinelli monthly statement (.1); review, revise and supervise filing and service of Polsinelli's monthly fee application (August), notice of application (1.0).	1.10	616.00	B160
9/25/19	J. Pearson	Review docket entry regarding Bush Kornfeld monthly fee application.	0.10	56.00	B110
9/25/19	R.B. Soref	Draft memo re compliance with Court's interim compensation order for first interim fee application.	0.20	112.00	B110
9/25/19	R.B. Soref	Review/revise August monthly fee statement and notice.	0.20	112.00	B110
9/25/19	R.B. Soref	Review order re interim compensation procedures.	0.20	112.00	B110
9/25/19	R.B. Soref	Review/revise notice of errata re August monthly statement.	0.10	56.00	B110
9/26/19	J. Pearson	Respond to inquiry from creditor David Franklund.	0.30	168.00	B150
9/26/19	J. Pearson	Confer with co-counsel regarding timing on filing interim fee applications (.3); supervise filing and service of corrected Polsinelli monthly fee application and notice thereof (.3).	0.60	336.00	B160
9/27/19	T. Behnam	Draft First Interim Fee Application.	5.40	2,187.00	B160
9/27/19	J. Pearson	Emails with co-counsel regarding fee applications (.3); confer with Tanya Behnam regarding Polsinelli interim fee application (.5); review and supervise filing of certificate of service for Polsinelli Corrected monthly fee application (.3).	1.10	616.00	B160
9/27/19	R.B. Soref	Review/revise notice of first interim fee application.	0.20	112.00	B110
9/27/19	R.B. Soref	Review/revise first interim fee application and correspondence.	0.60	336.00	B110



Invoice Detail

For Professional Services Through 9/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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October 10, 2019

Invoice No: 1713716

9/27/19	R.B. Soref	Review/revise exhibits to first interim fee applications and mandatory local rule forms.	0.40	224.00	B110
9/27/19	R.B. Soref	Review/revise proposed order re first interim fee application.	0.20	112.00	B110
9/28/19	T. Behnam	Revisions to First Interim Fee Application.	0.70	283.50	B160
9/28/19	J. Pearson	Revisions to Polsinelli First Interim Fee Application.	0.20	112.00	B160
9/30/19	J. Pearson	Review and revise first interim fee application (1.2); confer with Debtors' counsel and co-counsel regarding a hearing date on the interim professional fee applications (.3).	1.50	840.00	B160
9/30/19	R.B. Soref	Further revisions to first interim fee application and supporting exhibits.	0.30	168.00	B110
Total Professional Services				\$14,049.50	

Timekeeper Summary

Timekeeper	Title	Hours	Rate	Amount
J. Pearson	Shareholder	10.10	560.00	\$5,656.00
J. Pearson	Shareholder	4.30	550.00	2,365.00
R.B. Soref	Shareholder	2.80	560.00	1,568.00
T. Behnam	Associate	10.60	405.00	4,293.00
T. Behnam	Associate	0.50	335.00	167.50
Total Professional Charges		28.30		\$14,049.50

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	7.10	\$3,950.00
B150	Meetings Of And Communications With Creditors	2.00	1,108.00
B160	Fee / Employment Applications	19.20	8,991.50
	Total Professional Charges	28.30	\$14,049.50

Disbursements

Date		Amount
09/04/19	Deliveries Invoice Date: 09/13/2019 Amount: 9.12 Cary Rowan Astria Health	\$9.12
09/04/19	Deliveries Invoice Date: 09/13/2019 Amount: 16.00 Sam Alberts Dentons US LLP	16.00
09/04/19	Deliveries Invoice Date: 09/13/2019 Amount: 16.00 Ian Hammel Mintz Levin Cohen Ferris Glovs	16.00
09/04/19	Deliveries Invoice Date: 09/13/2019 Amount: 16.00 Robert Hirsch Arent Fox LLP	16.00
09/20/19	Deliveries Invoice Date: 09/27/2019 Amount: 9.12 Cary Rowan Astria Health	9.12
09/20/19	Deliveries Invoice Date: 09/27/2019 Amount: 15.83 Sam Alberts Dentons US LLP	15.83
09/20/19	Deliveries Invoice Date: 09/27/2019 Amount: 15.83 Ian Hammel Mintz Levin Cohen Ferris Glovs	15.83
09/20/19	Deliveries Invoice Date: 09/27/2019 Amount: 15.83 Robert Hirsch Arent Fox LLP	15.83
09/25/19	Deliveries Invoice Date: 10/04/2019 Amount: 9.12 Cary Rowan Astria Health	9.12
09/25/19	Deliveries Invoice Date: 10/04/2019 Amount: 15.83 Robert Hirsch Arent Fox LLP	15.83
09/25/19	Deliveries Invoice Date: 10/04/2019 Amount: 15.83 Sam Alberts Dentons US LLP	15.83
09/25/19	Deliveries Invoice Date: 10/04/2019 Amount: 15.83 Ian Hammel Mintz Levin Cohen Ferris	15.83
09/26/19	Deliveries Invoice Date: 10/04/2019 Amount: 9.12 Cary Rowan Astria Health	9.12
09/26/19	Deliveries Invoice Date: 10/04/2019 Amount: 15.83 Robert Hirsch Arent Fox LLP	15.83
09/26/19	Deliveries Invoice Date: 10/04/2019 Amount: 15.83 Sam Alberts Dentons US LLP	15.83
09/26/19	Deliveries Invoice Date: 10/04/2019 Amount: 15.83 Ian Hammel Mintz Levin Cohen Ferris Glovs	15.83
	Total Disbursements	\$226.95



For Professional Services Through 9/30/19
File No. 103824-628101
Re: Astria Health - Committee Representation

Invoice Detail

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October 10, 2019
Invoice No: 1713716

Total Disbursements	<u>226.95</u>
Total Current Charges Due	<u><u>\$14,276.45</u></u>



Invoice Detail

For Professional Services Through 9/30/19
File No. 103824-628101
Re: Astria Health - Committee Representation

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October 10, 2019
Invoice No: 1713716

Statement of Outstanding Invoices

Date	Inv#	Amount	Credit	Payments	Balance*
07/29/19	1680762	\$50,349.46	\$0.00	\$40,313.00	\$10,036.46
08/13/19	1684328	15,860.50	0.00	12,768.00	3,092.50
09/25/19	1696055	21,775.46	0.00	0.00	21,775.46
Total of Prior Balance Due					\$34,904.42

*If a payment has already been made, thank you.



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c/o Community Health Systems, Inc.
4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

October 10, 2019
Invoice No.: 1713716
File No.: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$14,049.50
Current Disbursements	<u>226.95</u>
Total Current Invoice - Due Upon Receipt	\$14,276.45
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	47,672.42
Payments Received	<u>(12,768.00)</u>
Total Amount (All unpaid balances are Due Immediately)	<u>\$49,180.87</u>

Questions regarding payments or accounts, please call **1-877-577-7455** or acctbilling@polsinelli.com.
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4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

November 19, 2019
Invoice No: 1726192
File No: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$13,580.00
Current Disbursements	<u>898.72</u>
Total Current Invoice - Due Upon Receipt	\$14,478.72
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	49,180.87
Payments Received	<u>(46,370.97)</u>
Total Amount (All unpaid balances are Due Immediately)	<u>\$17,288.62</u>

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For Professional Services Through 10/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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November 19, 2019

Invoice No: 1726192

Professional Services

Date	Timekeeper	Description	Hours	Amount	Task Code
10/1/19	J. Pearson	Email and updated report on DIP budget/liquidity and August financial performance from BRG (.3); email from Boris Mankovetskiy regarding Committee call to be rescheduled (.1).	0.40	\$224.00	B150
10/1/19	J. Pearson	Multiple emails with Greg Kopacz regarding first interim fee application (.5); emails with BRG regarding First Interim Fee Application (.5); review, revise and supervise filing and service of Polsinelli First Interim Fee Application and Notice (2.4); forward conformed fee application and notice to Committee chair (.1).	3.50	1,960.00	B160
10/1/19	R.B. Soref	Email re review of BRG first interim fee application and compliance with UST guidelines.	0.10	56.00	B110
10/1/19	R.B. Soref	Email re distribution of Polsinelli first interim fee application to client.	0.10	56.00	B110
10/2/19	T. Behnam	Review BRG Fee Application for compliance with local rules and 1996 guidelines and provide comments.	2.50	900.00	B160
10/2/19	J. Pearson	Return call from attorney Aaron Ames, who represents a general unsecured creditor, regarding status of the case.	0.20	112.00	B150
10/2/19	J. Pearson	Emails with BRG regarding review of First Interim Fee Application (.5); email from Greg Kopacz regarding email from Debtors' counsel in connection with hearing on Interim Fee Applications (.1).	0.60	336.00	B160
10/2/19	R.B. Soref	Correspondence from debtor's counsel re fee applications and hearings.	0.10	56.00	B110



Invoice Detail

For Professional Services Through 10/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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November 19, 2019

Invoice No: 1726192

10/3/19	T. Behnam	Review revised BRG First Interim Fee Application and reply.	0.50	180.00	B160
10/3/19	J. Pearson	Review and supervise filing Certificate of Service for Polsinelli First Interim Fee Application (1.1); draft and supervise filing Amended Notice of Polsinelli First Interim Fee Application (.4); email ludes file for Polsinelli application to UST (.3); email from UST regarding Exhibits C-1 and C-2 (.3); email to Greg Kopacz regarding same (.1); review and supervise filing Certificate of Service for Polsinelli Amended Notice of First Interim Fee Application (.3); emails with BRG regarding its First Interim Fee Application (.6); draft memo to associate regarding same (.3).	3.40	1,904.00	B160
10/4/19	J. Pearson	Review and supervise filing of certificate of service for Polsinelli First Interim Fee Application (.3); review, revise and supervise filing of First Interim Fee Application and Notice of BRG (.5); forward conformed copies to BRG (.1).	0.90	504.00	B160
10/4/19	J. Pearson	Review Kimel Supplemental Declaration in Support of Relief from Stay (Estrella, LeClair) (.1); review Order(s) Granting Motion for Relief from Stay (Estrella, LeClair) (.1); review Hempsted motion for relief from stay (.1); review docket entry for Dentons' First Interim Fee Application (.1).	0.40	224.00	B110
10/7/19	J. Pearson	Review and approve for filing draft of Certificate of Service for BRG Interim Fee Application (.2); email to BRG with conformed version of Certificate of Service (.1); confer with Greg Kopacz regarding supplement to interim fee application (.1); confer with Andrew Sherman regarding interim fee application (.1); draft supplement to Polsinelli First Interim Fee Application that includes UST Exhibits C-1 and C-2 (Budget and Staffing), and see to filing of same (1.2).	1.70	952.00	B160



Invoice Detail

For Professional Services Through 10/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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November 19, 2019

Invoice No: 1726192

10/8/19	J. Pearson	Review and supervise filing and service of Sills Cummis's Monthly Fee Application and Notice (August) (.6); review and supervise filing of Certificate of Service for same (.3); forward conformed copies of filed documents to Greg Kopacz (.2); review and supervise filing of Certificate of Service for Supplement to Polsinelli First Interim Fee Application (.2); review and revise Notice of Sills Cummis's First Interim Fee Application (.3); review and supervise filing and service of Sills Cummis's First Interim Fee Application and Notice (.6); review and supervise filing of Certificate of Service for same (.3); forward conformed copies of filed documents to Greg Kopacz (.2); email from UST's office regarding UST forms C-1 and C-2 (.2).	2.90	1,624.00	B160
10/9/19	J. Pearson	Emails with Michael Schwarzmann regarding service of fee applications on the Debtors (.2); email to Greg Kopacz with UST Exhibits C-1 and C-2 to interim fee application (.1).	0.30	168.00	B160
10/11/19	T. Behnam	Draft September Monthly Fee Application.	0.50	180.00	B160
10/14/19	J. Pearson	Review and revise Polsinelli monthly fee application (Sept), notice of fee application and certificate of service and supervise filing and service of same (1.0); email filed application and notice to co-counsel and Committee chair Justin Pitt (.2).	1.20	672.00	B160
10/15/19	J. Pearson	Respond to email from chambers regarding in-court status conference.	0.20	112.00	B110
10/16/19	J. Pearson	Email to US Trustee's office with September monthly invoice and ledes file.	0.20	112.00	B160
10/16/19	J. Pearson	Follow up with Sills Cummis regarding dates for status conference with Judge Holt.	0.30	168.00	B110
10/17/19	J. Pearson	Follow up with Andrew Sherman regarding availability for attending status conference with Judge Holt (.2); email from Chambers regarding setting for status conference with Judge Holt (.1).	0.30	168.00	B110



Invoice Detail

For Professional Services Through 10/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 5

November 19, 2019

Invoice No: 1726192

10/18/19	J. Pearson	Review Notice of Status Conference (.1); email to Sills Cummis regarding same (.1).	0.20	112.00	B110
10/24/19	J. Pearson	Email from Andrew Sherman regarding his call with Debtors' counsel.	0.20	112.00	B150
10/25/19	J. Pearson	Review Piper Jaffray draft documents (.5); participate in telephonic Committee meeting (.7).	1.20	672.00	B150
10/28/19	J. Pearson	Review and revise BRG monthly fee application (Sept.) (.5); revise certificate of service for same (.3); supervise filing and service of BRG application, notice and certificate of service (.4); supervise filing Declaration of No Objection for Polsinelli First Interim Fee Application (.3); revise proposed order and supervise uploading order for entry (.5).	2.00	1,120.00	B160
10/29/19	J. Pearson	Supervise filing of Declaration of No Objection regarding Polsinelli First Interim Fee Application, and uploading of proposed order (.2); confer with Sills Cummis regarding submission of same for its First Interim Fee Application (.1).	0.30	168.00	B160
10/30/19	J. Pearson	Review Sills Cummis proposed order on its first interim fee application (.2); supervise filing Declaration of No Objection, and uploading proposed order (.3).	0.50	280.00	B160
10/30/19	J. Pearson	Emails with Mark Northrup and Jim Day regarding upcoming in-court status conference.	0.30	168.00	B110
10/31/19	J. Pearson	Review orders entered on interim fee applications for Polsinelli, Sills Cummis, and Dentons (.3); email to Sills Cummis with order (.1).	0.40	224.00	B160
10/31/19	R.B. Soref	Review order approving first interim fee application.	0.10	56.00	B110
Total Professional Services				\$13,580.00	

For Professional Services Through 10/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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November 19, 2019

Invoice No: 1726192

Timekeeper Summary

Timekeeper	Title	Hours	Rate	Amount
J. Pearson	Shareholder	21.60	560.00	\$12,096.00
R.B. Soref	Shareholder	0.40	560.00	224.00
T. Behnam	Associate	3.50	360.00	1,260.00
Total Professional Charges		25.50		\$13,580.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	2.10	\$1,176.00
B150	Meetings Of And Communications With Creditors	2.00	1,120.00
B160	Fee / Employment Applications	21.40	11,284.00
	Total Professional Charges	25.50	\$13,580.00

Disbursements

Date		Amount
08/31/19	On-Line Searches	\$161.00
09/30/19	On-Line Searches	91.70
10/01/19	Deliveries Invoice Date: 10/04/2019 Amount: 10.70 Cary Rowan Atria Health	10.70
10/01/19	Deliveries Invoice Date: 10/04/2019 Amount: 25.45 Ian Hammel Mintz Levin Cohen Ferris Glovs	25.45
10/01/19	Deliveries Invoice Date: 10/04/2019 Amount: 25.45 Sam Alberts Dentons US LLP	25.45
10/01/19	Deliveries Invoice Date: 10/04/2019 Amount: 25.45 Robert Hirsch Arent Fox LLP	25.45
10/03/19	Deliveries Invoice Date: 10/11/2019 Amount: 9.16 Cary Rowan Astria Health	9.16
10/03/19	Deliveries Invoice Date: 10/11/2019 Amount: 15.90 Sam Alberts Dentons US LLP	15.90
10/03/19	Deliveries Invoice Date: 10/11/2019 Amount: 15.90 Ian Hammel Mintz Levin Cohen Ferris Glovs	15.90
10/03/19	Deliveries Invoice Date: 10/11/2019 Amount: 15.90 Robert Hirsch Arent Fox LLP	15.90
10/04/19	Deliveries Invoice Date: 10/11/2019 Amount: 10.70 cary Rowan Astria Health	10.70



Invoice Detail

For Professional Services Through 10/31/19
File No. 103824-628101

Re: Astria Health - Committee Representation

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November 19, 2019
Invoice No: 1726192

10/04/19	Deliveries Invoice Date: 10/11/2019 Amount: 15.90 Sam Alberts Dentons US LLP	15.90
10/04/19	Deliveries Invoice Date: 10/11/2019 Amount: 25.45 Ian Hammel Mintz Levin Cohen Ferris Glovs	25.45
10/04/19	Deliveries Invoice Date: 10/11/2019 Amount: 25.45 Robert Hirsch Arent Fox LLP	25.45
10/08/19	Deliveries Invoice Date: 10/11/2019 Amount: 25.45 Robert Hirsch Arent Fox LLP	25.45
10/08/19	Deliveries Invoice Date: 10/11/2019 Amount: 25.45 Ian Hammel Mintz Levin Cohen Ferris Glovs	25.45
10/08/19	Deliveries Invoice Date: 10/11/2019 Amount: 25.45 Sam Alberts Dentons US LLP	25.45
10/08/19	Deliveries Invoice Date: 10/11/2019 Amount: 10.70 Cary Rowan Astria Health	10.70
10/14/19	Deliveries Invoice Date: 10/18/2019 Amount: 15.83 Sam Alberts Dentons US LLP	15.83
10/14/19	Deliveries Invoice Date: 10/18/2019 Amount: 15.83 Ian Hammel Mintz Levin Cohen Ferris Glovs	15.83
10/14/19	Deliveries Invoice Date: 10/18/2019 Amount: 15.83 Robert Hirsch Arent Fox LLP	15.83
10/18/19	Airfare Jane Pearson Seattle/Yakima Travel to Yakima for Status Conference with Judge Holt	226.59
10/28/19	Deliveries Invoice Date: 11/01/2019 Amount: 15.87 Robert Hirsch Arent Fox LLP	15.87
10/28/19	Deliveries Invoice Date: 11/01/2019 Amount: 15.87 Ian Hammel Mintz Levin Cohen Ferris Glovs	15.87
10/28/19	Deliveries Invoice Date: 11/01/2019 Amount: 15.87 Sam Alberts Dentons US LLP	15.87
10/28/19	Deliveries Invoice Date: 11/01/2019 Amount: 15.87 Andrew Sherman Sills Cummis & Gross P C	15.87
	Total Disbursements	\$898.72

Total Disbursements 898.72

Total Current Charges Due \$14,478.72



Invoice Detail

For Professional Services Through 10/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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November 19, 2019

Invoice No: 1726192

Statement of Outstanding Invoices

Date	Inv#	Amount	Credit	Payments	Balance*
10/10/19	1713716	\$14,276.45	\$0.00	\$11,466.55	\$2,809.90
Total of Prior Balance Due					\$2,809.90

*If a payment has already been made, thank you.



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This invoice reflects services performed and expenses incurred on your behalf. Your prompt attention is appreciated. Please contact us immediately to discuss any questions you may have. Thank you for this opportunity to serve you.

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

November 19, 2019
Invoice No.: 1726192
File No.: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$13,580.00
Current Disbursements	898.72
Total Current Invoice - Due Upon Receipt	\$14,478.72
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	49,180.87
Payments Received	(46,370.97)
Total Amount (All unpaid balances are Due Immediately)	\$17,288.62

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.

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Kansas City, MO 64187-8681
Wire Instructions:
US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code - USBKUS44IMT
Please reference Invoice No.

Late Payment Charge: 1% per month may be charged on outstanding balances

Polsinelli PC, Polsinelli LLP in California



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Justin D. Pitt, Chair
c/o Community Health Systems, Inc.
4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

December 5, 2019
Invoice No: 1731346
File No: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$9,692.00
Current Disbursements	<u>338.59</u>
Total Current Invoice - Due Upon Receipt	\$10,030.59
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	17,288.62
Payments Received	<u>0.00</u>
Total Amount (All unpaid balances are Due Immediately)	<u>\$27,319.21</u>

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Due Upon Receipt

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Professional Services

Date	Timekeeper	Description	Hours	Amount	Task Code
11/1/19	J. Pearson	Emails with Andrew Sherman regarding draft bid procedures motion and exclusivity motion.	0.30	\$168.00	B150
11/1/19	J. Pearson	Review Notice of Judge Reassignment.	0.10	56.00	B110
11/1/19	J. Pearson	Review BRG updated financial report.	0.40	224.00	B150
11/1/19	R.B. Soref	Draft memo re order approving first interim fee application.	0.10	56.00	B110
11/4/19	J. Pearson	Review Debtors' Motion to Extend Exclusivity.	0.20	112.00	B110
11/5/19	J. Pearson	Emails with Gary Dyer and Andrew Sherman regarding Debtors' performance.	0.20	112.00	B110
11/5/19	J. Pearson	Emails with BRG regarding submission of proposed order approving first interim fee application.	0.30	168.00	B160
11/5/19	J. Pearson	Review draft order on sale procedures, scheduling auction, approving executory contract procedures and related relief.	0.50	280.00	B130
11/6/19	J. Pearson	Revise form of order on BRG first interim fee application (.4); supervise filing declaration of no objection and uploading proposed order (.2); email to BRG regarding same (.1).	0.70	392.00	B160
11/6/19	J. Pearson	Emails with Andrew Sherman regarding update on pending matters.	0.30	168.00	B150
11/7/19	J. Pearson	Review order granting BRG's first interim fee application and correspondence with BRG.	0.20	112.00	B160
11/8/19	J. Pearson	Review BRG financial update.	0.40	224.00	B150

For Professional Services Through 11/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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December 5, 2019

Invoice No: 1731346

11/8/19	J. Pearson	Review Amended Notice of Debtors' Motion for Entry of an Order for Second Extension of Exclusive Periods.	0.10	56.00	B110
11/8/19	J. Pearson	Telephone conference with Boris Mankovetskiy regarding confidential status report (.2); review draft status report (.4); telephone conference with Judge Holt's law clerk regarding whether the court would accept a confidential status report (.2); email to Mr. Mankovetskiy and Andrew Sherman regarding conversation with Judge Holt's law clerk (.2); further telephone conversation with Judge Holt's law clerk that Judge Holt will not accept a confidential status report (.2); email to Mr. Mankovetskiy and Mr. Sherman regarding same (.1).	1.30	728.00	B110
11/11/19	J. Pearson	Review Patient Care Ombudsman's First Consolidated Supplemental Report.	0.30	168.00	B110
11/11/19	J. Pearson	Email with Andrew Sherman regarding Piper Jaffray update.	0.20	112.00	B150
11/12/19	J. Pearson	Review Committee email and patient care ombudsman report.	0.40	224.00	B150
11/12/19	J. Pearson	Emails with Gary Dyer and Andrew Sherman regarding Debtors' information.	0.30	168.00	B110
11/13/19	J. Pearson	Review comments regarding bid procedures (.4); email from JMB regarding same (.1).	0.50	280.00	B150
11/14/19	J. Pearson	Email from Boris Mankovetskiy regarding status conference 11/15.	0.10	56.00	B110
11/14/19	J. Pearson	Review Ex Parte Motion for Entry of Order Sealing Status Report and supporting declaration.	0.20	112.00	B110



Invoice Detail

For Professional Services Through 11/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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December 5, 2019

Invoice No: 1731346

11/15/19	J. Pearson	Attend in-person status conference with Judge Holt [Travel time to and from Yakima not billed - 7 hours] (1.5); correspondence re calendar deadlines and hearing dates provided by Judge Holt (.2); review Order on Ex Parte Motion for Entry of Order Sealing Status Report (.1).	1.80	1,008.00	B110
11/18/19	J. Pearson	Review Scheduling Order on Monthly Status Conferences and Omnibus Hearings.	0.10	56.00	B110
11/19/19	T. Behnam	Review October invoice changes.	0.30	108.00	B160
11/19/19	J. Pearson	Review Debtors' Motion to Reject Certain Agreements with First Choice Network, and supporting declaration.	0.50	280.00	B110
11/20/19	J. Pearson	Review Debtors' Bid Procedures Motion.	1.00	560.00	B110
11/21/19	T. Behnam	Draft Monthly Fee Application and Notice for October 2019.	2.20	792.00	B160
11/21/19	J. Pearson	Email regarding bid procedures motion.	0.30	168.00	B150
11/21/19	R.B. Soref	Review/revise October fee application (.10) and draft memo re same (.10).	0.20	112.00	B110
11/22/19	J. Pearson	Review and revise Polsinelli monthly fee application for fees incurred and expenses advanced during October (.9); email fee application to Committee chair, Justin Pitt, for review (.1); email from Mr. Pitt (.1).	1.10	616.00	B160
11/22/19	J. Pearson	Telephone conference with Boris Mankovetskiy regarding requesting status conference from the Court (.2); telephone conference with the Court's law clerk regarding same (.4); email to Mr. Mankovetskiy regarding same (.3); emails regarding availability (.3); telephone call from Court's law clerk regarding Court's schedule next week (.3); email to Mr. Mankovetskiy regarding same (.3).	1.80	1,008.00	B130



Invoice Detail

For Professional Services Through 11/30/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 5

December 5, 2019

Invoice No: 1731346

11/25/19	J. Pearson	Finalize Polsinelli October fee application.	0.60	336.00	B160
11/25/19	J. Pearson	Email from Gary Dyer regarding bid procedures motion (.2); email from Andrew Sherman regarding same (.2).	0.40	224.00	B130
11/25/19	J. Pearson	Email Gary Dyer regarding bid procedures.	0.20	112.00	B150
11/27/19	J. Pearson	Review BRG update.	0.40	224.00	B150
11/27/19	J. Pearson	Emails regarding extension of deadline for objecting to bid procedures motion.	0.20	112.00	B110
Total Professional Services				\$9,692.00	

Timekeeper Summary

Timekeeper	Title	Hours	Rate	Amount
J. Pearson	Shareholder	15.40	560.00	\$8,624.00
R.B. Soref	Shareholder	0.30	560.00	168.00
T. Behnam	Associate	2.50	360.00	900.00
Total Professional Charges		18.20		\$9,692.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	6.70	\$3,752.00
B130	Asset Disposition	2.70	1,512.00
B150	Meetings Of And Communications With Creditors	3.40	1,904.00
B160	Fee / Employment Applications	5.40	2,524.00
Total Professional Charges		18.20	\$9,692.00



Invoice Detail

For Professional Services Through 11/30/19
File No. 103824-628101
Re: Astria Health - Committee Representation

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Invoice No: 1731346

Disbursements

Date		Amount
10/31/19	On-Line Searches	\$158.30
11/12/19	Transportation Jane Pearson Car rental for status conference	80.29
11/15/19	Travel Jane Pearson Transportation to airport to attend status conference with Judge Holt	65.00
11/15/19	Travel Jane Pearson Transportation from airport to office after attending status conference with Judge Holt	35.00
	Total Disbursements	\$338.59
Total Disbursements		<u>338.59</u>
Total Current Charges Due		<u><u>\$10,030.59</u></u>



Invoice Detail

For Professional Services Through 11/30/19
File No. 103824-628101
Re: Astria Health - Committee Representation

Page 7
December 5, 2019
Invoice No: 1731346

Statement of Outstanding Invoices

Date	Inv#	Amount	Credit	Payments	Balance*
10/10/19	1713716	\$14,276.45	\$0.00	\$11,466.55	\$2,809.90
11/19/19	1726192	14,478.72	0.00	0.00	14,478.72
Total of Prior Balance Due					\$17,288.62

*If a payment has already been made, thank you.



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4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

December 5, 2019
Invoice No.: 1731346
File No.: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$9,692.00
Current Disbursements	338.59
Total Current Invoice - Due Upon Receipt	\$10,030.59
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	17,288.62
Payments Received	0.00
Total Amount (All unpaid balances are Due Immediately)	\$27,319.21

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Justin D. Pitt, Chair
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4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

January 7, 2020
Invoice No: 1741602
File No: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$8,944.00
Current Disbursements	<u>28.30</u>
Total Current Invoice - Due Upon Receipt	\$8,972.30
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	27,319.21
Payments Received	<u>(11,762.72)</u>
Total Amount (All unpaid balances are Due Immediately)	<u>\$24,528.79</u>

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.

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ABA #: 101000187
SWIFT Code - USBKUS44IMT
Please reference Invoice No.

Due Upon Receipt

Late Payment Charge: 1.5% per month may be charged on outstanding balances
Polsinelli PC, Polsinelli LLP in California



Invoice Detail

For Professional Services Through 12/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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January 7, 2020

Invoice No: 1741602

Professional Services

Date	Timekeeper	Description	Hours	Amount	Task Code
12/2/19	J. Pearson	Review Debtors' motion to extend time to assume or reject unexpired nonresidential real property leases.	0.20	\$112.00	B110
12/2/19	J. Pearson	Emails between Gary Dyer and Sills Cummis regarding bid procedures motion (.2); review TIAA Commercial Finance's objection to sale motion (.2); review Med One Capital Funding's Limited Objection to sale motion (.2).	0.60	336.00	B130
12/2/19	J. Pearson	Email from Gary Dyer regarding consumer privacy ombudsman.	0.10	56.00	B110
12/3/19	J. Pearson	Review Motion to Enlarge Time for Debtors to Remove Actions.	0.30	168.00	B110
12/4/19	J. Pearson	Email from Gary Dyer regarding matters relating to proposed bid procedures order and response from Boris Mankovetskiy (.1); review Debtors' Omnibus Reply to Objections to Debtors' Motion Approving Bid Procedures Order, etc. (.2).	0.30	168.00	B130
12/5/19	J. Pearson	Telephonic appearance at hearings on Debtors' Motion to Extend or Limit Exclusivity Period, and Motion to Sell, use or Lease Property.	1.00	560.00	B110
12/6/19	J. Pearson	Review and revise BRG's Fourth Monthly Fee Application and Notice of same (.5); see to filing and service of same (.4); forward conformed copies to BRG (.1).	1.00	560.00	B150
12/8/19	J. Pearson	Email from Andrew Sherman with update regarding Debtors' sale and refinancing process.	0.30	168.00	B150
12/10/19	T. Behnam	Draft November Monthly Fee Application and Notice re: same.	1.00	360.00	B160



Invoice Detail

For Professional Services Through 12/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 3

January 7, 2020

Invoice No: 1741602

12/10/19	J. Pearson	Email from Andrew Sherman to Committee regarding DIP financing.	0.20	112.00	B150
12/11/19	T. Behnam	Review comments to November Fee Application.	0.20	72.00	B160
12/11/19	J. Pearson	Review and supervise filing of Certificate of Service for RBG monthly fee application.	0.30	168.00	B160
12/11/19	R.B. Soref	Review/revise November monthly fee application.	0.30	168.00	B110
12/12/19	J. Pearson	Participate in Committee telephonic meeting.	0.50	280.00	B150
12/13/19	J. Pearson	Email from creditor regarding bidding procedures.	0.10	56.00	B150
12/13/19	J. Pearson	Review Debtors' Motion to Use Cash Collateral and Notice.	0.40	224.00	B110
12/16/19	J. Pearson	Email Polsinelli's November invoice to Committee chair for review.	0.20	112.00	B110
12/16/19	J. Pearson	Telephone conference with Judge Holt's law clerk regarding Judge Holt's policy when local counsel is required to appear in person.	0.20	112.00	B110
12/16/19	J. Pearson	Emails from Gary Dyer regarding proposed DIP financing (.3); review Committee's draft DIP objection (.5); emails regarding same (.3).	1.10	616.00	B230
12/16/19	J. Pearson	Email from Andrew Sherman to Committee regarding DIP financing update.	0.30	168.00	B150
12/17/19	J. Pearson	Confer with Boris Mankovetskiy regarding filing Committee objection to proposed DIP financing, and supervise same.	0.50	280.00	B110



Invoice Detail

For Professional Services Through 12/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

Page 4

January 7, 2020

Invoice No: 1741602

12/17/19	J. Pearson	Emails between Sam Alberts and Gary Dyer regarding proposed DIP financing (.4); emails between Andrew Sherman and Debtors' counsel regarding hearing on financing motion (.2); review US Trustee's objection to Debtors' financing motion (.2); review Status Report for DIP financing motion (.3).	1.10	616.00	B230
12/18/19	J. Pearson	Email from Boris Mankovetskiy to Committee regarding DIP financing update.	0.20	112.00	B150
12/18/19	J. Pearson	Review First Choice Health Network's response to Debtors' motion to reject executory contract.	0.10	56.00	B110
12/18/19	J. Pearson	Attend by telephone Debtors' emergency motion for replacement DIP financing.	3.30	1,848.00	B230
12/20/19	J. Pearson	Review Notice of Submission of Proposed Interim Order and Related Exhibits in Connection with Emergency Motion for Replacement Postpetition Financing, Granting Security Interests, etc.	0.40	224.00	B110
12/20/19	J. Pearson	Review and revise Polsinelli fee application and notice of fee application for month of November 2019 (.4); supervise filing and service (.4).	0.80	448.00	B160
12/20/19	J. Pearson	Email from Boris Mankovetskiy regarding DIP financing (.1); review BRG update (.3).	0.40	224.00	B150
12/22/19	J. Pearson	Respond to creditor inquiry.	0.20	112.00	B150
12/26/19	J. Pearson	Review Notice of Debtors' Motion for Entry of Order Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property.	0.10	56.00	B110
12/30/19	J. Pearson	Email from Andrew Sherman to Committee regarding update.	0.30	168.00	B150
12/30/19	J. Pearson	Emails between Gary Dyer and Andrew Sherman regarding sale status.	0.10	56.00	B230



Invoice Detail

For Professional Services Through 12/31/19

File No. 103824-628101

Re: Astria Health - Committee Representation

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January 7, 2020

Invoice No: 1741602

12/31/19	J. Pearson	Review Debtors' Response to First Choice Network's Limited Objection to Motion to Reject Executory Contract (.1); review Patient Care Ombudsman's Third Interim Report (.2).	0.30	168.00	B110
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Total Professional Services	\$8,944.00
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Timekeeper Summary

Timekeeper	Title	Hours	Rate	Amount
J. Pearson	Shareholder	14.90	560.00	\$8,344.00
R.B. Soref	Shareholder	0.30	560.00	168.00
T. Behnam	Associate	1.20	360.00	432.00
Total Professional Charges		16.40		\$8,944.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	4.10	\$2,296.00
B130	Asset Disposition	0.90	504.00
B150	Meetings Of And Communications With Creditors	3.50	1,960.00
B160	Fee / Employment Applications	2.30	1,048.00
B230	Financing / Cash Collections	5.60	3,136.00
	Total Professional Charges	16.40	\$8,944.00

Disbursements

Date	Amount
11/30/19 On-Line Searches - Pacer	\$28.30
Total Disbursements	\$28.30
Total Disbursements	28.30
Total Current Charges Due	\$8,972.30



Invoice Detail

For Professional Services Through 12/31/19
File No. 103824-628101
Re: Astria Health - Committee Representation

Page 6
January 7, 2020
Invoice No: 1741602

Statement of Outstanding Invoices

Date	Inv#	Amount	Credit	Payments	Balance*
11/19/19	1726192	\$14,478.72	\$0.00	\$8,952.82	\$5,525.90
12/05/19	1731346	10,030.59	0.00	0.00	10,030.59
Total of Prior Balance Due					\$15,556.49

*If a payment has already been made, thank you.



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

This invoice reflects services performed and expenses incurred on your behalf. Your prompt attention is appreciated. Please contact us immediately to discuss any questions you may have. Thank you for this opportunity to serve you.

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

January 7, 2020
Invoice No.: 1741602
File No.: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$8,944.00
Current Disbursements	28.30
Total Current Invoice - Due Upon Receipt	\$8,972.30
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	27,319.21
Payments Received	(11,762.72)
Total Amount (All unpaid balances are Due Immediately)	\$24,528.79

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.

Late Payment Charge: 1.5% per month may be charged on outstanding balances

Polsinelli PC, Polsinelli LLP in California



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

This invoice reflects services performed and expenses incurred on your behalf. Your prompt attention is appreciated. Please contact us immediately to discuss any questions you may have. Thank you for this opportunity to serve you.

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

February 5, 2020
Invoice No: 1752327
File No: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$36,497.00
Current Disbursements	<u>584.06</u>
Total Current Invoice - Due Upon Receipt	\$37,081.06
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	24,528.79
Payments Received	<u>0.00</u>
Total Amount (All unpaid balances are Due Immediately)	<u>\$61,609.85</u>

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
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Kansas City, MO 64187-8681
Wire Instructions:
US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code - USBKUS44IMT
Please reference Invoice No.

Due Upon Receipt

Late Payment Charge: 1.5% per month may be charged on outstanding balances
Polsinelli PC, Polsinelli LLP in California

Professional Services

Date	Timekeeper	Description	Hours	Amount	Task Code
1/2/20	T. Behnam	Correspondence re: Second Interim Fee Application.	0.20	\$72.00	B160
1/2/20	J. Pearson	Review and revise Fee Application (.5); arrange for filing and service tomorrow (.3).	0.80	448.00	B160
1/2/20	R.B. Soref	Correspondence re Monthly Fee Statement and Second Interim Fee Application.	0.20	112.00	B110
1/3/20	J. Pearson	Review Debtors' Notice to Counterparties to Certain Executory Contracts and Unexpired Leases of the Debtors that May Be Assumed and Assigned Pursuant to Bankruptcy Code section 365 (.3); review Debtors' Ex Parte Motion to File Certain Motion and Declaration in Support Thereof, Under Seal (.3).	0.60	336.00	B110
1/3/20	J. Pearson	Review and revise Sills Cummis October Fee Application and Notice of same (.4); supervise filing and service of same (.3); prepare certificates of service for September and October Fee Applications, and supervise filing of same (.4).	1.10	616.00	B160
1/4/20	J. Pearson	Emails from Andrew Sherman and Committee regarding Debtors' motion to seal a certain motion.	0.30	168.00	B150
1/5/20	J. Pearson	Email from Andrew Sherman with draft letter response to Debtors' motion to seal (.4); confer with Mr. Sherman and Rachel Brennan regarding same (.3).	0.70	392.00	B110
1/6/20	J. Pearson	Attend telephonic conference regarding Debtors' motion to seal emergency motion to close Yakima hospital.	1.50	840.00	B190



Invoice Detail

For Professional Services Through 1/31/20

File No. 103824-628101

Re: Astria Health - Committee Representation

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February 5, 2020

Invoice No: 1752327

1/6/20	J. Pearson	Vmail and emails to Judge Holt's law clerk regarding Committee's response to Debtors' motion to seal emergency motion to allow closing Yakima hospital (.8); supervise filing of same (.4); emails and telephone calls with co-counsel and Debtors' counsel regarding same (.6).	1.80	1,008.00	B110
1/6/20	J. Pearson	Email from Committee chair approving letter response to Debtors' motion to seal emergency motion to close Yakima hospital (.1); emails from Andrew Sherman regarding results of telephonic conference regarding Debtors' motion to seal (.3).	0.40	224.00	B150
1/7/20	T. Behnam	Review Comp Procedures Order and correspondence re: compliance.	0.70	252.00	B160
1/7/20	T. Behnam	Multiple correspondence re: preparation of Second Interim Fee Application.	0.60	216.00	B160
1/7/20	J. Pearson	Confer with Andrew Sherman regarding Debtors' motion to close Yakima hospital (.3); review Debtors' form of Order on Emergency Motion (.3).	0.60	336.00	B130
1/7/20	J. Pearson	Confer with Debtors' counsel regarding timing of filing and hearing on Second Interim Fee Applications.	0.30	168.00	B160
1/7/20	J. Pearson	Review Order Granting Motion to Reject Agreements with First Choice Health Network.	0.10	56.00	B110
1/7/20	R.B. Soref	Review compensation procedures order re Second Interim Fee Application.	0.20	112.00	B110
1/7/20	R.B. Soref	Email re December monthly fee statement.	0.10	56.00	B110
1/7/20	R.B. Soref	Correspondence re Second Interim Fee Application and coordination with debtor and committee professionals.	0.20	112.00	B110

1/8/20	J. Pearson	Email from Andrew Sherman to Committee regarding hearing on Debtors' motion to close Yakima hospital.	0.10	56.00	B150
1/8/20	J. Pearson	Emails from Debtors' counsel regarding proposed form of order on emergency motion (.3); review order entered authorizing the closure of Yakima hospital (.3).	0.60	336.00	B130
1/8/20	J. Pearson	Email from BRG regarding Fee Applications.	0.10	56.00	B110
1/8/20	J. Andrade	Prepare for and attend bankruptcy court hearing on motion to seal and motion to close hospital.	2.50	1,125.00	B410
1/9/20	J. Pearson	Email inquiry from creditor.	0.10	56.00	B150
1/10/20	J. Pearson	Email from Andrew Sherman regarding Washington State Nurses Association's motion for reconsideration of order allowing closure of Yakima hospital (.2); Committee emails regarding same (.4); respond to inquiry from creditor Therapeutic Resources, Inc. (.3).	0.90	504.00	B150
1/10/20	J. Pearson	Review docket text order on WSNA's Emergency Motion for Reconsideration.	0.10	56.00	B110
1/12/20	T. Behnam	Draft Polsinelli Monthly Fee Application and Notice for December 2019.	1.00	360.00	B160
1/13/20	J. Pearson	Review Washington State Nurses Association's motion for reconsideration of order allowing closure of Yakima hospital (.4); review Debtors' response to motion for reconsideration (.3); review Suzanne Cleland-Zamudio's motion for relief from stay (.1).	0.80	448.00	B110
1/13/20	J. Pearson	Respond to inquiry from lawyer for Advanced Transfusion Services (.4); respond to another inquiry from creditor represented by attorney Jake Rios (.4).	0.80	448.00	B150
1/13/20	R.B. Soref	Review/revise Notice and Polsinelli December Monthly Fee Application.	0.40	224.00	B110



Invoice Detail

For Professional Services Through 1/31/20

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February 5, 2020

Invoice No: 1752327

1/14/20	J. Pearson	Review Debtors' response to motion to reconsider order authorizing closure of Yakima hospital (.2); telephonic attendance of WSNA's Emergency Motion for Reconsideration of Order Authorizing Closure of Medical Center (3.0).	3.20	1,792.00	B130
1/15/20	J. Pearson	Review Polsinelli December Fee Application and Notice for filing (.4); supervise filing and service of same (.6); review Sills Cummis November Fee Application and Notice or filing (.4); supervise filing of same (.4).	1.80	1,008.00	B160
1/15/20	J. Pearson	Review BRG Update Report.	0.40	224.00	B150
1/16/20	J. Pearson	Supervise service of Sills Cummis November 2019 Fee Application (.5); prepare Certificates of Service for Polsinelli December 2019 Fee Application and Sills Cummis November 2019 Fee Application (.8).	1.30	728.00	B160
1/16/20	J. Pearson	Review Order Denying WSNA's Emergency Motion for Reconsideration of Order Authorizing Closure of Medical Center.	0.10	56.00	B110
1/16/20	J. Pearson	Email from Andrew Sherman regarding sale and refinancing matters (.7); Committee emails regarding same (.1).	0.80	448.00	B150
1/17/20	J. Pearson	Review draft Stipulation Regarding Committee's Challenge Rights (.3); review Inland Northwest Health Services' Objection to Debtors' Cure Notice (.1).	0.40	224.00	B180
1/20/20	J. Pearson	Vmail to courtroom deputy regarding telephonic appearance at hearings 1/22/20 (.1); respond to question from creditor Theorem Architecture (.2).	0.30	168.00	B110
1/20/20	J. Pearson	Review Debtors' motion to continue hearing on DIP financing and proposed order (.1); review Status Report for Second Status Conference (.1).	0.20	112.00	B110
1/21/20	T. Behnam	Review accounting to-date and draft Second Interim Fee Application Summary Narrative.	3.50	1,260.00	B160

For Professional Services Through 1/31/20

File No. 103824-628101

Re: Astria Health - Committee Representation

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February 5, 2020

Invoice No: 1752327

1/21/20	J. Pearson	Further responses to inquiry from creditor Theorem Architecture (.3); email from Andrew Sherman regarding Debtors' status update and revised schedule (.2).	0.50	280.00	B150
1/21/20	J. Pearson	Review Order Granting Motion to Shorten Notice on Motion to Continue Final Hearing Regarding Replacement Postpetition Financing (.1); review Order Continuing Final Hearing Regarding Debtors' Motion for Order Authorizing Postpetition Financing (.1); respond to email from creditor regarding scheduling (.1).	0.30	168.00	B110
1/22/20	T. Behnam	Draft documents for Second Interim Fee Application: Pearson Declaration, Summary Cover Sheet, Summary of Timekeepers, Summary of Project Compensation, Compensation Disclosure, Local Form 2016, Local Form 2016A, Local Form 2016B, Invoices, Second Interim Fee Period, Local Form 2016C, and Local Form 2016D.	5.10	1,836.00	B160
1/22/20	J. Pearson	Attend telephonic status conference (.6); review Notice Vacating Cure Objection Deadline (.1).	0.70	392.00	B110
1/22/20	J. Pearson	Email inquiry from creditor.	0.10	56.00	B150
1/23/20	T. Behnam	Revisions to Polsinelli Second Interim Fee Application and supporting exhibits (1.10); multiple correspondence re documents supporting Second Interim Fee Application (.40).	1.50	540.00	B160
1/23/20	J. Pearson	Review docket entries on yesterday's telephonic status conference.	0.10	56.00	B110
1/23/20	J. Pearson	Emails with Greg Kopacz regarding Sills Cummis and Polsinelli Interim Fee Applications (.4); review draft of Polsinelli Second Interim Fee Application (1.1).	1.50	840.00	B160
1/23/20	J. Pearson	Email from Andrew Sherman regarding lien challenge stipulation (.4); Committee email regarding same (.1).	0.50	280.00	B150



Invoice Detail

For Professional Services Through 1/31/20

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Re: Astria Health - Committee Representation

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February 5, 2020

Invoice No: 1752327

1/23/20	J. Pearson	Review MRI Network's objection to cure amount (.1); review Bramstedt Instrument's objection to cure amount (.1); review Med One Capital Funding, LLC's objection to cure amount (.1); respond to inquiry from creditor Bushnell Plumbing (.1).	0.40	224.00	B110
1/23/20	R.B. Soref	Review/revise Polsinelli Second Interim Fee Application.	0.50	280.00	B110
1/23/20	R.B. Soref	Review/revise Pearson declaration in support of Polsinelli Second Interim Fee Application.	0.30	168.00	B110
1/23/20	R.B. Soref	Review/revise Notice re Polsinelli Second Interim Fee Application.	0.30	168.00	B110
1/24/20	J. Pearson	Review BRG's Fifth Monthly Fee Application (.4); email to BRG with comment regarding same (.2); see to filing and service of BRG's Fifth Monthly Fee Application (.5); telephone conference with Greg Kopacz regarding completing Exhibit K for Interim Fee Applications (.4); emails with BRG regarding same (.4); forward draft Polsinelli Interim Application to Mr. Kopacz (.3); revisions to Polsinelli Second Interim Fee Application (1.2).	3.40	1,904.00	B160
1/24/20	J. Pearson	Review Debtors' objection to Suzanne Cleland-Zamudio's motion for relief from stay.	0.30	168.00	B110
1/24/20	J. Pearson	Committee email regarding lien challenge stipulation.	0.30	168.00	B150
1/26/20	J. Pearson	Review Health Ombudsman's Interim Fee Application.	0.20	112.00	B110
1/27/20	T. Behnam	Multiple correspondence re Polsinelli Second Interim Fee Application.	0.10	36.00	B160
1/27/20	J. Pearson	Call with attorney for entity interested in bidding on an asset.	0.30	168.00	B130

For Professional Services Through 1/31/20

File No. 103824-628101

Re: Astria Health - Committee Representation

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February 5, 2020

Invoice No: 1752327

1/27/20	J. Pearson	Revisions to Polsinelli's Second Interim Fee Application (1.9); emails with BRG regarding information for form 2016C (.3); supervise filing and service of BRG's Fifth Monthly Fee Application (.7); review BRG's Second Interim Fee Application and emails with BRG regarding same (.8); supervise filing and service of BRG's Second Interim Fee Application (.7); supervise filing and service of Polsinelli's Second Interim Fee Application (.7).	5.10	2,856.00	B160
1/27/20	J. Pearson	Email from Andrew Sherman to lenders' counsel regarding execution version of challenge stipulation (.2); emails regarding local rule requirement for approval of same (.2); begin drafting motion for approval of challenge stipulation (2.2).	2.60	1,456.00	B190
1/27/20	R.B. Soref	Email re comments to Polsinelli Second Interim Fee Application.	0.10	56.00	B110
1/28/20	J. Pearson	Revisions to Motion to Approve Stipulation Regarding Committee's Challenge Rights and proposed order (.9); emails with lenders regarding signature on stipulation (.2); email to lenders' counsel regarding whether they will join motion (.1); vmail to chambers regarding procedure for shortened time and limited notice (.3); draft motion to shorten time and limit notice and propose order (1.6); draft Notice of motions (.9); forward all to co-counsel for review and emails regarding same (.9); emails from lenders' counsel authorizing their electronic signature to stipulation (.2).	5.10	2,856.00	B110
1/28/20	J. Pearson	Review and supervise filing and service of Sills Cummis Second Interim Fee Application.	0.80	448.00	B160
1/28/20	J. Pearson	Review BRG update report.	0.40	224.00	B150

For Professional Services Through 1/31/20

File No. 103824-628101

Re: Astria Health - Committee Representation

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February 5, 2020

Invoice No: 1752327

1/29/20	J. Pearson	Supervise filing of Committee's motion for approval of stipulation on Committee's challenge rights, motion to shorten time and notice of motions (.6); confer with co-counsel regarding same (.6); telephone call to court's judicial assistant regarding filing of same (.2); vmail from judicial assistant regarding hearing (.2); revise order shortening time and limiting notice per call from judicial assistant and supervise uploading of order (.9); emails to lenders' counsel and debtors' counsel providing notice of filings and message from court that order shortening time and limiting notice would be entered, and regarding time of hearing (.9).	3.40	1,904.00	B110
1/29/20	J. Pearson	Review Sills Cummis Second Interim Fee Application and see to filing and service of same.	1.00	560.00	B160
1/29/20	J. Pearson	Email from Andrew Sherman to Committee regarding challenge rights stipulation.	0.20	112.00	B150
1/29/20	J. Pearson	Review Order Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property.	0.10	56.00	B110
1/30/20	J. Pearson	Prepare and supervise filing of Certificate of Service for Polsinelli's Second Interim Fee Application (.7); prepare and supervise filing of Certificate of Service for BRG's Second Interim Fee Application (.7); prepare and supervise filing of Certificate of Service for Sills Cummis's Second Interim Fee Application (.7).	2.10	1,176.00	B160
1/30/20	J. Pearson	Review Order Shortening Time and Limiting Notice, and forward by email to Debtors' counsel, Lenders' counsel and US Trustee's Office (.4); participate in telephonic hearing on Committee's motion for approval of challenge stipulation (.6); revise proposed order per court's instructions and supervise upload of order for entry (.7); vmail to court's judicial assistant that order has been uploaded (.1); review entered order and email to co-counsel (.2); review reply declarations on Suzanne Cleland-Zamudio's motion for relief from stay (.3).	2.30	1,288.00	B110



Invoice Detail

For Professional Services Through 1/31/20

File No. 103824-628101

Re: Astria Health - Committee Representation

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February 5, 2020

Invoice No: 1752327

1/31/20	J. Pearson	Email from Metiner Kimel regarding whether Committee will be pursuing WARN Act claims (.1); review Order Granting Motion for Relief from Stay re: Suzanne Cleland-Zamudio (.1); review Debtors' motion for third extension of exclusivity periods (.3); review Debtors' Notice of Modification to Bid Procedures and Related Deadlines (.2).	0.70	392.00	B110
1/31/20	J. Pearson	Review modified docket entry regarding hearing 1/30 on motion to approve Committee challenge stipulation and additional status conference.	0.10	56.00	B110
Total Professional Services				\$36,497.00	

Timekeeper Summary

Timekeeper	Title	Hours	Rate	Amount
J. Pearson	Shareholder	52.70	560.00	\$29,512.00
J. Andrade	Shareholder	2.50	450.00	1,125.00
R.B. Soref	Shareholder	2.30	560.00	1,288.00
T. Behnam	Associate	12.70	360.00	4,572.00
Total Professional Charges		70.20		\$36,497.00

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	20.80	\$11,648.00
B130	Asset Disposition	4.70	2,632.00
B150	Meetings Of And Communications With Creditors	5.80	3,248.00
B160	Fee / Employment Applications	31.90	15,324.00
B180	Avoidance Action Analysis	0.40	224.00
B190	Other Contested Matters (Excluding Assumption/reje	4.10	2,296.00
B410	General Bankruptcy Advice / Opinions	2.50	1,125.00
Total Professional Charges		70.20	\$36,497.00

Disbursements

Date		Amount
	Postage	\$197.65
11/25/19	Deliveries Invoice Date: 11/29/2019 Amount: 15.83 Andrew Sherman Sills Cummis & Gross PC	15.83
11/25/19	Deliveries Invoice Date: 11/29/2019 Amount: 15.83 Sam Alberts Dentons US LLP	15.83
11/25/19	Deliveries Invoice Date: 11/29/2019 Amount: 15.83 Ian Hammel Mintz Levin Cohen Ferris Glovs	15.83
11/25/19	Deliveries Invoice Date: 11/29/2019 Amount: 15.83 Robert Hirsch Arent Fox LLP	15.83
12/06/19	Deliveries Invoice Date: 12/13/2019 Amount: 15.96 Robert Hirsch Arent Fox LLP	15.96
12/06/19	Deliveries Invoice Date: 12/13/2019 Amount: 15.80 Ian Hammel Mintz Levin Cohen Ferris Glovs	15.80
12/06/19	Deliveries Invoice Date: 12/13/2019 Amount: 15.80 Sam Alberts Dentons US LLP	15.80
12/06/19	Deliveries Invoice Date: 12/13/2019 Amount: 15.80 Andrew Sherman Sills Cummis & Gross PC	15.80
12/20/19	Deliveries Invoice Date: 12/27/2019 Amount: 15.83 Andrew Sherman Sills Cummis & Gross PC	15.83
12/20/19	Deliveries Invoice Date: 12/27/2019 Amount: 15.83 Sam Alberts Dentons US LLP	15.83
12/20/19	Deliveries Invoice Date: 12/27/2019 Amount: 15.83 Ian Hammel Mintz Levin Cohen Ferris Glovs	15.83
12/20/19	Deliveries Invoice Date: 12/27/2019 Amount: 16.00 Robert Hirsch Arent Fox LLP	16.00
01/03/20	Deliveries Invoice Date: 01/10/2020 Amount: 20.11 Ian A Hammel Mintz Levin Cohen Ferris Glovs	20.11
01/03/20	Deliveries Invoice Date: 01/10/2020 Amount: 19.93 Sam J Alberts Dentons US LLP	19.93
01/03/20	Deliveries Invoice Date: 01/10/2020 Amount: 28.58 Robert Hirsch Arent Fox LLP	28.58
01/15/20	Deliveries Invoice Date: 01/24/2020 Amount: 21.36 Robert Hirsch Arent Fox LLP	21.36
01/15/20	Deliveries Invoice Date: 01/24/2020 Amount: 21.09 Sam J Alberts Dentons US LLP	21.09
01/15/20	Deliveries Invoice Date: 01/24/2020 Amount: 21.36 Ian A Hammel Mintz Levin Cohen Ferris Glovs	21.36
01/16/20	Deliveries Invoice Date: 01/24/2020 Amount: 21.36 Ian A Hammel Mintz Levin Cohen Ferris Glovs	21.36



Invoice Detail

For Professional Services Through 1/31/20

File No. 103824-628101

Re: Astria Health - Committee Representation

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February 5, 2020

Invoice No: 1752327

01/16/20	Deliveries Invoice Date: 01/24/2020 Amount: 21.09 Sam J Alberts Dentons US LLP	21.09
01/16/20	Deliveries Invoice Date: 01/24/2020 Amount: 21.36 Robert Hirsch Arent Fox LLP	21.36
	Total Disbursements	\$584.06

Total Disbursements	<u>584.06</u>
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Total Current Charges Due	<u><u>\$37,081.06</u></u>
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Invoice Detail

For Professional Services Through 1/31/20

File No. 103824-628101

Re: Astria Health - Committee Representation

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February 5, 2020

Invoice No: 1752327

Statement of Outstanding Invoices

Date	Inv#	Amount	Credit	Payments	Balance*
11/19/19	1726192	\$14,478.72	\$0.00	\$8,952.82	\$5,525.90
12/05/19	1731346	10,030.59	0.00	0.00	10,030.59
01/07/20	1741602	8,972.30	0.00	0.00	8,972.30
Total of Prior Balance Due					\$24,528.79

*If a payment has already been made, thank you.



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

This invoice reflects services performed and expenses incurred on your behalf. Your prompt attention is appreciated. Please contact us immediately to discuss any questions you may have. Thank you for this opportunity to serve you.

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

February 5, 2020
Invoice No.: 1752327
File No.: 103824-628101

Re: Astria Health - Committee Representation

Invoice Summary

Current Professional Services	\$36,497.00
Current Disbursements	584.06
Total Current Invoice - Due Upon Receipt	\$37,081.06
Previous Unpaid Invoices (PLEASE DISREGARD IF ALREADY PAID)	24,528.79
Payments Received	0.00
Total Amount (All unpaid balances are Due Immediately)	<u>\$61,609.85</u>

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.

Late Payment Charge: 1.5% per month may be charged on outstanding balances

Polsinelli PC, Polsinelli LLP in California



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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
asherman@sillscummis.com

Invoice Date: March 6, 2020
Invoice No: 1763246
Matter No: 103824-628101

*For Professional Services Through **February 29, 2020***

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

Total Current Fees	\$	13,438.00
Total Costs	\$	<u>208.62</u>
Total Current Invoice	\$	13,646.62
Previous Balance Due	\$	<u>61,609.85</u>
Total Amount Due	\$	<u>75,256.47</u>

*As of the above date, we are showing the above balances are open and unpaid.
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Acct #: 4343953230
ABA #: 101000187
SWIFT Code – USBKUS44IMT
Please reference Invoice No. 1763246



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

Invoice Date:
Invoice Number:
Matter Number:

March 6, 2020
1763246
103824-628101

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
02/01/20	Pearson, Jane	Email from Andrew Sherman regarding response to Metiner Kimel (.1); emails with Mr. Sherman regarding whether there is currently a claim deadline for employment contract rejection (.1); email to Gary Dyer regarding same (.1).	0.30	\$168.00	B150
02/02/20	Pearson, Jane	Review Debtors' Motion for Entry of Order for Third Extension of Exclusive Periods to File a Plan and Solicit Acceptances.	0.30	168.00	B110
02/03/20	Pearson, Jane	Emails between UST and Debtors regarding whether the final hearing on cash collateral and financing will be going forward.	0.10	56.00	B110
02/04/20	Pearson, Jane	Email inquiry from creditor Therapeutic Resources.	0.10	56.00	B150
02/05/20	Pearson, Jane	Telephonic attendance of continued hearing on Debtors' motion on cash collateral and DIP financing (.4); review docket entry regarding Second Interim Order on Use of Cash Collateral (.1).	0.50	280.00	B230
02/05/20	Pearson, Jane	Review Complaint filed by Washington State Nurses Association (.5); draft memo regarding further legal research needed regarding Washington state law claims (.4).	0.90	504.00	B190
02/05/20	Pearson, Jane	Respond to inquiry from creditor Therapeutic Resources (.3); respond to inquiry from Metiner Kimel (.3).	0.60	336.00	B150
02/05/20	Pearson, Jane	Review docket to determine whether hearing on use of cash collateral and DIP financing is going forward today (.4); review motion to reject contracts associated with Yakima Medical Center (.4).	0.80	448.00	B110

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

Invoice Date:

March 6, 2020

Invoice Number:

1763246

Matter Number:

103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
02/06/20	Polishik, Alexander	Initial review of Complaint filed by Washington State Nurses Association against Astria Health (.5); legal research regarding Washington's Payment Act and Rebate Act in preparation for memorandum regarding its application to claims filed by the Washington State Nurses (.8); assess application of the Washington's Payment Act and Rebate Act with respect to Washington State Nurses Association claims and prepare memorandum regarding same (.5).	1.80	810.00	B190
02/06/20	Pearson, Jane	Confer with Alex Polishuk regarding legal analysis of Washington state law claims in Complaint filed by Washington State Nurses Association.	0.40	224.00	B190
02/11/20	Polishik, Alexander	Conduct legal research and prepare memorandum on application of Washington's Payment Act and Rebate Act with respect to claims raised by Washington State Nurses Association.	5.10	2,295.00	B190
02/12/20	Pearson, Jane	Respond to email from attorney Metiner Kimel.	0.10	56.00	B150
02/12/20	Polishik, Alexander	Finalize memorandum on Payment Act and Rebate Act.	4.50	2,025.00	B190
02/13/20	Pearson, Jane	Review/revise memo regarding WSNA's Washington law claims under the Washington Wage Payment and Collection Act and the Washington Wage Rebate Act (1.0) ; email memo to co-counsel (.1).	1.10	616.00	B190
02/14/20	Pearson, Jane	Email from Gary Dyer regarding clinic closure.	0.10	56.00	B110
02/17/20	Behnam, Tanya	Correspondence with S. Schoener re: January monthly fee application.	0.20	72.00	B160
02/18/20	Pearson, Jane	Review status report for status conference with court scheduled for Feb. 20 (.4); vmail to courtroom deputy that Jessica Andrade will attend that telephonic status conference (.1); email to co-counsel regarding same (.1); review docket entries regarding no objections to motion to enlarge time to remove actions (.1).	0.70	392.00	B110
02/19/20	Pearson, Jane	Review Patient Care Ombudsman's Third Interim Report.	0.20	112.00	B110
02/19/20	Soref, Randye B.	Review/revise January monthly fee application and notice.	0.20	112.00	B110

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

Invoice Date:

March 6, 2020

Invoice Number:

1763246

Matter Number:

103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
02/19/20	Behnam, Tanya	Correspondence re January 2020 Monthly Fee Application.	0.10	36.00	B160
02/19/20	Behnam, Tanya	Draft January 2020 Monthly Fee Application and Notice re same.	0.90	324.00	B160
02/19/20	Pearson, Jane	Email from Andrew Sherman regarding Debtors' plan to engage real estate brokers.	0.50	280.00	B150
02/20/20	Pearson, Jane	Emails with Greg Kopacz regarding entry of order on interim fee application.	0.10	56.00	B160
02/20/20	Pearson, Jane	Review docket entry regarding order granting motion enlarging time to remove actions.	0.10	56.00	B110
02/20/20	Andrade, Jessica	Prepare for and attend hearing (1.0); discussions with J. Pearson regarding the same (.2).	1.20	540.00	B110
02/21/20	Pearson, Jane	Follow-up regarding status conference.	0.10	56.00	B110
02/24/20	Pearson, Jane	Review Polsinelli monthly fee application for January 2020 for filing (.3); emails with Sills Cummis and BRG regarding no objections to Second Interim Fee Applications (.3); submit Declaration of No Objection for each of Polsinelli, Sills Cummis, and BRG Second Interim Fee Applications (.3); finalize proposed orders for filing (.2).	1.10	616.00	B160
02/25/20	Pearson, Jane	Supervise filing and service of Polsinelli monthly fee application and notice for January 2020 (.5); supervise filing and service of Sills Cummis monthly fee application and notice for December 2020 (.5).	1.00	560.00	B160
02/25/20	Pearson, Jane	Review BRG financial update.	0.40	224.00	B110
02/25/20	Pearson, Jane	Telephonic attendance of hearing on Debtors' motion to extend exclusivity periods.	0.30	168.00	B190
02/25/20	Pearson, Jane	Update service list.	0.40	224.00	B110
02/26/20	Soref, Randy B.	Follow up re second interim fee application and monthly fee statements.	0.20	112.00	B110
02/26/20	Pearson, Jane	Email from BRG that it will be sending its January fee application to me today (.1); review and edit BRG monthly fee application (Jan.) (.8); supervise filing and service of same (.6); email from Justin Pitt, Committee chair, approving Polsinelli January fee application (.1).	1.60	896.00	B160



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

Invoice Date:

March 6, 2020

Invoice Number:

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Matter Number:

103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
02/27/20	Pearson, Jane	Email from Great America to Debtors' counsel.	0.10	56.00	B150
02/28/20	Pearson, Jane	Revise draft Certificate of Service for BRG January 2020 monthly fee application, and supervise filing of same.	0.30	168.00	B160
02/28/20	Pearson, Jane	Participate in telephonic Committee meeting.	0.50	280.00	B150

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Andrade, Jessica	Shareholder	1.20	\$450.00	\$540.00
Pearson, Jane	Shareholder	12.70	560.00	7,112.00
Soref, Randy B.	Shareholder	0.40	560.00	224.00
Polishik, Alexander	Counsel	11.40	450.00	5,130.00
Behnam, Tanya	Associate	1.20	360.00	432.00
Total		26.90		\$13,438.00

Task Summary

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
B110	Case Administration	4.80	2,556.00
B150	Meetings of and Communications with Creditors	2.20	1,232.00
B160	Fee / Employment Applications	5.30	2,728.00
B190	Other Contested Matters (excluding assumption/rejection moti	14.10	6,642.00
B230	Financing / Cash Collections	0.50	280.00
Total		26.90	\$13,438.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
02/27/20	FEDEX ERS - Invoice Date: 01/31/2020 Amount: 26.25 Robert Hirsch Arent Fox LLP	1.00	\$26.25
02/27/20	FEDEX ERS - Invoice Date: 01/31/2020 Amount: 17.04 Sam J Albert Dentons US LLP Notes: Fee Application	1.00	17.04
02/27/20	FEDEX ERS - Invoice Date: 01/31/2020 Amount: 26.25 Robert Hirsch Arent Fox LLP Notes: Berkeley 2d interim appl	1.00	26.25
02/27/20	FEDEX ERS - Invoice Date: 01/31/2020 Amount: 26.25 Sam J Albert Dentons US LLP	1.00	26.25



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

Invoice Date:
Invoice Number:
Matter Number:

March 6, 2020
1763246
103824-628101

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
02/27/20	FEDEX ERS - Invoice Date: 01/31/2020 Amount: 17.04 Ian A Hammel Mintz Levin Cohen Ferris Glovs Notes: Fee Application	1.00	17.04
02/27/20	FEDEX ERS - Invoice Date: 01/31/2020 Amount: 26.25 Ian A Hammel Mintz Levin Cohen Ferris Glovs Notes: Berkeley 2d interim appl	1.00	26.25
02/27/20	FEDEX ERS - Invoice Date: 01/31/2020 Amount: 26.25 Ian A Hammel Mintz Levin Cohen Ferris Glovs	1.00	26.25
02/27/20	FEDEX ERS - Invoice Date: 01/31/2020 Amount: 17.04 Robert Hirsch Arent Fox LLP Notes: Fee Application	1.00	17.04
02/27/20	FEDEX ERS - Invoice Date: 01/31/2020 Amount: 26.25 Sam J Albert Dentons US LLP Notes: Berkeley 2d interim appl	1.00	26.25
Total Disbursements:			\$208.62



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

Invoice Date:
Invoice Number:
Matter Number:

March 6, 2020
1763246
103824-628101

Outstanding Invoices

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Fees</u>	<u>Costs</u>	<u>Payments</u>	<u>Total Balance</u>
11/19/19	1726192	13,580.00	898.72	8,952.82	5,525.90
12/05/19	1731346	9,692.00	338.59	0.00	10,030.59
01/07/20	1741602	8,944.00	28.30	0.00	8,972.30
02/05/20	1752327	36,497.00	584.06	0.00	37,081.06
Total Previous Balance					\$61,609.85



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4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net
asherman@sillscummis.com

Invoice Date: March 6, 2020
Invoice No: 1763246
Matter No: 103824-628101

For Professional Services Through February 29, 2020

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

Total Current Fees	\$	13,438.00
Total Costs	\$	208.62
<i>Total Current Invoice</i>	\$	13,646.62
 Previous Balance Due	\$	61,609.85
Total Amount Due	\$	75,256.47

*As of the above date, we are showing the above balances are open and unpaid.
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Acct: **Polsinelli PC**
Acct #: 4343953230
ABA #: 101000187
SWIFT Code – USBKUS44IMT
Please reference Invoice No. 1763246



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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: April 13, 2020
Invoice No: 1778211
Matter No: 103824-628101

*For Professional Services Through **March 31, 2020***

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

Total Current Fees	\$ <u>9,120.00</u>
<i>Total Current Invoice</i>	\$ 9,120.00
 Previous Balance Due	 \$ <u>43,263.38</u>
Total Amount Due	\$ <u>52,383.38</u>

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Please reference Invoice No. 1778211



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

Invoice Date:

April 13, 2020

Invoice Number:

1778211

Matter Number:

103824-628101

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
03/03/20	Soref, Randy B.	Review Order approving first interim fee application and correspondence re same.	0.20	\$112.00	B110
03/04/20	Pearson, Jane	Email from Andrew Sherman regarding governance.	0.20	112.00	B150
03/05/20	Pearson, Jane	Review Debtors' motion to extend time to assume/reject real estate leases.	0.30	168.00	B110
03/05/20	Pearson, Jane	Review order approving Polsinelli first interim fee application.	0.10	56.00	B160
03/09/20	Pearson, Jane	Review docket to determine status of entry of orders on Sills Cummis and BRG fee applications.	0.30	168.00	B160
03/09/20	Behnam, Tanya	Correspondence re: Interim Compensation Order deadlines.	0.10	36.00	B110
03/09/20	Pearson, Jane	Review Debtors' Notice re: Motion to Obtain Replacement Postpetition Financing.	0.10	56.00	B110
03/09/20	Soref, Randy B.	Emails re monthly fee statements and fee applications.	0.20	112.00	B110
03/09/20	Pearson, Jane	Email to Committee chair with Polsinelli invoice for services provided and expenses advanced in February 2020.	0.10	56.00	B150
03/10/20	Pearson, Jane	Review Order on BRG's fees and email to BRG with same (.1); respond to email from Greg Kopacz regarding procedure for payment of December fee application (.1).	0.20	112.00	B160
03/11/20	Pearson, Jane	Emails from Andrew Sherman regarding Committee meeting.	0.10	56.00	B150
03/12/20	Pearson, Jane	Review order on COVID-19 procedure (.2); email from Gary Dyer to Debtors regarding records management request from Washington AG's office (.1).	0.30	168.00	B110
03/12/20	Pearson, Jane	Email from Andrew Sherman with draft plan term sheet and restructuring support agreement.	1.00	560.00	B150
03/13/20	Pearson, Jane	Attend telephonic Committee meeting (.4); email from BRG regarding analysis discussed in Committee meeting (.1).	0.50	280.00	B150
03/16/20	Pearson, Jane	Review Sills Cummis monthly fee application (Jan.) and notice (.4); supervise filing and service of same (.3); email to Debtors with fee application and notice (.1).	0.80	448.00	B160



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

Invoice Date:

April 13, 2020

Invoice Number:

1778211

Matter Number:

103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
03/16/20	Pearson, Jane	Review order granting Debtors' plan exclusivity motion.	0.20	112.00	B110
03/17/20	Pearson, Jane	Review Debtors' Omnibus Reply regarding lease rejection motion (.3); review redlined version of Third Interim [proposed] DIP financing order (.4).	0.70	392.00	B410
03/17/20	Behnam, Tanya	Multiple correspondence re Monthly Fee Application.	0.10	36.00	B160
03/17/20	Soref, Randy B.	Draft memo re monthly fee statement.	0.10	56.00	B110
03/18/20	Pearson, Jane	Attend telephonic hearings on continued use of cash collateral and Debtors' motion to reject executory contracts.	2.40	1,344.00	B410
03/18/20	Behnam, Tanya	Draft February Monthly Statement.	1.40	504.00	B160
03/18/20	Behnam, Tanya	Multiple correspondence/conference with re February Monthly Statement draft.	0.50	180.00	B110
03/19/20	Pearson, Jane	Review certificate of service for Sills Cummis fee application and supervise filing of same.	0.30	168.00	B170
03/19/20	Pearson, Jane	Email from Andrew Sherman regarding WSNA adversary proceeding.	0.30	168.00	B150
03/20/20	Pearson, Jane	Emails with BRG regarding procedure when no objection raised to monthly fee application.	0.20	112.00	B160
03/23/20	Behnam, Tanya	Revisions to Monthly Fee Application for February 2020 and Notice re same.	1.10	396.00	B160
03/23/20	Soref, Randy B.	Review/revise notice and February monthly fee statement.	0.30	168.00	B110
03/24/20	Pearson, Jane	Administration: review docket entry regarding Bush Kornfeld fee application (.1); review stipulation to extend time for Debtors to file application to retain real estate broker (.1).	0.20	112.00	B110
03/25/20	Pearson, Jane	Administration: Review order granting stipulation extending time to hire real estate broker.	0.10	56.00	B110
03/25/20	Pearson, Jane	Fee Applications: Review Polsinelli monthly fee application and notice of application and supervise filing and service of same (.9); email to Debtors with application and notice of application (.3).	1.20	672.00	B110
03/26/20	Pearson, Jane	Fee Applications: Review and supervise filing of certificate of service for Polsinelli's monthly fee application (February).	0.30	168.00	B310
03/27/20	Behnam, Tanya	Review new Court hearing Notice guidelines under COVID-19 (.1); correspondence re same (.1).	0.20	72.00	B110



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

Invoice Date:

April 13, 2020

Invoice Number:

1778211

Matter Number:

103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
03/27/20	Soref, Randy B.	Draft memo re second interim fee application.	0.20	112.00	B110
03/27/20	Pearson, Jane	Review order granting omnibus rejection of executory contracts and unexpired leases of real property and Debtors' applications to retain real estate brokers.	0.60	336.00	B110
03/29/20	Pearson, Jane	Review Debtors' notice of emergency motion to lease Yakima facility to State of Washington.	0.30	168.00	B110
03/29/20	Pearson, Jane	Email from Andrew Sherman regarding Debtors' proposed lease of Yakima facility to State of Washington.	0.20	112.00	B150
03/30/20	Pearson, Jane	Administration: Review Debtors' Motion for Approval of Interim Lease of Astria Regional Medical Center to the State of Washington in Response to the COVID-19 Pandemic (.4); review order setting hearing on that motion (.1).	0.50	280.00	B110
03/30/20	Pearson, Jane	Fee Applications: emails with Gregory Kopacz regarding Sills Cummis's monthly fee application (February).	0.10	56.00	B160
03/31/20	Pearson, Jane	Attend telephonic hearing on Debtors' emergency motion to enter into lease agreement of Yakima hospital with State of Washington (.6); review Notice vacating cure objection deadlines (.2).	0.80	448.00	B110
03/31/20	Pearson, Jane	Review Sills Cummis's Monthly Fee Application (Feb.) and Notice (.4); supervise filing and service of same (.3).	0.70	392.00	B160

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	13.10	\$560.00	\$7,336.00
Soref, Randy B.	Shareholder	1.00	560.00	560.00
Behnam, Tanya	Associate	3.40	360.00	1,224.00
Total		17.50		\$9,120.00

Task Summary

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
B110	Case Administration	6.40	3,424.00
B150	Meetings of and Communications with Creditors	2.40	1,344.00



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

Invoice Date:
Invoice Number:
Matter Number:

April 13, 2020
1778211
103824-628101

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
B160	Fee / Employment Applications	5.00	2,280.00
B170	Fee / Employment Objections	0.30	168.00
B310	Claims Administration and Objections	0.30	168.00
B410	General Bankruptcy Advice / Opinions	3.10	1,736.00
	Total	17.50	\$9,120.00



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

Invoice Date: April 13, 2020
Invoice Number: 1778211
Matter Number: 103824-628101

Outstanding Invoices

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Fees</u>	<u>Costs</u>	<u>Payments</u>	<u>Total Balance</u>
02/05/20	1752327	36,497.00	584.06	7,464.30	29,616.76
03/06/20	1763246	13,438.00	208.62	0.00	13,646.62
Total Previous Balance					\$43,263.38



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Justin_Pitt@chs.net

Invoice Date: April 13, 2020
Invoice No: 1778211
Matter No: 103824-628101

For Professional Services Through **March 31, 2020**

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

Total Current Fees	\$ 9,120.00
<i>Total Current Invoice</i>	<i>\$ 9,120.00</i>
 Previous Balance Due	 \$ 43,263.38
Total Amount Due	\$ 52,383.38

*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.*

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ABA #: 101000187
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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: May 4, 2020
Invoice No: 1787745
Matter No: 103824-628101

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

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

Total Current Fees	\$	4,184.00
Total Costs	\$	<u>262.64</u>
Total Current Invoice	\$	4,446.64
 Previous Balance Due	 \$	 <u>52,383.38</u>
Total Amount Due	\$	<u>56,830.02</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.*

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

Invoice Date:

May 4, 2020

Invoice Number:

1787745

Matter Number:

103824-628101

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
04/01/20	Pearson, Jane	Follow up regarding status of service of Sills Cummis fee application (.1); review certificate of service for filing tomorrow (.2).	0.30	\$168.00	B160
04/01/20	Pearson, Jane	Review BRG financial report dated 3/3/20.	0.30	168.00	B150
04/02/20	Pearson, Jane	Respond to email from Sarah Schrag (Dentons) regarding no more paper service on Dentons (.2); review Application to Approve Employment of Cushman & Wakefield as Broker (.2); review Application to Approve Employment of Almon Commercial Real Estate as Broker (.2).	0.60	336.00	B110
04/03/20	Pearson, Jane	Review Order Granting Emergency Motion for Approval of Lease of Astria Regional Medical Center to the State of Washington.	0.10	56.00	B110
04/06/20	Pearson, Jane	Review Notice regarding Patient Care Ombudsman Report.	0.10	56.00	B110
04/14/20	Pearson, Jane	Review Debtors' Fifth Status Conference Report.	0.30	168.00	B110
04/14/20	Pearson, Jane	Review Yakima Heart Center's Motion for Allowance of Administrative Expenses.	0.30	168.00	B110
04/16/20	Pearson, Jane	Email from Andrew Sherman regarding WSNA adversary proceeding.	0.20	112.00	B150
04/17/20	Pearson, Jane	Committee emails regarding WSNA claims.	0.10	56.00	B150
04/20/20	Behnam, Tanya	Multiple correspondence re Monthly Fee Application for March.	0.20	72.00	B160
04/20/20	Pearson, Jane	Review Patient Care Ombudsman's Fifth Interim Report.	0.10	56.00	B110
04/21/20	Behnam, Tanya	Draft March 2020 Monthly Statement.	1.00	360.00	B160
04/21/20	Soref, Randy B.	Correspondence from BRG re Polsinelli January and February fee statement payment status.	0.10	56.00	B160
04/21/20	Soref, Randy B.	Review/revise March interim fee statement.	0.30	168.00	B160
04/22/20	Soref, Randy B.	Correspondence re monthly fee statements.	0.20	112.00	B110
04/23/20	Pearson, Jane	Review Declaration in Support of Adding Summit Law Group as Newly Designated Ordinary Course Professional.	0.10	56.00	B110



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

Invoice Date:

May 4, 2020

Invoice Number:

1787745

Matter Number:

103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
04/24/20	Pearson, Jane	Review BRG's fee application for the period 2/1/20-3/31/20, and notice, for filing (.3); supervise filing of same (.2); email to Debtors and Debtors' counsel with fee application (.1); forward conformed copies to BRG (.1).	0.70	392.00	B160
04/24/20	Pearson, Jane	Review SCG Capital Corporation's Motion for Allowance of Administrative Expenses and supporting declaration (.2); review Smith & Nephew, Inc.'s Motion for Allowance of Administrative Expenses (.2); review Notice of Cancellation of Bid Procedures Deadlines (.1).	0.50	280.00	B110
04/27/20	Pearson, Jane	Review and revise draft certificate of service for RBG March fee application (.3); arrange for service tomorrow (.2); email Polsinelli invoice for March services to Justin Pitt for Committee approval (.2); review and revise Polsinelli March fee application and notice (.4); supervise filing of same, and arrange for service tomorrow (.3).	1.40	784.00	B160
04/28/20	Pearson, Jane	Confer with legal assistant regarding service of fee applications for BRG and Polsinelli, and related notices.	0.20	112.00	B160
04/29/20	Pearson, Jane	Review certificates of service for BRG and Polsinelli fee applications and notices, and supervise filing of same.	0.30	168.00	B160
04/29/20	Pearson, Jane	Email from Andrew Sherman regarding Committee meeting (.1); review BRG update report (.3).	0.40	224.00	B150
04/30/20	Pearson, Jane	Review orders approving Debtors' employment of Cushman & Wakefield and Almon Commercial Real Estate as brokers.	0.10	56.00	B110

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	6.10	\$560.00	\$3,416.00
Soref, Randye B.	Shareholder	0.60	560.00	336.00
Behnam, Tanya	Associate	1.20	360.00	432.00
Total		7.90		\$4,184.00



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

**Invoice Date:
Invoice Number:
Matter Number:**

**May 4, 2020
1787745
103824-628101**

Task Summary

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
B110	Case Administration	2.40	1,344.00
B150	Meetings of and Communications with Creditors	1.00	560.00
B160	Fee / Employment Applications	4.50	2,280.00
Total		7.90	\$4,184.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
04/08/20	FEDEX ERS - Invoice Date: 02/28/2020 Amount: 16.95 Ian A Hammel Mintz Levin Cohen Ferris Glovs	1.00	\$16.95
04/08/20	FEDEX ERS - Invoice Date: 02/28/2020 Amount: 16.95 Robert Hirsch Arent Fox LLP	1.00	16.95
04/08/20	FEDEX ERS - Invoice Date: 02/28/2020 Amount: 16.95 Sam J Albert Dentons US LLP	1.00	16.95
04/09/20	FEDEX ERS - Invoice Date: 03/20/2020 Amount: 16.88 Sam J Albert Dentons US LLP	1.00	16.88
04/09/20	FEDEX ERS - Invoice Date: 03/20/2020 Amount: 16.88 Ian A Hammel Mintz Levin Cohen Ferris Glovs	1.00	16.88
04/09/20	FEDEX ERS - Invoice Date: 03/20/2020 Amount: 16.88 Robert Hirsch Arent Fox LLP	1.00	16.88
04/09/20	FEDEX ERS - Invoice Date: 03/20/2020 Amount: 16.88 Ian A Hammel Mintz Levin Cohen Ferris Glovs	1.00	16.88
04/09/20	FEDEX ERS - Invoice Date: 03/06/2020 Amount: 16.95 Ian A Hammel Mintz Levin Cohen Ferris Glovs	1.00	16.95
04/09/20	FEDEX ERS - Invoice Date: 03/06/2020 Amount: 16.95 Robert Hirsch Arent Fox LLP	1.00	16.95
04/09/20	FEDEX ERS - Invoice Date: 03/06/2020 Amount: 16.95 Sam J Albert Dentons US LLP	1.00	16.95
04/29/20	FEDEX ERS - Invoice Date: 04/03/2020 Amount: 14.80 Ian A Hammel Mintz Levin Cohen Ferris Glovs	1.00	14.80
04/29/20	FEDEX ERS - Invoice Date: 04/10/2020 Amount: 16.43 Ian A Hammel Mintz Levin Cohen Ferris Glovs	1.00	16.43
04/29/20	FEDEX ERS - Invoice Date: 04/03/2020 Amount: 14.53 Sam J Albert Dentons US LLP	1.00	14.53
04/29/20	FEDEX ERS - Invoice Date: 04/03/2020 Amount: 14.80 Robert Hirsch Arent Fox LLP	1.00	14.80
04/29/20	FEDEX ERS - Invoice Date: 04/10/2020 Amount: 16.43 Sam J Albert Dentons US LLP	1.00	16.43



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

Invoice Date:
Invoice Number:
Matter Number:

May 4, 2020
1787745
103824-628101

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
04/29/20	FEDEX ERS - Invoice Date: 04/10/2020 Amount: 16.43 Robert Hirsch Arent Fox LLP	1.00	16.43
Total Disbursements:			\$262.64



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

Invoice Date:
Invoice Number:
Matter Number:

May 4, 2020
1787745
103824-628101

Outstanding Invoices

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Fees</u>	<u>Costs</u>	<u>Payments</u>	<u>Total Balance</u>
02/05/20	1752327	36,497.00	584.06	7,464.30	29,616.76
03/06/20	1763246	13,438.00	208.62	0.00	13,646.62
04/13/20	1778211	9,120.00	0.00	0.00	9,120.00
Total Previous Balance					\$52,383.38



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4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

Invoice Date: May 4, 2020
Invoice No: 1787745
Matter No: 103824-628101

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

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

Total Current Fees	\$ 4,184.00
Total Costs	\$ 262.64
<i>Total Current Invoice</i>	<i>\$ 4,446.64</i>
 Previous Balance Due	 \$ 52,383.38
Total Amount Due	\$ 56,830.02

*As of the above date, we are showing the above balances are open and unpaid.
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4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

Invoice Date: June 4, 2020
Invoice No: 1800749
Matter No: 103824-628101

*For Professional Services Through **May 31, 2020***

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

Total Current Fees	\$	11,120.00
Total Costs	\$	<u>183.28</u>
Total Current Invoice	\$	11,303.28
 Previous Balance Due	 \$	 <u>23,553.64</u>
Total Amount Due	\$	<u>34,856.92</u>

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

Invoice Date:

June 4, 2020

Invoice Number:

1800749

Matter Number:

103824-628101

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
05/01/20	Pearson, Jane	Email from Andrew Sherman regarding WSNA adversary proceeding status.	0.30	\$168.00	B150
05/01/20	Pearson, Jane	Review SCG Capital Corporation's Application for Allowance and Payment of Administrative Expense Claim.	0.10	56.00	B110
05/04/20	Pearson, Jane	Attend telephonic Committee meeting.	0.40	224.00	B150
05/04/20	Soref, Randy B.	Draft memo re April interim fee application.	0.20	112.00	B160
05/04/20	Pearson, Jane	Review docket entry order regarding COVID-19 court procedures.	0.10	56.00	B110
05/06/20	Pearson, Jane	Review Motions to Authorize Private Sales of Properties (910 S. 10th Ave. and Unit 42, Yakima Professional Ctr) and supporting declarations.	0.30	168.00	B110
05/07/20	Pearson, Jane	Confer with Greg Kopacz regarding filing Sills Cummis fee application (.2); review fee application and notice and supervise filing and service of same (.5); forward filed documents to Greg (.1).	0.80	448.00	B160
05/07/20	Behnam, Tanya	Detailed correspondence re Third Interim Fee Application.	0.40	144.00	B160
05/07/20	Behnam, Tanya	Multiple correspondence re Third Interim Fee Application.	0.30	108.00	B160
05/07/20	Pearson, Jane	Email to Ian Hammel regarding whether it is ok to serve Committee fee applications and notices on him by first class mail rather than by Federal Express.	0.10	56.00	B110
05/07/20	Soref, Randy B.	Draft memos re April monthly fee statement and interim fee application.	0.30	168.00	B160
05/08/20	Pearson, Jane	Supervise service of Sills Cummis fee application and notice.	0.30	168.00	B160
05/08/20	Behnam, Tanya	Draft Monthly Fee Statement and Notice for April 2020.	0.80	288.00	B160
05/08/20	Soref, Randy B.	Review/revise April monthly fee statement.	0.20	112.00	B110
05/08/20	Pearson, Jane	Review Debtors' Response to Motion for Allowance of Administrative Expense Claim (Yakima Heart Center, Inc., P.S.).	0.10	56.00	B110

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

**Invoice Date:
Invoice Number:
Matter Number:**

**June 4, 2020
1800749
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
05/11/20	Pearson, Jane	Review, edit and supervise filing and service of Polsinelli fee application for April 2020 (.5); review and supervise filing of Certificate of Service for Sills Cummis fee application (.1); serve Debtors with Polsinelli fee application and notice (.1).	0.70	392.00	B160
05/11/20	Behnam, Tanya	Draft Third Interim Fee Application.	2.50	900.00	B160
05/11/20	Soref, Randy B.	Review/revise April monthly fee statement and correspondence.	0.20	112.00	B110
05/11/20	Pearson, Jane	Review Debtors' Second Omnibus Motion for Order Authorizing Rejection of Executory Contracts.	0.20	112.00	B110
05/12/20	Behnam, Tanya	Draft Third Interim Fee Application.	0.70	252.00	B160
05/15/20	Pearson, Jane	Review Debtors' Verified Complaint against the SBA.	0.30	168.00	B110
05/18/20	Pearson, Jane	Review BRG's draft update report.	0.30	168.00	B150
05/18/20	Pearson, Jane	Supervise filing certificate of service for Polsinelli's April fee application (.2); review BRG fee application (April) and notice, and supervise filing and service of same (.5).	0.70	392.00	B160
05/18/20	Pearson, Jane	Review Debtors' Sixth Status Conference Report (.2); review Debtors' Objection to Apogee's Motion for Allowance of Administrative Expense Claim (.2).	0.40	224.00	B110
05/19/20	Behnam, Tanya	Draft Third Interim Fee Application of Polsinelli LLP.	6.00	2,160.00	B160
05/19/20	Soref, Randy B.	Correspondence re deadline to file third interim fee application.	0.20	112.00	B160
05/19/20	Pearson, Jane	Attend telephonic status conference and initial hearing on Debtors' complaint against the SBA.	0.50	280.00	B110
05/20/20	Behnam, Tanya	Revisions to Third Interim Fee Application; multiple correspondence re same.	0.70	252.00	B160
05/20/20	Soref, Randy B.	Review/revise notice; application and Pearson declaration re Polsinelli third interim fee application.	0.60	336.00	B160
05/20/20	Pearson, Jane	Review and revise draft Polsinelli Third Interim Fee Application (1.1); emails with BRG regarding financial information (.3).	1.40	784.00	B160
05/21/20	Pearson, Jane	Review Scheduling Order.	0.10	56.00	B110



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

Invoice Date:

June 4, 2020

Invoice Number:

1800749

Matter Number:

103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
05/26/20	Pearson, Jane	Respond to email from Greg Kopacz regarding third interim fee applications (.2); review draft Certificate of Service for BRG fee application (.2); email from BRG with information for financial information for interim fee application (.2).	0.60	336.00	B160
05/26/20	Behnam, Tanya	Multiple correspondence re Third Interim Fee Application.	0.20	72.00	B160
05/26/20	Soref, Randy B.	Correspondence re third interim fee application.	0.20	112.00	B160
05/26/20	Pearson, Jane	Review Order Approving Stipulation Extending Time to File Plan and Disclosure Statement (.1); review Debtors' Objection to Application of SCG Capital Corporation for Allowance and Payment of Administrative Expense Claim (.2).	0.30	168.00	B110
05/28/20	Pearson, Jane	Revisions to Polsinelli Third Interim Fee Application and supervise arrangements for filing and service (.9); review Sills Cummis Third Interim Fee Application and supervise arrangements for filing and service (1.1).	2.00	1,120.00	B160
05/29/20	Pearson, Jane	Email to Debtors with Sills Cummis third interim fee application and notice (.1); emails with BRG regarding filing its interim fee application next week (.2).	0.30	168.00	B160
05/31/20	Pearson, Jane	Review Declaration of Muhammed Riaz in Support of his Objection to Debtors' Second Omnibus Motion to Reject Contracts and Leases.	0.20	112.00	B110

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	10.50	\$560.00	\$5,880.00
Soref, Randy B.	Shareholder	1.90	560.00	1,064.00
Behnam, Tanya	Associate	11.60	360.00	4,176.00
Total		24.00		\$11,120.00

Task Summary

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
B110	Case Administration	3.10	1,736.00
B150	Meetings of and Communications with Creditors	1.00	560.00



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

Invoice Date:
Invoice Number:
Matter Number:

June 4, 2020
1800749
103824-628101

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
B160	Fee / Employment Applications	19.90	8,824.00
Total		24.00	\$11,120.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
05/04/20	FEDEX ERS - Invoice Date: 05/01/2020 Amount: 14.24 Ian A Hammel Mintz Levin Cohen Ferris Glovs	1.00	\$14.24
05/04/20	FEDEX ERS - Invoice Date: 05/01/2020 Amount: 14.24 Robert Hirsch Arent Fox LLP	1.00	14.24
	Postage	3.00	154.80
Total Disbursements:			\$183.28



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

Invoice Date:
Invoice Number:
Matter Number:

June 4, 2020
1800749
103824-628101

Outstanding Invoices

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Fees</u>	<u>Costs</u>	<u>Payments</u>	<u>Total Balance</u>
03/06/20	1763246	13,438.00	208.62	3,659.62	9,987.00
04/13/20	1778211	9,120.00	0.00	0.00	9,120.00
05/04/20	1787745	4,184.00	262.64	0.00	4,446.64
Total Previous Balance					\$23,553.64



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Invoice Date: June 4, 2020
Invoice No: 1800749
Matter No: 103824-628101

*For Professional Services Through **May 31, 2020***

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

Total Current Fees	\$ 11,120.00
Total Costs	\$ 183.28
<i>Total Current Invoice</i>	<i>\$ 11,303.28</i>
 Previous Balance Due	 \$ 23,553.64
Total Amount Due	\$ 34,856.92

*As of the above date, we are showing the above balances are open and unpaid.
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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>

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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



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

**Invoice Date:
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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>
06/16/20	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



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

**Invoice Date:
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**July 9, 2020
1812825
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
06/29/20	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:
Invoice No.:
Matter No.:

July 9, 2020
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



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	\$	91.20
<i>Total Current Invoice</i>	\$	<i>12,471.20</i>
 Previous Balance Due	\$	 16,631.28
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



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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: August 14, 2020
Invoice No: 1829112
Matter No: 103824-628101

*For Professional Services Through **July 31, 2020***

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

Total Current Fees	\$	30,704.00
Total Costs	\$	<u>933.10</u>
Total Current Invoice	\$	31,637.10
 Previous Balance Due	 \$	 <u>14,695.20</u>
Due Upon Receipt	\$	<u>46,332.30</u>

*As of the above date, we are showing the above balances are open and unpaid.
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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
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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. 1829112

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
07/01/20	Pearson, Jane	Telephone conference with Andrew Sherman, Boris Mankovetskiy, Chris Kearns and Joe Vizzini regarding Debtors' draft plan of reorganization.	0.50	\$280.00	B320
07/01/20	Pearson, Jane	Review certificate of service for Sills Cummis May fee application for filing (.2); email to Sills Cummis and BRG with orders on Third Interim Fee Applications (.2).	0.40	224.00	B160
07/02/20	Pearson, Jane	Memo regarding legal research needed in connection with Debtors' proposed plan of reorganization (.3); initial legal research regarding 9th Circuit authority on D&O releases (1.2); initial review of Debtors' draft disclosure statement (.8).	2.30	1,288.00	B320
07/02/20	Behnam, Tanya	Multiple correspondence re research needed for proposed plan.	0.70	252.00	B320
07/02/20	Pearson, Jane	Supervise filing Certificate of Service for Sills Cummis monthly fee application.	0.20	112.00	B160
07/03/20	Pearson, Jane	Emails from Andrew Sherman and BRG regarding information requested from Debtors.	1.20	672.00	B320
07/03/20	Behnam, Tanya	Research 9th Circuit case law re impairment and reinstatement.	1.00	360.00	B320
07/04/20	Pearson, Jane	Review emails from BRG regarding Astria's 5-year projections.	0.30	168.00	B320
07/06/20	Behnam, Tanya	Correspondence re June Monthly Fee Application.	0.20	72.00	B320
07/06/20	Behnam, Tanya	Follow-up research re 9th circuit case law on impairment; correspondence re same.	0.50	180.00	B320
07/06/20	Pearson, Jane	Email from T. Behnam regarding plan research (2.2); confer with her regarding same and further research (.5).	2.70	1,512.00	B320
07/06/20	Behnam, Tanya	Research 9th Circuit case law re impairment, reinstatement, and administrative convenience classes for analysis of proposed chapter 11 plan.	3.30	1,188.00	B320
07/06/20	Behnam, Tanya	Draft memorandum re research on impairment, reinstatement, and administrative claim case law in 9th Circuit; correspondence re same.	0.70	252.00	B320
07/06/20	Soref, Randy B.	Draft memos re approval of third party releases in 9th circuit (multiple).	0.30	168.00	B110

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

**Invoice Date:
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Matter No.:**

**August 14, 2020
1829112
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
07/06/20	Pearson, Jane	Emails from Sills Cummis and BRG regarding PPP monies.	0.20	112.00	B110
07/06/20	Pearson, Jane	Review Order Approving Stipulation Extending Time to File Plan and Disclosure Statement (.2); review Order Granting Motion Authorizing Rejection of Executory Contracts Related to Dr. Riaz and Dr. Zammit (.2); review Order Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property (.2).	0.60	336.00	B110
07/07/20	Pearson, Jane	Review legal research, case authority and analysis regarding plan issues.	3.10	1,736.00	B320
07/07/20	Pearson, Jane	Telephone conference with Sills Cummis and BRG regarding plan matters.	0.50	280.00	B320
07/07/20	Behnam, Tanya	Research case law in 9th Circuit re third party releases and exculpatory provisions.	4.50	1,620.00	B320
07/07/20	Behnam, Tanya	Draft memorandum re 9th Circuit case law on third party releases; correspondence with J. Pearson re same.	1.20	432.00	B320
07/07/20	Pearson, Jane	Participate in Committee telephonic meeting regarding plan matters.	0.60	336.00	B150
07/07/20	Pearson, Jane	See to ordering transcripts, per Sills Cummis request.	0.10	56.00	B110
07/08/20	Pearson, Jane	Review and revise legal memorandum regarding plan issues (2.9); email to Sills Cummis and BRG regarding same (.1).	3.00	1,680.00	B320
07/08/20	Pearson, Jane	Review Notice of Hearing and Joint Motion to Approve Disclosure Statement (.4); initial review of Disclosure Statement (1.3); initial review of proposed plan (1.1).	2.80	1,568.00	B320
07/08/20	Pearson, Jane	Email from creditor Earl Architects.	0.10	56.00	B150
07/09/20	Pearson, Jane	Review authorities regarding plan impairment and convenience class (1.9); review and edit memorandum regarding same (1.3).	3.20	1,792.00	B320
07/09/20	Behnam, Tanya	Multiple correspondence re June Fee Application.	0.30	108.00	B160
07/09/20	Pearson, Jane	Follow-up questions regarding ordering hearing transcripts.	0.30	168.00	B110
07/10/20	Pearson, Jane	Further review of Debtors' proposed plan and Disclosure Statement.	1.80	1,008.00	B320
07/10/20	Pearson, Jane	Email from creditor Earl Architects.	0.10	56.00	B150
07/13/20	Pearson, Jane	Prepare for telephone conference (.8); telephone conference with Sills Cummis and BRG regarding plan matters (.8).	1.60	896.00	B320



**Official Committee of Unsecured Creditors for Astria Health
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103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
07/13/20	Pearson, Jane	Respond to email from creditor Earl Architects, LLC regarding status of Debtors' plan (email proposed plan, disclosure statement and notice of hearing on DS to him).	0.30	168.00	B150
07/13/20	Pearson, Jane	Review order regarding continued phone-only conferences and hearings.	0.10	56.00	B110
07/14/20	Pearson, Jane	Receive and forward to Sills Cummis transcripts ordered, ask whether they need to be redacted before transcriber files them.	0.20	112.00	B320
07/14/20	Pearson, Jane	Email from creditor Earl Architects.	0.10	56.00	B150
07/15/20	Pearson, Jane	Review Patient Care Ombudsman's Sixth Interim Report (.4); email from Sills Cummis regarding whether transcripts need to be redacted before filing (.1).	0.50	280.00	B110
07/16/20	Pearson, Jane	Email from BRG with update report and discussion of plan matters.	0.10	56.00	B320
07/16/20	Pearson, Jane	Emails with Sills Cummis and Debtors' counsel regarding whether any redactions are needed before filing transcripts of two status conferences and cash collateral hearing.	0.10	56.00	B110
07/16/20	Pearson, Jane	Email from BRG regarding May fee application.	0.10	56.00	B160
07/16/20	Pearson, Jane	Emails with Debtors' counsel regarding whether any redactions are needed before transcription service files transcripts for 6/4/19 and 6/11/19 status conferences and 6/13/19 cash collateral hearing.	0.20	112.00	B110
07/17/20	Behnam, Tanya	Correspondence re June Monthly Fee Statement.	0.20	72.00	B160
07/20/20	Pearson, Jane	Respond to inquiry from creditor.	0.30	168.00	B150
07/20/20	Pearson, Jane	Review Status Report for Status Conference.	0.40	224.00	B110
07/21/20	Pearson, Jane	Prepare for and participate in telephonic conference with Sills Cummis and BRG regarding plan matters.	1.00	560.00	B320
07/21/20	Pearson, Jane	Telephone conference with Andrew Sherman regarding plan matters (.4); email from BRG regarding plan proposals (.4); email from BRG regarding disclosure statement and plan matters (1.0); emails with Andrew Sherman regarding opinion discussed by Judge Holt (.3).	2.10	1,176.00	B320

**Official Committee of Unsecured Creditors for Astria Health
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103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
07/21/20	Behnam, Tanya	Draft Monthly Fee Statement for June and Notice re same; correspondence re same.	1.30	468.00	B160
07/21/20	Pearson, Jane	Email from BRG regarding fee application.	0.10	56.00	B160
07/21/20	Soref, Randy B.	Review/revise notice of June interim monthly fee statement and June monthly fee application.	0.30	168.00	B160
07/21/20	Pearson, Jane	Email from Andrew Sherman regarding Committee meeting.	0.10	56.00	B150
07/21/20	Pearson, Jane	Attend telephonic status conference.	0.60	336.00	B110
07/22/20	Pearson, Jane	Email to creditor with attorney suggestions for filing claim.	0.20	112.00	B150
07/22/20	Pearson, Jane	Review docket entries on numerous motions for allowance of administrative expenses.	0.40	224.00	B110
07/23/20	Pearson, Jane	Email from BRG regarding monthly fee application.	0.10	56.00	B160
07/24/20	Behnam, Tanya	Multiple correspondence re June Monthly Fee Application.	0.30	108.00	B160
07/24/20	Pearson, Jane	Review draft of Polsinelli June fee application (.3); supervise filing and service of same (.3); review docket sheet for any additional parties to add to service list (.3); review BRG monthly fee application and notice for May 2020 (.4); supervise filing of same (.2).	1.50	840.00	B160
07/27/20	Pearson, Jane	Review draft discovery and email to co-counsel regarding same.	1.40	784.00	B320
07/27/20	Pearson, Jane	Participate in telephonic Committee meeting regarding proposed plan and disclosure statement.	1.10	616.00	B150
07/28/20	Pearson, Jane	Emails from Andrew Sherman regarding extension of deadline to file disclosure statement objections (.3); email from Debtors' counsel approving same (.1) draft motion to approve stipulation approving extended deadline for filing disclosure statement objections (.9); email from BRG regarding discovery matters (.1); review Committee's draft disclosure statement objection (.9); supervise filing disclosure statement objection (.3); emails with Sills Cummis and BRG regarding proposed plan (.1); emails from Sills Cummis with plan discovery (.4).	3.10	1,736.00	B320
07/28/20	Soref, Randy B.	Review updated fee statement and prepare email.	0.10	56.00	B160

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
07/28/20	Pearson, Jane	Emails with Debtors' counsel regarding whether any portion of transcript should be redacted before filing, and approve filing of the transcripts.	0.30	168.00	B110
07/29/20	Pearson, Jane	Revise stipulation and proposed order extending time for Committee's objection to disclosure statement to 7/31 (.9); email to Debtors' counsel regarding same (.1); email from Debtors' counsel approving stipulation (.1).	1.10	616.00	B320
07/29/20	Pearson, Jane	Review draft objection to disclosure statement and provide comments to Sills Cummis.	1.60	896.00	B320
07/29/20	Pearson, Jane	Email from Andrew Sherman to Committee regarding disclosure statement.	0.30	168.00	B150
07/30/20	Pearson, Jane	Revisions to proposed order approving stipulation extending deadline for filing disclosure statement objections (.2); supervise filing of same (.2); review revised version of Committee's Limited Objection to Motion for Order Approving (I) Proposed Disclosure Statement; (II) Solicitation and Voting Procedures; (III) Notice and Objection Procedure for Confirmation of Joint Plan of Reorganization; and (IV) Granting Related Relief (.4); email to Sills Cummis with filed objection (.1).	0.90	504.00	B320
07/30/20	Pearson, Jane	Review Debtors' Third Renewed Motion for Order Enlarging Time Within Which Debtors May Remove Actions and supporting declaration (.1); review Order Granting Stipulation Extending Authorization to Use Cash Collateral (.1).	0.20	112.00	B110
07/30/20	Pearson, Jane	Return call from creditor Evergreen Anesthesia regarding disclosure statement and plan schedule (.3); email Committee's limited disclosure statement objection to Evergreen Anesthesia (.2).	0.50	280.00	B150
07/31/20	Pearson, Jane	Review certificates of service for Polsinelli June fee application and BRG May fee application, and supervise filing of same.	0.40	224.00	B160



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

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August 14, 2020
1829112
103824-628101

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	45.00	\$560.00	\$25,200.00
Soref, Randy B.	Shareholder	0.70	560.00	392.00
Behnam, Tanya	Associate	14.20	360.00	5,112.00
	Total	59.90		\$30,704.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
07/14/20	Accuscribes Transcription Service - Transcripts from 6/4/19 Status Conference, 6/11/19 Status Conference, 6/13/19 Final Hearing before Judge Kurtz, US Bankruptcy Court, Western District of Washington	1.00	\$861.10
	Postage	1.00	72.00
	Total Disbursements:		\$933.10



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

Invoice Date:
Invoice No.:
Matter No.:

August 14, 2020
1829112
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>
06/04/20	1800749	11,120.00	183.28	9,079.28	2,224.00
07/09/20	1812825	12,380.00	91.20	0.00	12,471.20
Total Previous Balance					\$14,695.20



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Invoice Date: August 14, 2020
Invoice No: 1829112
Matter No: 103824-628101

For Professional Services Through July 31, 2020

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

Total Current Fees	\$ 30,704.00
Total Costs	\$ 933.10
<i>Total Current Invoice</i>	<i>\$ 31,637.10</i>
 Previous Balance Due	 \$ 14,695.20
Due Upon Receipt	\$ 46,332.30

*As of the above date, we are showing the above balances are open and unpaid.
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Wire Instructions:
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Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code – USBKUS44IMT
Please reference Invoice No. 1829112



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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: September 3, 2020
Invoice No: 1836599
Matter No: 103824-628101

*For Professional Services Through **August 31, 2020***

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

Total Current Fees	\$	8,571.50
Total Costs	\$	<u>118.60</u>
Total Current Invoice	\$	8,690.10
 Previous Balance Due	 \$	 <u>46,332.30</u>
Due Upon Receipt	\$	<u>55,022.40</u>

*As of the above date, we are showing the above balances are open and unpaid.
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Official Committee of Unsecured Creditors for Astria Health
Astria Health - Committee Representation

Invoice Date:
Invoice No.:
Matter No.:

September 3, 2020
1836599
103824-628101

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
08/03/20	Pearson, Jane	Review TIAA Commercial Finance Objection to Debtors' Plan Confirmation Procedures Motion.	0.20	\$112.00	B320
08/07/20	Pearson, Jane	Email from Andrew Sherman regarding continuance of disclosure statement hearing (.2); review Stipulated Motion for Continuing Disclosure Statement Hearing (.1).	0.30	168.00	B320
08/07/20	Pearson, Jane	Review Patient Care Ombudsman's Fourth Report.	0.20	112.00	B110
08/07/20	Pearson, Jane	Confer with BRG regarding monthly fee application for May (.3); supervise filing BRG fee application and notice and make arrangements for service (.4); email from Greg Kopacz regarding filing Sills Cummis June fee application (.1).	0.50	280.00	B160
08/08/20	Pearson, Jane	Email from Andrew Sherman regarding settlement proposal from Debtors, UMB and Lapis.	0.40	224.00	B320
08/10/20	Pearson, Jane	Review Stipulated Motion for Stipulation Continuing Disclosure Statement Hearing and Deadline to File Replies to Objections.	0.10	56.00	B320
08/10/20	Pearson, Jane	Committee emails regarding plan proposal.	0.10	56.00	B150
08/10/20	Pearson, Jane	Supervise service of BRG fee application.	0.10	56.00	B160
08/11/20	Pearson, Jane	Review notice of continuance regarding disclosure statement hearing (.1); review Order Granting Stipulated Motion Continuing Disclosure Statement Hearing (.1).	0.20	112.00	B320
08/11/20	Pearson, Jane	Email from Andrew Sherman regarding settlement term sheet.	0.40	224.00	B150
08/12/20	Pearson, Jane	Prepare for telephonic Committee meeting (.4); participate in telephonic Committee meeting regarding plan settlement issues (.5).	0.90	504.00	B150
08/12/20	Pearson, Jane	Telephone conference with interested party regarding Astria plan status.	0.30	168.00	B150
08/12/20	Pearson, Jane	Review draft certificate of service for BRG June fee application, and supervise filing of same.	0.40	224.00	B160
08/12/20	Pearson, Jane	Review Debtors' Motion to Reject Lease, Contract or Executory Contract.	0.30	168.00	B110

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

Invoice Date:
Invoice No.:
Matter No.:

September 3, 2020
1836599
103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
08/13/20	Pearson, Jane	Telephone conference with Andrew Sherman regarding plan matters (.2); brief review of information relating to plan and email to Mr. Sherman regarding same (.4).	0.60	336.00	B320
08/13/20	Pearson, Jane	Review and supervise filing certificate of service for BRG fee application.	0.30	168.00	B160
08/13/20	Pearson, Jane	Review Debtors' Motion to Reject Executory Contracts (.3); email from Andrew Sherman regarding same (.2); review Debtors' Response to Phillips Healthcare's Request for Administrative Expense Claim (.1).	0.60	336.00	B110
08/14/20	Behnam, Tanya	Correspondence re Fee Applications.	0.20	72.00	B160
08/14/20	Soref, Randy B.	Draft memo re July monthly fee statement.	0.20	112.00	B160
08/14/20	Pearson, Jane	Memo regarding fee application and quarterly fee application.	0.10	56.00	B160
08/16/20	Pearson, Jane	Email from Andrew Sherman regarding stipulation continuing disclosure statement hearing.	0.10	56.00	B320
08/17/20	Pearson, Jane	Review Stipulated Motion for Second Stipulation Continuing Disclosure Statement Hearing and Deadlines.	0.10	56.00	B320
08/17/20	Pearson, Jane	Email to Justin Pitt regarding approval of Polsinelli July invoice, and email from Mr. Pitt approving same.	0.10	56.00	B160
08/18/20	Pearson, Jane	Review Omnibus Order Approving Stipulated Motions Extending Time, Authorizing Further Extensions by Agreement (.2); review Status Report for Debtors' Ninth Status Conference (.2).	0.40	224.00	B110
08/19/20	Behnam, Tanya	Correspondence re notice of hourly rate change.	0.30	108.00	B160
08/19/20	Behnam, Tanya	Draft July 2020 Monthly Fee Application.	1.10	396.00	B160
08/19/20	Pearson, Jane	Attend telephonic status conference.	0.40	224.00	B110
08/19/20	Soref, Randy B.	Draft memo re notice of rate change.	0.20	112.00	B110
08/20/20	Behnam, Tanya	Revisions to July Monthly Fee Application; correspondence re same.	0.80	288.00	B160
08/20/20	Pearson, Jane	Review Debtors' Objection to TIAA Commercial Finance's Application for Administrative Expense Claim.	0.20	112.00	B110
08/20/20	Soref, Randy B.	Review/revise July monthly fee application and notice.	0.20	112.00	B160
08/21/20	Andreacchi, Deborah A.	Prepare filings of fee applications and notices.	0.30	67.50	B110

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

Invoice Date:
Invoice No.:
Matter No.:

September 3, 2020
1836599
103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
08/21/20	Pearson, Jane	Review New Notice of Debtors' and WSNA's Joint Motion for an Order Approving Settlement.	0.10	56.00	B110
08/21/20	Pearson, Jane	Review Sills Cummis fee application and notice (June); supervise filing and service of same (.6); review Polsinelli fee application and notice (July); supervise filing and service of same (.5).	1.10	616.00	B160
08/24/20	Pearson, Jane	Email from Andrew Sherman with plan counter proposal (.4); Committee emails regarding same (.4); email from Gary Dyer regarding disclosure statement objections (.2).	1.00	560.00	B320
08/24/20	Behnam, Tanya	Draft Notice of Hourly Rate Change; correspondence with R. Soref and J. Pearson re same.	1.00	360.00	B110
08/24/20	Pearson, Jane	Review and revise Notice of Hourly Rate Change.	0.30	168.00	B160
08/24/20	Pearson, Jane	Review drafts of certificates of service for Polsinelli July fee application and Sills Cummis June fee application, and supervise filing of same.	0.30	168.00	B160
08/24/20	Soref, Randy B.	Review local rules and US Trustee guidelines re notice period and effective date for charging new rates.	0.20	112.00	B110
08/24/20	Pearson, Jane	Review Order Granting Debtors' Second Omnibus Motion for Order Authorizing Rejection of Certain Executory Contracts and Unexpired Real Property Leases.	0.20	112.00	B110
08/25/20	Soref, Randy B.	Review/revise second supplemental declaration re employment as Committee counsel.	0.20	112.00	B160
08/26/20	Pearson, Jane	Email to Justin Pitt, Committee chair, with declaration regarding Polsinelli rate change, and email from him regarding same (.1); determine service for notice regarding rate increase (.2); supervise filing and service of Second Supplement to Pearson Declaration in Support of Application to Employ Polsinelli (.2).	0.50	280.00	B160
08/27/20	Pearson, Jane	Review draft Certificate of Service for Second Supplement to Jane Pearson Declaration in Support of Application to Employ Polsinelli, for filing tomorrow (.2); email to Cary Rowan with Supplement (.1).	0.30	168.00	B160



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

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

**September 3, 2020
1836599
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
08/28/20	Pearson, Jane	Review and supervise filing and service of Sills Cummis fee application and notice.	0.40	224.00	B160
08/30/20	Pearson, Jane	Email from Andrew Sherman regarding continuance of disclosure statement hearing.	0.10	56.00	B150
08/31/20	Pearson, Jane	Review Stipulated Motion for Third Stipulation Continuing Disclosure Statement Hearing and Deadlines to File Replies to Objections.	0.10	56.00	B320
08/31/20	Pearson, Jane	Review Notice regarding Patient Care Ombudsman's Report (.1) review Motion for Extension of Time to Assume or Reject Unexpired Leases of Nonresidential Real Property (.2).	0.30	168.00	B110

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	12.00	\$560.00	\$6,720.00
Soref, Randy B.	Shareholder	1.00	560.00	560.00
Behnam, Tanya	Associate	3.40	360.00	1,224.00
Andreacchi, Deborah A.	Paralegal	0.30	225.00	67.50
Total		16.70		\$8,571.50

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
	On-Line Searches	538.00	53.80
	Postage	1.00	64.80
Total Disbursements:			\$118.60



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

Invoice Date:
Invoice No.:
Matter No.:

September 3, 2020
1836599
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>
06/04/20	1800749	11,120.00	183.28	9,079.28	2,224.00
07/09/20	1812825	12,380.00	91.20	0.00	12,471.20
08/14/20	1829112	30,704.00	933.10	0.00	31,637.10
Total Previous Balance					\$46,332.30



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4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

Invoice Date: September 3, 2020
Invoice No: 1836599
Matter No: 103824-628101

*For Professional Services Through **August 31, 2020***

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

Total Current Fees	\$ 8,571.50
Total Costs	\$ 118.60
<i>Total Current Invoice</i>	<i>\$ 8,690.10</i>
 Previous Balance Due	 \$ 46,332.30
Due Upon Receipt	\$ 55,022.40

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Franklin, TN 37067
Justin_Pitt@chs.net

Invoice Date: October 7, 2020
Invoice No: 1851532
Matter No: 103824-628101

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

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

Total Current Fees	\$	11,661.00
Total Costs	\$	<u>87.60</u>
Total Current Invoice	\$	11,748.60
 Previous Balance Due	 \$	 <u>19,530.90</u>
Due Upon Receipt	\$	<u>31,279.50</u>

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Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
09/01/20	Pearson, Jane	Review and edit Certificate of Service for Sills Cummis July fee application, and supervise filing of same (.4); emails with Sam Maizel and Michael Lane regarding email service on Debtors (.1).	0.50	\$280.00	B160
09/01/20	Pearson, Jane	Review Notice of Continuance of Disclosure Statement Hearing.	0.10	56.00	B320
09/01/20	Soref, Randy B.	Review order re interim compensation procedures.	0.20	112.00	B160
09/02/20	Pearson, Jane	Review Debtors' Fourth and Fifth Omnibus Motions to Reject Leases	0.30	168.00	B110
09/03/20	Behnam, Tanya	Memorandum re Fourth Interim Fee Application.	0.50	180.00	B160
09/03/20	Soref, Randy B.	Draft memo re interim fee application.	0.20	112.00	B160
09/04/20	Soref, Randy B.	Draft memo re interim fee application deadlines.	0.20	112.00	B160
09/09/20	Pearson, Jane	Emails from Andrew Sherman regarding revised plan settlement term sheet.	0.40	236.00	B150
09/11/20	Behnam, Tanya	Draft August Monthly Fee Application.	1.00	380.00	B160
09/11/20	Pearson, Jane	Review Order Granting Debtors' and WSNA's Joint Motion for Order Approving Settlement.	0.10	59.00	B110
09/13/20	Pearson, Jane	Email from Andrew Sherman regarding revised plan settlement term sheet.	0.30	177.00	B320
09/14/20	Behnam, Tanya	Correspondence re August Monthly Fee Statement.	0.20	76.00	B160
09/14/20	Soref, Randy B.	Review/revise August monthly fee application; notice and correspondence.	0.30	177.00	B160
09/14/20	Pearson, Jane	Review Seventh Ombudsman Report.	0.20	118.00	B110
09/15/20	Behnam, Tanya	Draft Fourth Interim Fee Application.	1.30	494.00	B160
09/15/20	Pearson, Jane	Email to Committee counsel with invoice for August services for approval	0.10	59.00	B160
09/15/20	Pearson, Jane	Review docket order regarding continuing protocol under COVID-19.	0.10	59.00	B110
09/16/20	Pearson, Jane	Review and edit Polsinelli draft fee application for August (.4); supervise filing and service of same (.3).	0.70	413.00	B160
09/17/20	Pearson, Jane	Edit and supervise filing Certificate of Service for Polsinelli fee application and notice filed 9/16.	0.30	177.00	B160
09/17/20	Pearson, Jane	Respond to inquiry from creditor Rick Earl.	0.20	118.00	B150

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

Invoice Date:
Invoice No.:
Matter No.:

October 7, 2020
1851532
103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
09/18/20	Pearson, Jane	Email from Andrew Sherman regarding continuing disclosure statement hearing.	0.10	59.00	B150
09/21/20	Pearson, Jane	Respond to creditor inquiry from Benjamin Ellison.	0.20	118.00	B150
09/21/20	Pearson, Jane	Review docket entry regarding continuance of disclosure statement hearing.	0.10	59.00	B110
09/22/20	Pearson, Jane	Review email from Andrew Sherman regarding proposed plan settlement (.4); Committee emails regarding same (.2).	0.60	354.00	B320
09/22/20	Behnam, Tanya	Draft Fourth Interim Fee Application, Pearson Declaration, and Notice re same.	3.20	1,216.00	B160
09/23/20	Behnam, Tanya	Draft Exhibits C-K to Fourth Interim Fee Application.	5.00	1,900.00	B160
09/23/20	Pearson, Jane	Review Plan Settlement Term Sheet.	0.40	236.00	B150
09/23/20	Soref, Randy B.	Review/revise fourth interim fee application and supporting pleadings.	0.50	295.00	B160
09/23/20	Pearson, Jane	Review Debtors' Tenth Status Conference Report.	0.20	118.00	B110
09/24/20	Pearson, Jane	Emails regarding Polsinelli interim fee application	0.10	59.00	B160
09/24/20	Behnam, Tanya	Revisions to Fourth Interim Fee Application.	0.30	114.00	B160
09/24/20	Pearson, Jane	Email from BRG regarding July-August fee application.	0.10	59.00	B160
09/24/20	Pearson, Jane	Attend telephonic status conference and hearings.	1.80	1,062.00	B110
09/25/20	Pearson, Jane	Review BRG monthly fee application and notice, and supervise filing and service of same.	0.70	413.00	B160
09/28/20	Pearson, Jane	Review certificate of service for BRG monthly fee application, and supervise filing of same.	0.30	177.00	B160
09/28/20	Pearson, Jane	Review docket entries regarding minute entries on Intuitive Surgical's Motion for Allowance of Administrative Expenses (.1); review Order Enlarging Time within which Debtors May Remove Actions (.1); review Order Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property (.1)	0.30	177.00	B110
09/29/20	Pearson, Jane	Emails with Greg Kopacz regarding Sills Cummis August fee application and quarterly fee application.	0.20	118.00	B160



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

Invoice Date:
Invoice No.:
Matter No.:

October 7, 2020
1851532
103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
09/29/20	Behnam, Tanya	Final review re Fourth Interim Fee Application.	0.40	152.00	B160
09/30/20	Behnam, Tanya	Final review of Fourth Interim Fee Application prior to filing.	0.30	114.00	B160
09/30/20	Pearson, Jane	Review Sills Cummis fee application and notice, and supervise filing and service of same (.8); email to Greg Kopacz regarding application (.1); review and revise Polsinelli fourth interim fee application and notice and supervise filing and service of same (1.3).	2.20	1,298.00	B160

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	0.90	\$560.00	\$504.00
Pearson, Jane	Shareholder	9.70	590.00	5,723.00
Soref, Randy B.	Shareholder	0.60	560.00	336.00
Soref, Randy B.	Shareholder	0.80	590.00	472.00
Behnam, Tanya	Associate	0.50	360.00	180.00
Behnam, Tanya	Associate	11.70	380.00	4,446.00
Total		24.20		\$11,661.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
	Postage	1.00	87.60
Total Disbursements:			\$87.60



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

Invoice Date:
Invoice No.:
Matter No.:

October 7, 2020
1851532
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>
06/04/20	1800749	11,120.00	183.28	9,079.28	2,224.00
07/09/20	1812825	12,380.00	91.20	9,995.20	2,476.00
08/14/20	1829112	30,704.00	933.10	25,496.30	6,140.80
09/03/20	1836599	8,571.50	118.60	0.00	8,690.10
Total Previous Balance					\$19,530.90



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Invoice Date: October 7, 2020
Invoice No: 1851532
Matter No: 103824-628101

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

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

Total Current Fees	\$ 11,661.00
Total Costs	\$ 87.60
<i>Total Current Invoice</i>	<i>\$ 11,748.60</i>
 Previous Balance Due	 \$ 19,530.90
Due Upon Receipt	\$ 31,279.50

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Franklin, TN 37067
Justin_Pitt@chs.net

Invoice Date: November 10, 2020
Invoice No: 1863734
Matter No: 103824-628101

*For Professional Services Through **October 31, 2020***

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

Total Current Fees	\$	13,533.00
Total Costs	\$	<u>151.50</u>
Total Current Invoice	\$	13,684.50
 Previous Balance Due	 \$	 <u>24,303.70</u>
Due Upon Receipt	\$	<u>37,988.20</u>

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ABA #: 101000187
SWIFT Code – USBKUS44IMT
Please reference Invoice No. 1863734

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
10/01/20	Pearson, Jane	Review email from Andrew Sherman regarding plan settlement update.	0.30	\$177.00	B320
10/01/20	Soref, Randy B.	Correspondence re fourth interim fee application.	0.20	118.00	B160
10/01/20	Pearson, Jane	Review, edit and supervise filing and service of Polsinelli's fourth interim fee application.	1.40	826.00	B160
10/01/20	Pearson, Jane	Review agreed orders entered on administrative expense claims for Philips Healthcare, Microsoft Corporation and Bay Street Properties.	0.10	59.00	B110
10/02/20	Pearson, Jane	Emails regarding plan settlement update (.3); respond to email from creditor regarding status of plan confirmation (.1); email from Andrew Sherman regarding draft motion to sell Astria Medical Office Plaza (.2).	0.60	354.00	B150
10/02/20	Pearson, Jane	Review Stipulated Motion for Continuing Disclosure Statement Hearing (.1); review order approving same (.1).	0.20	118.00	B110
10/03/20	Pearson, Jane	Email from BRG regarding Debtors' Motion to Sell Astria Medical Office Plaza and associated offsite parking.	0.10	59.00	B150
10/04/20	Pearson, Jane	Email from Greg Kopacz regarding notice of rate change.	0.10	59.00	B160
10/05/20	Pearson, Jane	Review and revise certificate of service for Polsinelli's fourth interim fee application, and supervise filing of same (.8); email with Greg Kopacz regarding notice of rate change (.1).	0.90	531.00	B160
10/06/20	Soref, Randy B.	Email re September monthly fee statement.	0.10	59.00	B160
10/06/20	Pearson, Jane	Email from Andrew Sherman regarding Motion to Sell Real Property (Astria Medical Office Plaza and associated parking, and Astria Regional Medical Center and associated offsite parking).	0.30	177.00	B150
10/07/20	Pearson, Jane	Review Notice of Sale of Property Free and Clear (.2); review Motion to Limit Notice (.1).	0.30	177.00	B110
10/07/20	Pearson, Jane	Respond to email from US Trustee's Office regarding rate increases.	0.20	118.00	B160

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

Invoice Date:
Invoice No.:
Matter No.:

November 10, 2020
1863734
103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
10/07/20	Pearson, Jane	Email to Committee chair with invoice for September services and expenses for approval.	0.10	59.00	B160
10/08/20	Pearson, Jane	Email from Committee chair approving September invoice.	0.10	59.00	B160
10/12/20	Pearson, Jane	Return call from creditor regarding whether she needs to do anything further regarding her claim.	0.30	177.00	B150
10/12/20	Soref, Randy B.	Draft memo re September monthly fee statement.	0.20	118.00	B160
10/12/20	Pearson, Jane	Review draft revised plan of reorganization.	1.20	708.00	B320
10/13/20	Pearson, Jane	Review Stipulation Extending Authorization to Use Cash Collateral.	0.20	118.00	B110
10/13/20	Soref, Randy B.	Review/revise September monthly fee application and notice.	0.30	177.00	B160
10/13/20	Behnam, Tanya	Draft September 2020 Monthly Fee Application.	1.30	494.00	B160
10/14/20	Pearson, Jane	Email from Andrew Sherman with letter from Lapis regarding status as plan proponent.	0.40	236.00	B320
10/14/20	Pearson, Jane	Review Order Granting Third Omnibus Motion Authorizing Rejection of Certain Executory Contracts and Unexpired Leases of Real Property (.2); review Order Granting Fourth Omnibus Motion for Order Authorizing Rejection of Certain Executory Contracts and Unexpired Leases of Real Property (.1); review Order Granting Fifth Omnibus Motion for Order Authorizing Rejection of Certain Executory Contracts and Unexpired Leases of Real Property (.1).	0.40	236.00	B110
10/14/20	Pearson, Jane	Emails with Meagan Haverkamp (BRG) regarding BRG's Fourth Interim Fee Application.	0.20	118.00	B160
10/15/20	Pearson, Jane	Telephone conference with Andrew Sherman, Boris Mankovetskiy, Joe Vizzini regarding letter from Lapis counsel.	0.60	354.00	B320
10/15/20	Pearson, Jane	Email from Andrew Sherman regarding issues raised by Lapis.	0.10	59.00	B320
10/15/20	Pearson, Jane	Review BRG's fourth interim application and notice, and supervise filing and service of same (1.0); review Polsinelli's monthly fee application and notice (Sept.) and supervise filing and service of same (.7).	1.70	1,003.00	B160

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

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

**November 10, 2020
1863734
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
10/16/20	Pearson, Jane	Review status of service of Polsinelli September fee application.	0.10	59.00	B160
10/19/20	Pearson, Jane	Participate in telephonic Committee meeting regarding plan status.	0.60	354.00	B160
10/19/20	Pearson, Jane	Email from Andrew Sherman regarding Lapis settlement offer (.4); email from Andrew Sherman regarding email from Debtor (.5).	0.90	531.00	B150
10/19/20	Pearson, Jane	Review Stipulation Extending Authorization to Use Cash Collateral; Notice of Adjournment of Disclosure Statement Hearing; and Motion to Continue Deadline to File Replies to Objections to Disclosure Statement.	0.30	177.00	B110
10/19/20	Pearson, Jane	Email from Andrew Sherman regarding email from Debtors' counsel.	0.40	236.00	B320
10/20/20	Pearson, Jane	Review Order Approving Stipulation Extending Authorization to Use Cash Collateral.	0.10	59.00	B110
10/20/20	Pearson, Jane	Emails from Andrew Sherman and BRG regarding plan funding.	0.50	295.00	B320
10/21/20	Pearson, Jane	Telephone conference with Andrew Sherman, Boris Mankovetskiy, Joe Vizzini and Chris Kearns regarding plan.	0.50	295.00	B320
10/21/20	Pearson, Jane	Attend telephonic hearing on sale of hospital and status conference.	0.70	413.00	B110
10/22/20	Pearson, Jane	Review and revise Certificates of Service for Polsinelli September fee application and BRG interim fee application, and supervise filing and service of same.	1.00	590.00	B160
10/22/20	Pearson, Jane	Email (and attachments) from Andrew Sherman regarding plan matters.	1.00	590.00	B320
10/26/20	Pearson, Jane	Calculate date by which Polsinelli may submit proposed order for fourth interim fee application (.2); calculate date by which proposed order may be submitted for BRG's interim fee application, assuming no objections, and when BRG can be paid as permitted for its fee application for July and August (.3); review docket for any objections (.3); confer with Joe Vizzini regarding same (.3).	1.10	649.00	B160
10/26/20	Pearson, Jane	Review Order Granting Motion for Order Approving Private Sale of Property (Astria Medical Office Plaza and ARMC).	0.20	118.00	B110



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

**Invoice Date:
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Matter No.:**

**November 10, 2020
1863734
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
10/27/20	Pearson, Jane	Email from Andrew Sherman regarding Debtors' leadership change, and Committee emails regarding same.	0.50	295.00	B150
10/27/20	Pearson, Jane	Supervise filing Certificate of No Objection for Polsinelli's Fourth Interim Fee Application (May-August), and uploading proposed order.	0.50	295.00	B160
10/28/20	Pearson, Jane	Review Order Granting Debtors' Motion for Order Approving Private Sale of Property (Astria Medical Office Plaza and ARMC) (.2); review District Court order re-opening William O. Douglas Federal Building to the public effective Nov. 2 and email to Sills Cummis and BRG regarding same (.3).	0.50	295.00	B110
10/28/20	Pearson, Jane	Respond to email from creditor Rick Earl regarding case status.	0.40	236.00	B150
10/29/20	Pearson, Jane	Review Notice of Continuance re: Disclosure Statement hearing.	0.10	59.00	B110
10/29/20	Pearson, Jane	Respond to inquiry from creditor Rick Earl regarding plan status.	0.10	59.00	B150
10/29/20	Pearson, Jane	Attend telephonic status conference on disclosure statement (1.4); calendar dates (.1).	1.50	885.00	B320
10/29/20	Soref, Randy B.	Review order approving fourth interim fee application.	0.20	118.00	B160
10/29/20	Pearson, Jane	Review Order Granting Polsinelli's Fourth Interim Fee Application.	0.10	59.00	B160
10/30/20	Pearson, Jane	Email from creditor Rick Earl regarding my update to him.	0.10	59.00	B150
10/30/20	Pearson, Jane	Review docket entry on yesterday's status conference regarding the plan process.	0.10	59.00	B110

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	21.10	\$590.00	\$12,449.00
Soref, Randy B.	Shareholder	1.00	590.00	590.00
Behnam, Tanya	Associate	1.30	380.00	494.00
Total		23.40		\$13,533.00



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

Invoice Date:
Invoice No.:
Matter No.:

November 10, 2020
1863734
103824-628101

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
	On-Line Searches	2.00	69.90
	Postage	2.00	81.60
	Total Disbursements:		\$151.50



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

Invoice Date:
Invoice No.:
Matter No.:

November 10, 2020
1863734
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>
06/04/20	1800749	11,120.00	183.28	9,079.28	2,224.00
07/09/20	1812825	12,380.00	91.20	9,995.20	2,476.00
08/14/20	1829112	30,704.00	933.10	25,496.30	6,140.80
09/03/20	1836599	8,571.50	118.60	6,975.80	1,714.30
10/07/20	1851532	11,661.00	87.60	0.00	11,748.60
Total Previous Balance					\$24,303.70



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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: November 10, 2020
Invoice No: 1863734
Matter No: 103824-628101

*For Professional Services Through **October 31, 2020***

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

Total Current Fees	\$	13,533.00
Total Costs	\$	151.50
<i>Total Current Invoice</i>	\$	13,684.50
 Previous Balance Due	\$	24,303.70
Due Upon Receipt	\$	37,988.20

*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 your account, 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

*Electronic remittance detail can be sent to
accountingreceivables@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. 1863734



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

Invoice Date: December 4, 2020
Invoice No: 1873513
Matter No: 103824-628101

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

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

Total Current Fees	\$	11,430.00
Total Costs	\$	<u>62.80</u>
Total Current Invoice	\$	11,492.80
 Previous Balance Due	 \$	 <u>37,988.20</u>
Due Upon Receipt	\$	<u>49,481.00</u>

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

Invoice Date:
Invoice No.:
Matter No.:

December 4, 2020
1873513
103824-628101

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
11/04/20	Pearson, Jane	Initial review of Amended Chapter 11 Plan and Disclosure Statement (2.3); review Debtors' Reply regarding Disclosure Statement Objections and Notice of Filing Redline of Plan and Disclosure Statement (1.0).	3.30	\$1,947.00	B320
11/05/20	Pearson, Jane	Review Debtors' Objection to Cerner's Motion for Allowance of Administrative Expenses (.4); review Gallagher Declaration in Support of Debtors' Objection to Cerner Corporation's Motion for Administrative Claim (.2); review Stipulation Extending Authorization to Use Cash Collateral (.1).	0.70	413.00	B110
11/05/20	Pearson, Jane	Further review of Debtors' amended disclosure statement and plan.	1.70	1,003.00	B320
11/05/20	Pearson, Jane	Email from Andrew Sherman regarding plan update.	0.20	118.00	B150
11/06/20	Pearson, Jane	Email from Andrew Sherman with draft letter to be included in plan solicitation materials.	0.20	118.00	B150
11/06/20	Pearson, Jane	Email from Andrew Sherman to Debtors with letter to include in plan package (.1); email from Sam Maizel regarding same (.1); email from Andrew Sherman regarding additional term in order approving disclosure statement (.1); attend telephonic hearing on approval of Amended Disclosure Statement (.8).	1.10	649.00	B320
11/09/20	Pearson, Jane	Review Order Appointing Settlement Judge (for AHM's Motion for Allowance of Administrative Expenses).	0.10	59.00	B110
11/10/20	Pearson, Jane	Review Order re Settlement Conference Between Debtor and AHM, Inc. on Motion for Allowance of Postpetition Administrative Claim.	0.10	59.00	B110
11/10/20	Behnam, Tanya	Correspondence re October Monthly Fee Application.	0.20	76.00	B160
11/10/20	Pearson, Jane	Emails with BRG and supervise filing of Declaration of No Objection and proposed order in connection with BRG's fourth interim fee application (.4); email to BRG with signed order (.1).	0.50	295.00	B160

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

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

**December 4, 2020
1873513
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
11/11/20	Pearson, Jane	Review Stipulation Continuing Reply Deadline Related to Motion of SEIU Healthcare for Allowance and Payment of Administrative Expense Claims.	0.10	59.00	B110
11/11/20	Pearson, Jane	Further review of Amended Chapter 11 Plan and Disclosure Statement (.5); review Notice of Filing Written Disclosure Statement and Proposed Plan (.2).	0.70	413.00	B320
11/12/20	Pearson, Jane	Review Order Granting Joint Motion for Order Approving Disclosure Statement, etc.	0.40	236.00	B320
11/13/20	Pearson, Jane	Review Cerner's Motion for Relief from Stay to Allow Arbitration.	0.40	236.00	B110
11/13/20	Pearson, Jane	Email from Andrew Sherman regarding settlement with SEIU.	1.00	590.00	B150
11/16/20	Pearson, Jane	Email from Andrew Sherman regarding plan update.	0.30	177.00	B150
11/17/20	Soref, Randy B.	Follow up re interim fee statement.	0.10	59.00	B160
11/18/20	Pearson, Jane	Attend telephonic status conference.	0.70	413.00	B320
11/18/20	Behnam, Tanya	Draft Monthly Fee Application and Notice re same for October 2020.	1.00	380.00	B160
11/18/20	Pearson, Jane	Review Notice of Filing Written Disclosure Statement and Proposed Plan (.1); review Notice of Errata to Second Amended Plan, Ballots and Confirmation Hearing Notices (.3); review PCO's Eighth Interim Report (.3).	0.70	413.00	B110
11/18/20	Soref, Randy B.	Review/revise interim monthly fee application; notice and draft memo.	0.30	177.00	B160
11/20/20	Pearson, Jane	Email from Andrew Sherman regarding D&O Cause of Action agreement and GUC Distribution Trust Agreement.	1.00	590.00	B150
11/23/20	Pearson, Jane	Review docket entries regarding TIAA motion for payment of administrative expense originally scheduled for hearing today.	0.30	177.00	B110
11/24/20	Pearson, Jane	Review Order Granting Motion to Seal Settlement Agreement With SEIU (.1); review Joint Motion of Debtors and SEIU to Approve Settlement, and supporting declaration (.3).	0.40	236.00	B110
11/24/20	Pearson, Jane	Review email regarding Steve Sass (.2); participate in telephonic Committee meeting regarding plan issues (.5).	0.70	413.00	B150



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Astria Health - Committee Representation**

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
11/25/20	Pearson, Jane	Review Polsinelli monthly fee application (Oct.) and notice of application, and supervise filing and service of same.	1.00	590.00	B160
11/27/20	Pearson, Jane	Review Ex Parte Motion for Entry of Order Sealing Plan Settlement Term Sheet; Declaration of Michael Lane in Support Thereof (.2); review Fourth Renewed Motion for Entry of Order Enlarging Time Within Which Debtors May Remove Actions (.2).	0.40	236.00	B110
11/27/20	Pearson, Jane	Review Plan Supplements to the Second Amended Joint Chapter 11 Plan.	1.50	885.00	B320
11/30/20	Pearson, Jane	Email from Debtors' counsel with draft motion to assume and reject contracts with Cerner (.3); emails regarding same (.3); review Order Granting Motion to Seal Plan Settlement Term Sheet (.1).	0.70	413.00	B110

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	18.20	\$590.00	\$10,738.00
Soref, Randy B.	Shareholder	0.40	590.00	236.00
Behnam, Tanya	Associate	1.20	380.00	456.00
Total		19.80		\$11,430.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
	On-Line Searches	1.00	62.80
Total Disbursements:			\$62.80



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

Invoice Date:
Invoice No.:
Matter No.:

December 4, 2020
1873513
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>
06/04/20	1800749	11,120.00	183.28	9,079.28	2,224.00
07/09/20	1812825	12,380.00	91.20	9,995.20	2,476.00
08/14/20	1829112	30,704.00	933.10	25,496.30	6,140.80
09/03/20	1836599	8,571.50	118.60	6,975.80	1,714.30
10/07/20	1851532	11,661.00	87.60	0.00	11,748.60
11/10/20	1863734	13,533.00	151.50	0.00	13,684.50
Total Previous Balance					\$37,988.20



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Justin_Pitt@chs.net

Invoice Date: December 4, 2020
Invoice No: 1873513
Matter No: 103824-628101

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

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

Total Current Fees	\$ 11,430.00
Total Costs	\$ 62.80
<i>Total Current Invoice</i>	<i>\$ 11,492.80</i>
 Previous Balance Due	 \$ 37,988.20
Due Upon Receipt	\$ 49,481.00

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

Invoice Date: January 8, 2021
Invoice No: 1886251
Matter No: 103824-628101

*For Professional Services Through **December 31, 2020***

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

Total Current Fees	\$	28,414.00
Total Costs	\$	<u>164.40</u>
Total Current Invoice	\$	28,578.40
 Previous Balance Due	 \$	 <u>38,503.10</u>
Due Upon Receipt	\$	<u>67,081.50</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.*

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ABA #: 101000187
SWIFT Code – USBKUS44IMT
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**Official Committee of Unsecured Creditors for Astria
Health
Astria Health - Committee Representation**

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

**January 8, 2021
1886251
103824-628101**

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
12/01/20	Pearson, Jane	Emails with Andrew Sherman regarding Cerner claim.	0.60	\$354.00	B310
12/01/20	Pearson, Jane	Email with Judge Corbit's chambers regarding joining virtual mediation scheduled for 12/4 (.3); telephone conference with Jolene Britton regarding joining mediation (.2); email to Ms. Britton with email information to join Zoom mediation (.2).	0.70	413.00	B110
12/01/20	Pearson, Jane	Return call from creditor Abbott's Printing regarding convenience class treatment.	0.30	177.00	B150
12/01/20	Pearson, Jane	Email with Andrew Sherman regarding AHM mediation and Cerner issues.	0.40	236.00	B150
12/02/20	Pearson, Jane	Emails regarding Cerner motion and analysis regarding same (.8); telephone conference with Plan Proponents' counsel regarding same (.7).	1.50	885.00	B310
12/02/20	Pearson, Jane	Review Order Re: Settlement Conference regarding AHM, Inc. claim (.2); review AHM motion for allowance of administrative expense claim (.2); confer with chambers regarding schedule for mediation of AHM claim (.4); confer with Andrew Sherman regarding same (.3).	1.10	649.00	B310
12/02/20	Pearson, Jane	Review Debtors' Motion for Order Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property.	0.20	118.00	B110
12/03/20	Pearson, Jane	Email from chambers regarding scheduling of AHM mediation (.1); confer with Andrew Sherman regarding AHM mediation (.3); email from Debtors' counsel regarding AHM's demands (.3); review Debtors' mediation brief and exhibits (1.3).	2.00	1,180.00	B310
12/03/20	Pearson, Jane	Email from Andrew Sherman to Debtors' counsel regarding Cerner claims.	0.10	59.00	B310
12/03/20	Pearson, Jane	Review docket entry regarding status of mediation of Apogee Medical Management administrative expense claim.	0.10	59.00	B110
12/04/20	Pearson, Jane	Emails from chambers regarding next scheduled mediation date between Debtors and AHM (.1); review docket entry regarding same (.1).	0.20	118.00	B310

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

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

**January 8, 2021
1886251
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
12/04/20	Pearson, Jane	Review Banner Bank's Motion for Allowance of Administrative Expenses (.3); review AHM's amended proof of claim (.2).	0.50	295.00	B110
12/04/20	Pearson, Jane	Participate in telephonic Committee meeting in advance of AHM mediation.	0.50	295.00	B150
12/04/20	Pearson, Jane	Email from Andrew Sherman regarding Cerner's Plan objection.	0.10	59.00	B150
12/04/20	Pearson, Jane	Review and complete Sills Cummis fee application (Sept.) and notice, and supervise filing and service of same (1.1); email from Andrew Sherman with Declaration Regarding Rate Increase (.2).	1.30	767.00	B160
12/04/20	Pearson, Jane	Review Cerner Corporation's Objection to Confirmation of Plan (.5); review Premier, Inc.'s Objection to Confirmation of Plan and supporting declaration (.4); review US Trustee's Objection to Confirmation of Plan (.4); review Health and Human Services, US Small Business Administration Objection to Confirmation of Plan (.4); review Stipulation between AHM and Debtors extending time to file plan objection (.1); review State of Washington's Objection to Confirmation of Plan (.4); review Stipulation between Debtors and Donald Drazin, MD regarding time to object to plan (.1); review Amended Plan Supplement (.3).	2.60	1,534.00	B320
12/05/20	Pearson, Jane	Email from Andrew Sherman regarding status of Lerner mediation.	0.10	59.00	B310
12/07/20	Pearson, Jane	Review AHM's updated claim (.2); review Notice of Filing Amended Schedule re Certain Plan Supplements to Plan [Assumed Contracts] (.2); review minute entry regarding continued settlement conference on AHM's Motion for Allowance of Administrative Expenses (.1).	0.50	295.00	B110
12/07/20	Pearson, Jane	Review Motion to Assume and Reject Contracts Between the Debtors, Cerner Corporation and Cerner RevWorks and supporting declaration (.6); review Debtors' objection to Cerner's Motion for Relief from Stay (.4).	1.00	590.00	B110

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

**Invoice Date:
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**January 8, 2021
1886251
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
12/08/20	Pearson, Jane	Review and complete Sills Cummis October fee application and notice, and supervise filing and service of same (1.1); review Andrew Sherman Declaration Regarding Rate Increase and supervise filing and service of same (.4).	1.50	885.00	B310
12/08/20	Pearson, Jane	Review docket entry regarding Lapis Advisers Joinder of Debtors' Motion regarding assumption and rejection of Cerner contracts (.1); review Extended General Order 20-101-3 from Eastern District of Washington (.3); review Ex Parte Motion for Entry of Order Sealing Exhibits to Pleadings and supporting Declaration of Michael Lane (.3).	0.70	413.00	B110
12/08/20	Pearson, Jane	Review Order Granting Joint Motion for Order Approving Disclosure Statement (.5); review Supplement to Notice of Hearing regarding appearances at confirmation hearing (.2); review Stipulation between AHM and Debtors regarding time within which to file plan objection (.1); review Amended Declaration of Leslie Cohen in Support of Plan Confirmation (.1).	0.90	531.00	B320
12/09/20	Pearson, Jane	Review docket entry regarding continuing mediation of AHM claims.	0.10	59.00	B310
12/09/20	Pearson, Jane	Review and supervise filing of certificates of service for Sills Cummis fee applications.	0.40	236.00	B160
12/10/20	Pearson, Jane	Attend telephonic hearing on Cerner's motion for relief from stay, and telephonic status conference regarding logistics for plan confirmation.	2.20	1,298.00	B110
12/10/20	Pearson, Jane	Review docket entry for Order Granting Motion to Seal Exhibits to Pleadings (.1); review docket entry regarding continued mediation of AHM's claims and stipulation regarding extended date for AHM to file plan confirmation objection (.1).	0.20	118.00	B110



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**Invoice Date:
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**January 8, 2021
1886251
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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
12/11/20	Pearson, Jane	Review Order Shortening Time and Setting Deadlines for Hearing on Motion to Assume or Reject Contracts between Debtors and Cerner (.2); vmail from US Attorney's Office in Spokane regarding service address, and see to revision as requested (.3); review Stipulation between AHM and Debtors extending time for AHM to file plan objection (.1); review docket entry for Stipulated Motion Continuing Deadline for Debtors to File Proposed Confirmation Order (.1).	0.70	413.00	B110
12/11/20	Pearson, Jane	Review Report of Balloting on Plan (.4); review Debtors' Memorandum in support of Confirmation of Plan (1.0).	1.40	826.00	B320
12/13/20	Pearson, Jane	Review AHM's Objection to Plan Confirmation and supporting declaration.	0.60	354.00	B320
12/14/20	Pearson, Jane	Review Order Approving Stipulation Continuing Deadline to File Proposed Confirmation Order.	0.10	59.00	B110
12/14/20	Pearson, Jane	Email from creditor Earl Architects.	0.10	59.00	B150
12/15/20	Pearson, Jane	Review Cerner's objection to Debtors' Motion to Assume and Reject Cerner Contracts.	0.40	236.00	B110
12/15/20	Pearson, Jane	Respond to inquiry of creditor Earl Architects regarding plan confirmation status.	0.40	236.00	B150
12/15/20	Pearson, Jane	Review AHM's Objection to Second Amended Joint Plan and supporting declaration of John Gallagher (.6); review Stipulation Continuing AHM's Voting Deadline and Deadline to Object to Plan (.1).	0.70	413.00	B320
12/16/20	Pearson, Jane	Review Order Granting Motion to Approve Settlement with SEIU (.2); review Motion to Approve Settlement with Siemens Financial Services and supporting declaration (.3); review Debtors' Reply in Support of Motion to Assume and Reject Cerner Contracts (.3).	0.80	472.00	B110

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

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
12/16/20	Pearson, Jane	Review Cerner's Amended and Restated Plan Objection and supporting declarations of Ed Enyeart and Randy Eggleston (1.2); attend telephonic status conference on Debtors' Motion to Assume and Reject Cerner Contracts and plan confirmation (2.0); review docket entry of Premier, Inc.'s withdrawal of objection to plan confirmation (.1).	3.30	1,947.00	B320
12/17/20	Pearson, Jane	Attend telephonic hearing on Debtors' motion to assume and reject executory contracts with Cerner (1.5); review minute entry regarding same (.1).	1.60	944.00	B110
12/17/20	Pearson, Jane	Review docket entries on Agreed Order Granting Washington State Hospital Association's Request for Administrative Expense Claim, Agreed Order on Administrative Expense Claim of Davita, Administrative Expense Claim of Advanced Transfusion Services.	0.20	118.00	B110
12/17/20	Behnam, Tanya	Draft Monthly Fee Application and Notice re same for November 2020.	1.00	380.00	B160
12/17/20	Pearson, Jane	Emails from Andrew Sherman regarding plan confirmation issues and proposal to refinance Lapis debt.	0.70	413.00	B150
12/17/20	Soref, Randye B.	Review/revise November monthly fee application and correspondence.	0.20	118.00	B160
12/17/20	Pearson, Jane	Review email from Debtors' counsel regarding proposal from MultiCare Health System and Summary of MultiCare's Proposal regarding Astria Plan; draft Astria Credit Agreement; draft Escrow Agreement (1.2); attend telephonic status conference on plan confirmation (1.5); confer with Sills Cummis and BDR regarding payment to general unsecured creditors under MultiCare proposal (.4); review minute entry on today's pre-confirmation status conference (.1).	3.20	1,888.00	B320
12/18/20	Pearson, Jane	Review stipulation regarding administrative claim of Nuance Communications, Inc. (.1); review stipulated motion resolving AHM's administrative expense claim and motion to seal document (.4).	0.50	295.00	B110
12/18/20	Behnam, Tanya	Revisions to Monthly Fee Application for November 2020.	0.80	304.00	B160

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

Invoice Date:
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January 8, 2021
1886251
103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
12/18/20	Pearson, Jane	Email from Andrew Sherman regarding amounts to be paid to general unsecured creditors due to MultiCare transaction (.3); emails regarding same (.2); respond to email from creditor Earl Architects regarding status of plan confirmation (.2).	0.70	413.00	B150
12/18/20	Pearson, Jane	Emails with Sills Cummis and BRG regarding treatment of general unsecured creditors under plan (.5); attend telephonic plan confirmation hearing (2.0); review minute entry regarding same (.1); review Amended Plan Supplement (.2).	2.80	1,652.00	B320
12/19/20	Pearson, Jane	Email from Andrew Sherman to Committee regarding modified plan and confirmation order with MultiCare toggle.	0.40	236.00	B150
12/19/20	Pearson, Jane	Review redlines of amended plan and confirmation order to reflect Multicare toggle (1.0); emails with Sills Cummis and BRG regarding treatment of general unsecured creditors under MultiCare scenario (1.0).	2.00	1,180.00	B320
12/20/20	Pearson, Jane	Email from Andrew Sherman to Committee regarding additional funds to general unsecured creditors.	0.20	118.00	B150
12/20/20	Pearson, Jane	Review Michael Lane's Supplemental Declaration in Support of Plan Confirmation.	0.40	236.00	B320
12/21/20	Soref, Randy B.	Review/revise monthly fee application of Polsinelli (November) (.20); review/revise notice (.10); correspondence re monthly fee application (.10).	0.40	236.00	B160
12/21/20	Pearson, Jane	Attend telephonic plan confirmation hearing.	2.00	1,180.00	B320
12/21/20	Pearson, Jane	Review Cerner Corporation's Exhibit List re: Confirmation.	0.10	59.00	B320
12/22/20	Pearson, Jane	Review docket entry approving stipulation on Nuance Communications administrative expense and cure claims (.1); review Agreed Order Approving Stipulation Resolving AHM's Administrative Expense Claim (.1); review Order Sealing Exhibit A to that Stipulation (.1).	0.30	177.00	B110
12/22/20	Pearson, Jane	Respond to inquiry from Earl Architects regarding status of plan confirmation.	0.10	59.00	B150



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

**Invoice Date:
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Matter No.:**

**January 8, 2021
1886251
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
12/22/20	Pearson, Jane	Review Amended Chapter 11 Plan (1.0); review Supplement to Modified Second Amended Joint Chapter 11 Plan of Reorganization (.3).	1.30	767.00	B320
12/23/20	Pearson, Jane	Review Order Granting Motion to Extend Time Debtors May Remove Actions (.1); review Stipulated Motion for Order Extending Authorization to Use Cash Collateral and Order granting same (.2).	0.30	177.00	B110
12/23/20	Pearson, Jane	Email from Andrew Sherman to Committee regarding plan confirmation.	0.10	59.00	B150
12/23/20	Pearson, Jane	Attend telephonic plan confirmation hearing (.5); review order entered confirming plan (.2).	0.70	413.00	B320
12/28/20	Pearson, Jane	Review Stipulation regarding Banner Bank motion for allowance of administrative expenses (.1); review agreed order on Nuance Communications administrative expense claim and cure claim (.1).	0.20	118.00	B110
12/28/20	Pearson, Jane	Respond to email from creditor Earl Architects regarding status of plan confirmation.	0.20	118.00	B150
12/29/20	Pearson, Jane	Review Order Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property.	0.10	59.00	B110

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	46.40	\$590.00	\$27,376.00
Soref, Randy B.	Shareholder	0.60	590.00	354.00
Behnam, Tanya	Associate	1.80	380.00	684.00
Total		48.80		\$28,414.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
	On-Line Searches	1.00	77.40
	Postage	1.00	87.00
Total Disbursements:			\$164.40



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

Invoice Date:
Invoice No.:
Matter No.:

January 8, 2021
1886251
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>
09/03/20	1836599	8,571.50	118.60	7,112.90	1,577.20
10/07/20	1851532	11,661.00	87.60	0.00	11,748.60
11/10/20	1863734	13,533.00	151.50	0.00	13,684.50
12/04/20	1873513	11,430.00	62.80	0.00	11,492.80
Total Previous Balance					\$38,503.10



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: January 8, 2021
Invoice No: 1886251
Matter No: 103824-628101

*For Professional Services Through **December 31, 2020***

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

Total Current Fees	\$ 28,414.00
Total Costs	\$ 164.40
<i>Total Current Invoice</i>	<i>\$ 28,578.40</i>
 Previous Balance Due	 \$ 38,503.10
Due Upon Receipt	\$ 67,081.50

*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 your account, 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

*Electronic remittance detail can be sent to
accountingreceivables@polsinelli.com*

Please make checks payable to
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Kansas City, MO 64187-8681
Wire Instructions:
US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code – USBKUS44IMT
Please reference Invoice No. 1886251



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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: January 27, 2021
Invoice No: 1895447
Matter No: 103824-628101

*For Professional Services Through **January 15, 2021***

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

Total Current Fees	\$	7,061.00
Total Costs	\$	<u>81.60</u>
Total Current Invoice	\$	7,142.60
Previous Balance Due	\$	<u>53,534.10</u>
Due Upon Receipt	\$	<u>60,676.70</u>

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

Invoice Date:
Invoice No.:
Matter No.:

January 27, 2021
1895447
103824-628101

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
01/04/21	Pearson, Jane	Update mailing matrix.	0.30	\$177.00	B110
01/04/21	Pearson, Jane	Confer with BRG regarding remaining fee applications and analysis regarding content and timing of same.	1.10	649.00	B160
01/05/21	Pearson, Jane	Draft memo regarding confirmed plan treatment of general unsecured creditors for responding to creditor inquiries.	1.10	649.00	B110
01/05/21	Soref, Randy B.	Correspondence re plan confirmation status and timing of final fee application.	0.20	118.00	B320
01/06/21	Pearson, Jane	Review Banner Bank's Motion for Allowance of Administrative Expense.	0.20	118.00	B110
01/07/21	Soref, Randy B.	Review plan re timing of final fee applications.	0.20	118.00	B160
01/07/21	Soref, Randy B.	Draft memo re final fee application.	0.30	177.00	B160
01/07/21	Soref, Randy B.	Review compensation order re interim and final fee applications.	0.20	118.00	B160
01/07/21	Pearson, Jane	Review Agreed Order Granting Apogee Medical Management, Inc.'s Request for Allowance and Payment of Administrative Claim (.1); review Agreed Order Granting Jennifer Ford's Request for Allowance and Payment of Administrative Expense Claim (.1).	0.20	118.00	B110
01/07/21	Soref, Randy B.	Review local rules and UST guidelines re final fee applications.	0.30	177.00	B160
01/07/21	Pearson, Jane	Begin work on matters relating to final fee application.	0.20	118.00	B160
01/07/21	Behnam, Tanya	Preparation for plan confirmation and effective date.	0.30	114.00	B160
01/08/21	Soref, Randy B.	Correspondence re final fee application.	0.20	118.00	B160
01/08/21	Behnam, Tanya	Review ED WA Bankruptcy Local Rules, Federal Bankruptcy Rules, Judges Procedures, and Compensation Orders for final fee application rules and requirements.	1.00	380.00	B160
01/08/21	Behnam, Tanya	Draft Monthly Fee Application for December and draft notice re same.	1.10	418.00	B160
01/08/21	Soref, Randy B.	Review/revise December interim monthly fee application and notice.	0.40	236.00	B160
01/10/21	Pearson, Jane	Memos regarding remaining fee applications.	0.20	118.00	B160

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

**Invoice Date:
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**January 27, 2021
1895447
103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
01/11/21	Pearson, Jane	Respond to creditor inquiry regarding case status and removal from service list (.5); respond to additional creditor inquiry regarding status of plan confirmation (.2).	0.70	413.00	B150
01/11/21	Pearson, Jane	Review and revise Polsinelli's monthly fee applications and notices, and supervise filing and service of same (1.2); telephone conference with Jim Day regarding contents of professionals' final fee applications and coordinating hearing date (.3); communicate that information to R. Soref and T. Bentham, and to BRG and Sills Cummis (.6).	2.10	1,239.00	B160
01/11/21	Pearson, Jane	Review Debtors' Objection to Banner Bank's Applications for Allowance of Administrative Expense Claim and supporting Declaration of Michael Lane.	0.30	177.00	B110
01/11/21	Soref, Randy B.	Review compensation order.	0.20	118.00	B160
01/12/21	Pearson, Jane	Review updated docket to update service list, if necessary.	0.30	177.00	B160
01/12/21	Pearson, Jane	Review Debtors' Motion to Authorize Disposal of Physical Patient Records and supporting Declaration of Michael Lane.	0.20	118.00	B110
01/13/21	Pearson, Jane	Email from Andrew Sherman regarding incoming wire for Astria.	0.10	59.00	B110
01/14/21	Pearson, Jane	Review District Court's General Order regarding Covid and court operations.	0.10	59.00	B110
01/14/21	Pearson, Jane	Review Certificates of Service for fee applications and supervise filing same.	0.40	236.00	B160
01/14/21	Behnam, Tanya	Follow-up re December Monthly Fee Application.	0.20	76.00	B160
01/14/21	Soref, Randy B.	Email re final fee application.	0.10	59.00	B160
01/15/21	Behnam, Tanya	Preparations for Final Fee Application.	0.30	114.00	B160
01/15/21	Pearson, Jane	Email from Andrew Sherman regarding Effective Date occurrence.	0.20	118.00	B150
01/15/21	Pearson, Jane	Review Notice of Occurrence of Effective Date of Modified Second Amended Joint Chapter 11 Plan.	0.10	59.00	B110
01/15/21	Soref, Randy B.	Emails re effective date, final fee application deadline, notice of hearing deadlines and who is preparing.	0.20	118.00	B160



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Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	7.80	\$590.00	\$4,602.00
Soref, Randy B.	Shareholder	2.30	590.00	1,357.00
Behnam, Tanya	Associate	2.90	380.00	1,102.00
	Total	13.00		\$7,061.00

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
	Postage	1.00	81.60
	Total Disbursements:		\$81.60



Official Committee of Unsecured Creditors for Astria
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Outstanding Invoices

<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Fees</u>	<u>Costs</u>	<u>Payments</u>	<u>Total Balance</u>
11/10/20	1863734	13,533.00	151.50	221.60	13,462.90
12/04/20	1873513	11,430.00	62.80	0.00	11,492.80
01/08/21	1886251	28,414.00	164.40	0.00	28,578.40
Total Previous Balance					\$53,534.10



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Franklin, TN 37067
Justin_Pitt@chs.net

Invoice Date: January 27, 2021
Invoice No: 1895447
Matter No: 103824-628101

For Professional Services Through **January 15, 2021**

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

Total Current Fees	\$ 7,061.00
Total Costs	\$ 81.60
<i>Total Current Invoice</i>	<i>\$ 7,142.60</i>
 Previous Balance Due	 \$ 53,534.10
Due Upon Receipt	\$ 60,676.70

*As of the above date, we are showing the above balances are open and unpaid.
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Please reference Invoice No. 1895447

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Exhibit G



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Summary of Timekeepers Included in the Fifth Interim Fee Period						
Name	Title	Primary Department/ Practice Group	Date of First Admission to the Bar	Total Fees Billed in Fifth Interim Fee Period	Total Hours Billed in Fifth Interim Fee Period	Hourly Rate Billed ³⁴
Jane Pearson	Shareholder	Bankruptcy & Financial Restructuring	Washington, 1982	\$61,392.00	104.10	\$590
Randy B. Soref	Shareholder	Bankruptcy & Financial Restructuring	California, 1981	\$3,345.00	5.70	\$590
Tanya Behnam	Associate	Bankruptcy & Financial Restructuring	California, 2018	\$7,362.00	19.40	\$380

³ Any rate increases by Firm timekeepers during the Fifth Interim Fee Period are characterized as “step increases” historically awarded by Polsinelli in the ordinary course to attorneys throughout the firm due to advancing seniority and promotion. Per the U.S. Guidelines, such step increases are excluded from analysis in this Final Application.

⁴ From September 1, 2020 through September 8, 2020, Jane Pearson and Randy Soref billed at an hourly rate of \$560, and Tanya Behnam billed at an hourly rate of \$360. The step rate increase reflected above went into effect on September 9, 2020.



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Exhibit H



76506428.1

Summary of Timekeepers Included in the Total Compensation Period

Name	Title	Primary Department/ Practice Group	Date of First Admission to the Bar	Total Fees Billed	Total Hours Billed	Hourly Rate Billed ⁵
Jane Pearson	Shareholder	Bankruptcy & Financial Restructuring	Washington, 1982	\$270,094.00	479.30	\$550 - \$590
Randy B. Soref	Shareholder	Bankruptcy & Financial Restructuring	California, 1981	\$14,081.00	25.20	\$550 - \$590
Tanya Behnam	Associate	Bankruptcy & Financial Restructuring	California, 2018	\$36,540.00	100.00	\$335 - \$405
Jessica Andrade	Shareholder	Litigation	Washington, 2007	\$1,665.00	3.70	\$450
Deborah A. Andreacchi	Paralegal	Bankruptcy & Financial Restructuring	N/A	\$67.50	0.30	\$225
Alexander Polishuk	Counsel	Employment	California, 2009	\$5,130.00	11.40	\$450
Caryn Wang	Associate	Bankruptcy & Financial Restructuring	Georgia, 2017	\$4,148.00	12.20	\$340

⁵ Any rate increases by Firm timekeepers during the Total Compensation Period are characterized as “step increases” historically awarded by Polsinelli in the ordinary course to attorneys throughout the firm due to advancing seniority and promotion. Per the U.S. Guidelines, such step increases are excluded from analysis in this Final Application.

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Exhibit I



76506428.1

Category of Timekeeper	Blended Hourly Rate	
	<u>Billed or Collected</u> <i>Firm or Offices for Preceding Year, Excluding Bankruptcy</i>	<u>Billed</u> <i>For the Second Interim Fee Period</i>
Senior/Equity Partner/Shareholder	\$567.00	\$589.59
Junior/Non-Equity/Income Partner	\$472.00	-
Counsel	\$418.00	
Senior Associate	\$360.00	-
Associate	\$344.00	\$379.48
Junior Associate	\$328.00	-
Staff Attorney	\$392.00	-
Contract Attorney	\$276.00	-
Paralegal	\$193.00	-
Discovery Services Manager	-	-
All Timekeepers Aggregated	\$428.00	-

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Exhibit J



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Category of Timekeeper	Blended Hourly Rate	
	<u>Billed or Collected</u>	<u>Billed</u>
	<i>Firm or Offices for Preceding Year, Excluding Bankruptcy</i>	<i>For the Total Compensation Period</i>
Senior/Equity Partner/Shareholder	\$567.00	\$562.46
Junior/Non-Equity/Income Partner	\$472.00	-
Counsel	\$418.00	\$450.00
Senior Associate	\$360.00	-
Associate	\$344.00	\$362.64
Junior Associate	\$328.00	-
Staff Attorney	\$392.00	-
Contract Attorney	\$276.00	-
Paralegal	\$193.00	\$225.00
Discovery Services Manager	-	-
All Timekeepers Aggregated	\$428.00	-



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Exhibit K

76381342.1

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

Case Name: _____

Case Number: _____

**APPLICATION FOR AWARD OF COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES PURSUANT TO 11 USC 330, AND FOR
APPROVAL OF THE PAYMENT OF BANK FEES**

Name of Applicant: _____

Position of Applicant: _____

Application Number: _____ ☐ Interim ☐ Final

The undersigned applicant applies to the court for an award or allowance of compensation for services rendered and for reimbursement of expenses incurred in the above entitled case pursuant to 11 USC 330 (or USC 331 if an interim application), and for approval of the payment of bank fees pursuant to sections 363 and 503(b). This application is supported by the following information and attached documents.

- I. (If applicant is employee of trustee, debtor in possession or creditors committee)
Date of Entry of Order Approving Employment: _____
- II. Dates Covered by this Application: _____ to _____
- III. The name, position, hourly rate, total time spent and amount requested for all compensation for services rendered by each person covered by this application, in connection with this case, is as follows (if this is the **FIRST** Application, include **ALL** time and amounts, both pre- and post-petition in this Application):

Name	Position	Hourly Rate *	Total Time	Amount Requested
		\$		\$
		\$		\$
		\$		\$
		\$		\$
		\$		\$
		\$		\$
Totals				\$

- IV. Total amount of REIMBURSEMENT of expenses requested by this application in connection with this case [if this is the **FIRST** Application, include **ALL** costs (including filing fees), both pre- and post-petition]: \$ _____
- V. Total of Compensation and Reimbursement requested: \$ _____

*From September 1, 2020 through September 8, 2020, Jane Pearson and Randye Soref billed at an hourly rate of \$560, and Tanya Behnam billed at an hourly rate of \$360. Step rate increase went into effect on September 9, 2020 wherein Jane Pearson and Randye Soref billed at an hourly rate of \$590 and Tanya Behnam billed at an hourly rate of \$380.

APPLICATION FOR COMPENSATION AND REIMBURSEMENT - 1

- VI. *(If applicant is a trustee)* The maximum amount of compensation allowable under 11 USC 326(a) is: \$ _____.
- VII. *(If applicant is an employee of trustee, debtor in possession or creditors committee).* All compensation for services rendered and reimbursement of expenses incurred for which award is sought were necessary to the administration of the case, beneficial to the estate, and does not include any unnecessary duplication of services.
- ☐ Yes ☐ No ☐ N/A *(If answer is NO, attach an explanation.)*
- VIII. *(If applicant is the attorney for the debtor)* All compensation for services rendered and reimbursement for expenses incurred for which award is sought for representing the interests of the debtor(s) were necessary and beneficial to the debtor(s) in connection with the case.
- ☐ Yes ☐ No ☐ N/A *(If answer is NO, attach an explanation.)*
- IX. Compensation or reimbursement previously received has been shared with another entity, or an agreement or understanding exists between the applicant and any other entity for sharing of compensation received or to be received for services rendered in or in connection with this case, except as a member or regular associate of a firm of lawyers.
- ☐ Yes ☐ No *(If answer is YES, attach an explanation.)*
- X. Attached to this application, and made part of this application are the following supporting documents:
- a. ☐ Statement of Money or Property Received or Promised Other than by Applicant *(required in all cases, LF 2016A);*
 - b. ☐ Summary Supporting Application for Compensation for Services or Reimbursement of Expenses *(required in all cases, LF 2016B);*
 - c. ☐ Itemization of Services Rendered *(required; itemization must be by project category if cumulative compensation exceeds \$10,000);*
 - d. ☐ Itemization of Expenses *(required);* and
 - e. ☐ Narrative Summary *(required if cumulative compensation exceeds \$10,000, LF 2016C).*
- XI. Bank Fees: \$ _____

The undersigned Applicant states under penalty of perjury that the representations contained in this application and attachments are true and correct to the best of the applicant's knowledge and belief.

DATED: _____

(Signature of Applicant)

Name: _____

Position: _____

Address: _____

Phone: _____

Fax: _____

Email: _____

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Exhibit L

76381342.1

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

Case Name: _____

Case Number: _____

**APPLICATION FOR AWARD OF COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES PURSUANT TO 11 USC 330, AND FOR
APPROVAL OF THE PAYMENT OF BANK FEES**

Name of Applicant: _____

Position of Applicant: _____

Application Number: _____ ☐ Interim ☐ Final

The undersigned applicant applies to the court for an award or allowance of compensation for services rendered and for reimbursement of expenses incurred in the above entitled case pursuant to 11 USC 330 (or USC 331 if an interim application), and for approval of the payment of bank fees pursuant to sections 363 and 503(b). This application is supported by the following information and attached documents.

- I. (If applicant is employee of trustee, debtor in possession or creditors committee)
Date of Entry of Order Approving Employment: _____
- II. Dates Covered by this Application: _____ to _____
- III. The name, position, hourly rate, total time spent and amount requested for all compensation for services rendered by each person covered by this application, in connection with this case, is as follows (if this is the **FIRST** Application, include **ALL** time and amounts, both pre- and post-petition in this Application):

Name	Position	Hourly Rate	Total Time	Amount Requested
		\$		\$
		\$		\$
		\$		\$
		\$		\$
		\$		\$
		\$		\$
Totals*				\$

- IV. Total amount of REIMBURSEMENT of expenses requested by this application in connection with this case [if this is the **FIRST** Application, include **ALL** costs (including filing fees), both pre- and post-petition]: \$ _____

- V. Total of Compensation and Reimbursement requested: \$ _____

*Deborah Andreacchi, Paralegal, billed a total of 0.30 hours to this case at an hourly rate of \$225.00, for a total sum of \$67.50

- VI. *(If applicant is a trustee)* The maximum amount of compensation allowable under 11 USC 326(a) is: \$ _____.
- VII. *(If applicant is an employee of trustee, debtor in possession or creditors committee).* All compensation for services rendered and reimbursement of expenses incurred for which award is sought were necessary to the administration of the case, beneficial to the estate, and does not include any unnecessary duplication of services.
- ☐ Yes ☐ No ☐ N/A *(If answer is NO, attach an explanation.)*
- VIII. *(If applicant is the attorney for the debtor)* All compensation for services rendered and reimbursement for expenses incurred for which award is sought for representing the interests of the debtor(s) were necessary and beneficial to the debtor(s) in connection with the case.
- ☐ Yes ☐ No ☐ N/A *(If answer is NO, attach an explanation.)*
- IX. Compensation or reimbursement previously received has been shared with another entity, or an agreement or understanding exists between the applicant and any other entity for sharing of compensation received or to be received for services rendered in or in connection with this case, except as a member or regular associate of a firm of lawyers.
- ☐ Yes ☐ No *(If answer is YES, attach an explanation.)*
- X. Attached to this application, and made part of this application are the following supporting documents:
- a. ☐ Statement of Money or Property Received or Promised Other than by Applicant *(required in all cases, LF 2016A);*
 - b. ☐ Summary Supporting Application for Compensation for Services or Reimbursement of Expenses *(required in all cases, LF 2016B);*
 - c. ☐ Itemization of Services Rendered *(required; itemization must be by project category if cumulative compensation exceeds \$10,000);*
 - d. ☐ Itemization of Expenses *(required);* and
 - e. ☐ Narrative Summary *(required if cumulative compensation exceeds \$10,000, LF 2016C).*
- XI. Bank Fees: \$ _____

The undersigned Applicant states under penalty of perjury that the representations contained in this application and attachments are true and correct to the best of the applicant's knowledge and belief.

DATED: _____

(Signature of Applicant)

Name: _____

Position: _____

Address: _____

Phone: _____

Fax: _____

Email: _____

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Exhibit M

76381342.1

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

Case Name: _____ Case Number: _____

**STATEMENT OF MONEY OR PROPERTY RECEIVED OR PROMISED
IN CONNECTION WITH THIS CASE OTHER THAN BY APPLICATION OR A PLAN**

Name of Applicant: _____
Position of Applicant: _____
Application Number: _____

No Money or property was received or promised other than by application as a part of a Chapter 13 Plan.

(a) Money or things of value received other than by application or as part of a Chapter 13 Plan:

- (1) Amount received by attorney or firm for filing fee \$ _____
- (2) Amount received before the order for relief by attorney or firm for services and costs \$ _____
- (3) Amount received after the order for relief by attorney or firm for services and costs \$ _____
- (4) Value of any property or service given to attorney or firm as payment of fees and costs \$ _____
Description: _____
- (5) Total of entries 1, 2, 3 and 4 \$ _____
- (6) Amount remaining in client trust account \$ _____

(b) Amount applied to filing fee and services \$ _____
(Subtract entry (a)(6) from entry (a)(5))

(c) Money promised: \$ _____
Nature of arrangement for promise of payment: _____

(d) Total amount and value of all money or property received or promised other than by Application or a Chapter 13 Plan (items (a)(5) and (c)) \$ _____

(e) Other Items (Value and description of any liens, guarantees, security interests or promissory notes): _____

(f) Source of Payment of Promise (If other than the debtor, identify entity and relationship to the debtor): _____

STATEMENT OF MONEY OR PROPERTY RECEIVED

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Exhibit N

76381342.1

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

Case Name: _____ Case Number: _____

**SUMMARY SUPPORTING APPLICATION FOR COMPENSATION FOR
SERVICES OR REIMBURSEMENT OF EXPENSES**

Name of Applicant: _____
 Position of Applicant: _____
 Application Number: _____

Sequential #		Applied for	Awarded	Received
A Receipts other than by Application (Transfer from (b) of Application LF 2016A)	Date Compensation Expenses			_____ \$ _____ \$ _____
Prior Application #_____	Date Compensation Expenses	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____
Prior Application #_____	Date Compensation Expenses	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____
Prior Application #_____	Date Compensation Expenses	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____
Present Application (Transfer totals from III & IV of Application) #_____	Date Compensation Expenses	_____ \$ _____ \$ _____	*Continued on next page.	
Totals	Compensation Expenses	\$ _____ \$ _____	\$ _____ \$ _____	\$ _____ \$ _____
B	Total Comp. + Exp.	\$ _____	\$ _____	\$ _____

SUMMARY SUPPORTING APPLICATION FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

Case Name: _____ Case Number: _____

**SUMMARY SUPPORTING APPLICATION FOR COMPENSATION FOR
SERVICES OR REIMBURSEMENT OF EXPENSES**

Name of Applicant: _____
Position of Applicant: _____
Application Number: _____

Sequential #		Applied for	Awarded	Received
A Receipts other than by Application (Transfer from (b) of Application LF 2016A)	Date Compensation Expenses			_____ \$ _____ \$ _____
Prior Application #_____	Date Compensation Expenses	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____
Prior Application #_____	Date Compensation Expenses	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____
Prior Application #_____	Date Compensation Expenses	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____	_____ \$ _____ \$ _____
Present Application (Transfer totals from III & IV of Application) #_____	Date Compensation Expenses	_____ \$ _____ \$ _____		
Totals	Compensation Expenses	\$ _____ \$ _____	\$ _____ \$ _____	\$ _____ \$ _____
B	Total Comp. + Exp.	\$ _____	\$ _____	\$ _____

SUMMARY SUPPORTING APPLICATION FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES

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Exhibit O

76381342.1

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

Case Name: In Re Astria Health, et. al.Case Number: 19-01189-11

NARRATIVE SUMMARY
(Required by LBR 2016-1(b)(1)(A) where
requested compensation exceeds \$10,000.00)

Name of Applicant: Polsinelli PC
 Position of Applicant: Counsel to the Official Committee of Unsecured Creditors
 Application Number: 5 & Final

I. Background of the Case:

Debtors, which consist of three regional nonprofit hospitals and related clinics, filed their voluntary chapter 11 cases on May 6, 2019. The cases are jointly administered. The Official Committee of Unsecured Creditors was appointed on May 24, 2019. No examiner or trustee has been appointed.

II. Financial Condition of the Estate:

A. **Profit and Loss:** (\$7,430,397.00) YTD through December 31, 2020
 B. **Amount of Cash on Hand or on Deposit:** \$21,933,299.00
 C. **Amount of Accrued Unpaid Administrative Expenses:** \$3,422,854.00
 D. **Amount of Unencumbered Funds in the Estate:** \$0.00

III. Status of the Case:

See V.A. below

IV. Description of Tasks or Projects for which Compensation is Sought:

See attached narrative.

V. If a Chapter 11 Case:**A. Status of the Plan and Disclosure Statement:**

The Order Confirming Modified Second Amended Joint Chapter 11 Plan of Reorganization was entered on December 23, 2020. The effective date of the Plan occurred on January 15, 2021.

B. Status of Submission of Monthly Operating Statements:

Filed
by Debtors through January 15, 2021 (Filed on February 3, 2021.)

C. Payment of Quarterly U.S. Trustee Fees: Paid through 9/30/2020**VI. Other Information:**

The financial information herein is based on the Debtors' Jan.-Dec. 2020 MORS and the MOR filed for the Jan. 1-15 period. The Accrued Unpaid Administrative Expenses reflect Post-Petition A/P. Whether that amount includes some professional fees and expenses should be verified by the Debtors.

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Exhibit P

76381342.1

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

In re:

Case No.

**ORDER AWARDING COMPENSATION
FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES
PURSUANT TO 11 U.S.C. §330 or §331,
AND APPROVING THE PAYMENT OF
BANK FEES**

Debtor(s)

THIS MATTER HAVING come before the Court on the # _____ (☐ interim ☐ final)
application of _____ dated _____, docket # _____, notice
docket # _____ and certificate of service docket # _____, for an order allowing compensation
for services rendered and reimbursement of expenses in the above entitled case; and the court
being fully advised in the premises:

NOW THEREFORE the below listed amounts are hereby allowed and awarded as compensation and reimbursement pursuant to 11 USC §330 or §331, and approved as bank fees pursuant to §363 and §503(b), to the above-named applicant and are authorized to be disbursed or transferred from funds of the above entitled estate, subject to the availability of funds and the provision of any confirmed plan. *

Compensation in the amount	\$ _____
Reimbursement in the amount of	\$ _____
Bank fees	\$ _____
TOTAL	\$ _____

* If for first application, includes compensation earned pre-petition and filing fees and other costs incurred pre-petition.

ORDER AWARDING COMPENSATION - 1

Summary of all prior awards and approvals on previous applications:

Compensation	\$ _____
Reimbursement	\$ _____
Bank fees	\$ _____
Total	\$ _____

Disbursement information for this award:

Received directly from debtor by application (if for first application)	\$ _____
To be paid by transfer from attorney trust account:	\$ _____
To be paid by trustee	\$ _____
Total	\$ _____

///End of Order///

Presented by:

(Signature/address/phone)