

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

----- X
In re : Chapter 11
CANO HEALTH, INC., *et al.*, : Case No. 24-10164 (KBO)
Debtors.¹ : (Jointly Administered)
----- X Objection Deadline: May 22, 2024 at 4:00 p.m. (ET)

SUMMARY SHEET TO SECOND MONTHLY FEE APPLICATION OF
KURTZMAN CARSON CONSULTANTS LLC, AS ADMINISTRATIVE
ADVISOR TO THE DEBTORS, FOR THE PERIOD FROM
MARCH 1, 2024 THROUGH AND INCLUDING MARCH 31, 2024

General Information

Name of Applicant: Kurtzman Carson Consultants LLC
Authorized to Provide Services to: The above-captioned debtors
Petition Date: February 4, 2024
Date of Retention Order: March 5, 2024, effective as of February 4, 2024
Type of Application: Monthly

Summary of Fees and Expenses Sought in the Fee Application

Period for Which Compensation and Reimbursement is Sought in the Fee Application: March 1, 2024 through March 31, 2024
Amount of Compensation Sought as Actual, Reasonable, and Necessary for the Fee Period: \$14,411.28 (80% of \$18,014.10)
Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary for the Fee Period: \$0.00
Total Compensation and Expense Reimbursement Request for the Fee Period: \$14,411.28 (80% of \$18,014.10)

¹ The last four digits of Cano Health, Inc.'s tax identification number are 4224. A complete list of the Debtors in the chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://www.kcellc.net/CanoHealth>. The Debtors' mailing address is 9725 NW 117th Avenue, Miami, Florida 33178.



24101642405020000000000002

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
Contract Review	96.8	\$18,014.10
Totals	96.8	\$18,014.10

COMPENSATION BY INDIVIDUAL

Initials	Name	Position	Hours	Rate	Total
AMG	Ana Garcia	Consultant	3.1	\$ 184.50	\$ 571.95
BIF	Bianca Barrera	Consultant	9.3	\$ 184.50	\$ 1,715.85
DIM	Diana Mauricio	Consultant	6.9	\$ 184.50	\$ 1,273.05
HBU	Hannah Bussey	Consultant	7.4	\$ 184.50	\$ 1,365.30
JMG	Jennifer Westwood	Senior Consultant	0.6	\$ 189.50	\$ 113.70
LRA	Luis Rios	Consultant	11.1	\$ 184.50	\$ 2,047.95
MCL	Mikayla Cleary	Consultant	9.9	\$ 184.50	\$ 1,826.55
ROZ	Rigoberto Lopez	Consultant	8.7	\$ 184.50	\$ 1,605.15
SUS	Sumesh Srivastava	Senior Consultant	27.3	\$ 189.50	\$ 5,173.35
SZA	Sonia Zapien	Consultant	5.5	\$ 184.50	\$ 1,014.75
TPE	Thomas Peterson	Consultant	5	\$ 184.50	\$ 922.50
VRQ	Vanessa Triana	Senior Managing Consultant	2	\$ 192.00	\$ 384.00
	TOTALS		96.8		\$18,014.10

Total Incurred:	\$18,014.10
Blended Rate:	\$186.10

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
	:	
In re	:	Chapter 11
	:	
CANO HEALTH, INC., et al.,	:	Case No. 24–10164 (KBO)
	:	
Debtors.¹	:	(Jointly Administered)
	:	
	X	Objection Deadline: May 22, 2024 at 4:00 p.m. (ET)

**SECOND MONTHLY FEE APPLICATION OF KURTZMAN
CARSON CONSULTANTS LLC, AS ADMINISTRATIVE
ADVISOR TO THE DEBTORS, FOR THE PERIOD FROM
MARCH 1, 2024 THROUGH AND INCLUDING MARCH 31, 2024**

Pursuant to Sections 330 and 331 of Title 11 of the United States Code, §§ 101-1532 (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), and the *Order Pursuant to 11 U.S.C. §§ 105(a), 330, and 331 and Fed. R. Bankr. P. 2016 (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, and (II) Granting Related Relief*, dated March 5, 2024 [Docket No. 243] (the “Interim Compensation Order”), Kurtzman Carson Consultants LLC (“KCC”), administrative advisor for the above-captioned debtors (the “Debtors”), hereby submits its first monthly fee application (this “Fee Application”) for allowance of compensation for professional services provided in the amount of \$18,014.10 and authorization of payment of \$14,411.28 (which is 80% of \$18,014.10) for the period from March 1, 2024 through

¹ The last four digits of Cano Health, Inc.’s tax identification number are 4224. A complete list of the Debtors in the chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.kccllc.net/CanoHealth>. The Debtors’ mailing address is 9725 NW 117th Avenue, Miami, Florida 33178.

and including March 31, 2024 (the “Fee Period”). In support of this Fee Application, KCC represents as follows:

JURISDICTION

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and KCC confirms its consent pursuant to Local Rule 9013-1(f) to the entry of a final order by the Court in connection with this Fee Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested herein are section 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Rules 2016-1 and 2016-2.

BACKGROUND

4. On February 4, 2024 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

5. On February 5, 2024, the Debtors filed an application to employ KCC as their claims and noticing agent (in such capacity, the “Claims and Noticing Agent”) pursuant to 28 U.S.C. § 156(c) and Local Rule 2002-1(f) [Docket No. 13] (the “Section 156(c) Application”), which was approved by the Court on February 6, 2024 [Docket No. 79] (the “Section 156(c) Order”).

6. Given that the administration of these chapter 11 cases would require KCC to

perform duties outside the scope of 28 U.S.C. § 156(c), the Debtors supplemented the Section 156(c) Application with an application to retain KCC to perform certain services as the Debtors' administrative advisor in these chapter 11 cases (in such capacity, the "Administrative Advisor"). Accordingly, on February 15, 2024, the Debtors filed the *Debtors' Application Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014(a) and 2016 to (I) Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor Effective as of the Petition Date and (II) Granting Related Relief* [Docket No. 149]. On March 5, 2024, the Court entered the *Order Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014(a) and 2016 Authorizing the Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Administrative Advisor Effective as of the Petition Date* [Docket No. 252] (the "Retention Order"). The Retention Order authorized the Debtors to compensate KCC in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the United States Trustee Fee Guidelines and any orders entered in these cases governing professional compensation and reimbursement for services rendered and charges and disbursements incurred.

7. The Retention Order authorizes KCC to provide the following services:
 - (a) assist with, among other things, the preparation of the Debtors' schedules of assets and liabilities, schedules of executory contracts and unexpired leases and statements of financial affairs;
 - (b) assist with, among other things, solicitation, balloting, tabulation and calculation of votes, as well as prepare any appropriate reports required in furtherance of confirmation of any chapter 11 plan;
 - (c) generate an official ballot certification testify, if necessary, in support of the ballot tabulation results for any chapter 11 plan(s) in these chapter 11 cases;
 - (d) generate, provide and assist with claims objections, exhibits, claims reconciliation and related matters; and
 - (e) provide such other claims processing, noticing, solicitation, balloting, and administrative services described in the Services Agreement, but not

included in the Section 156(c) Application, as may be requested by the Debtors from time to time.

8. The amounts sought in this Application do not include any fees that may be payable by the Debtors for services provided by KCC under the Section 156(c) Order. Procedures for the payment of such fees and disbursements are separately addressed in the Section 156(c) Order. Additionally, no fees and disbursements for services provided to the Debtors under the Retention Order are or will be sought to be paid under the Section 156(c) Order.

9. All services for which compensation is requested by KCC were performed on behalf of the Debtors.

SUMMARY AND VALUATION OF SERVICES

10. The amount of time spent by each employee providing services to the Debtors for the Fee Period is detailed in line item listings of time entries and descriptive detail set forth herein and in the invoices attached hereto as Exhibit A. These are KCC's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by KCC for the Fee Period as Administrative Advisor to the Debtors in these chapter 11 cases is \$18,014.10 due for fees. KCC is not seeking reimbursement for any expenses in this Application.

11. During the Fee Period, KCC's professionals performed 96.8 hours assisting the Debtors and their professionals with reviewing contracts for information to be included in the Debtors' schedules. KCC believes that the time entries included in Exhibit A are in compliance with the requirements of Local Rule 2016-2.

12. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, KCC submits that the amount requested is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

CONCLUSION

WHEREFORE, KCC respectfully requests that the Court enter an Order: (i) granting the Fee Application and allowing compensation in the amount of \$18,014.10; (ii) directing payment by the Debtors of \$14,411.28 (which is 80% of \$18,014.10) for professional services; and (iii) granting such other and further relief as the Court deems just and proper.

Dated: May 2, 2024
El Segundo, California

/s/ Sarah Harbuck

KURTZMAN CARSON CONSULTANTS LLC

Sarah Harbuck

Drake D. Foster

222 N. Pacific Coast Highway, 3rd Floor

El Segundo, California 90245

Tel: 310.708.6926

Administrative Advisor to the Debtors

CERTIFICATION

I, Sarah Harbuck, pursuant to 28 U.S.C. § 1746, state as follows:

- a) I am Assistant General Counsel of the applicant firm, Kurtzman Carson Consultants LLC.
- b) I am familiar with the work performed by Kurtzman Carson Consultants LLC on behalf of the Debtors.
- c) I have reviewed the foregoing Fee Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Rule 2016-2, and submit that the Fee Application substantially complies with such rule.

I certify, under penalty of perjury, that the foregoing statements are true to the best of my knowledge, information, and belief.

Dated: May 2, 2024
El Segundo, California

/s/ Sarah Harbuck

Sarah Harbuck

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
	:	Chapter 11
In re	:	
	:	Case No. 24–10164 (KBO)
CANO HEALTH, INC., et al.,	:	
	:	(Jointly Administered)
Debtors.¹	:	
	:	Obj. Deadline: May 22, 2024 at 4:00 p.m. (ET)

NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Kurtzman Carson Consultants LLC (the “**Applicant**”) has today filed the attached *Second Monthly Fee Application of Kurtzman Carson Consultants LLC, as Administrative Advisor to the Debtors, for the Period from March 1, 2024 through and including March 31, 2024* (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order Pursuant to 11 U.S.C. §§ 105(a), 330, and 331 and Fed. R. Bankr. P. 2016 (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, and (II) Granting Related Relief* [Docket No. 243] (the “**Interim Compensation Order**”) and must be filed with the Clerk of the Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 no later than **May 22, 2024 at 4:00 p.m. (prevailing Eastern Time)** (the “**Objection Deadline**”) and served upon and received by: (i) the Debtors, c/o Cano Health, Inc., 9725 NW 117th Avenue, Suite 200, Miami, FL 33178 (Attn: Eladio Gil

¹ The last four digits of Cano Health, Inc.’s tax identification number are 4224. A complete list of the Debtors in the chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.kccllc.net/CanoHealth>. The Debtors’ mailing address is 9725 NW 117th Avenue, Miami, Florida 33178.

(Eladio.Gil@canohealth.com), David Armstrong (David.Armstrong@canohealth.com), Jonathan Biggert (Jonathan.Biggert@canohealth.com), and Kaitlyn Sundt (ksundt@alixpartners.com); (ii) counsel for the Debtors, (a) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153 (Attn: Gary T. Holtzer, Esq. (gary.holtzer@weil.com), Jessica Liou, Esq. (jessica.liou@weil.com), and Matthew P. Goren, Esq. (matthew.goren@weil.com)) and (b) Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, DE 19801 (Attn: Michael J. Merchant, Esq. (merchant@rlf.com) and Amanda R. Steele, Esq. (steele@rlf.com)); (iii) counsel to the Ad Hoc First Lien Group and the DIP Agent, (a) Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, New York 10166 (Attn: Scott J. Greenberg, Esq. (sgreenberg@gibsondunn.com), Michael J. Cohen, Esq. (mcohen@gibsondunn.com), and Christina M. Brown, Esq. (christina.brown@gibsondunn.com) and (b) Pachulski, Stang, Ziehl & Jones LLP, 919 North Market Street # 1700, Wilmington, Delaware 19801 (Attn: Laura Davis Jones, Esq. (ljones@pszjlaw.com) and James O'Neill, Esq. (joneill@pszjlaw.com)); (iv) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, DE 19801 (Attn: Benjamin A. Hackman, Esq. (Benjamin.A.Hackman@usdoj.gov) and Jon Lipshie, Esq. (Jon.Lipshie@usdoj.gov); (v) counsel for the official committee of unsecured creditors, (a) Paul Hastings LLP, 200 Park Avenue, New York, New York 10166 (Attn: Kristopher M. Hansen, Esq. (krishansen@paulhastings.com) and Erez Gilad, Esq. (erezgilad@paulhastings.com) and (b) Cole Schotz, P.C., 500 Delaware Avenue, Suite 1410, Wilmington, Delaware 19081 (Attn: Justin R. Alberto, Esq. (jalberto@coleschotz.com), and Andrew J. Roth-Moore, Esq. (aroth-moore@coleschotz.com).

PLEASE TAKE FURTHER NOTICE that if no objections to the Application are filed prior to the Objection Deadline, the Applicant may file a certificate of no objection with the

Court, after which the Debtors shall be authorized by the Interim Compensation Order to pay the Applicant an amount equal to 80% of the fees and 100% of the expenses requested in the Application without the need for further order of the Court.

PLEASE TAKE FURTHER NOTICE that, if an objection to the Application is filed prior to the Objection Deadline, the Debtors shall be authorized by the Interim Compensation Order to pay the Applicant 80% of the fees and 100% of the expenses requested in the Application not subject to such objection without the need for further order of the Court.

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Dated: May 2, 2024
Wilmington, Delaware

/s/ James F. McCauley

RICHARD, LAYTON & FINGER, P.A.

Mark D. Collins (No. 2981)

Michael J. Merchant (No. 3854)

Amanda R. Steele (No. 5530)

James F. McCauley (No. 6991)

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steele@rlf.com

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steiger@rlf.com

-and-

WEIL, GOTSHAL & MANGES LLP

Gary T. Holtzer (admitted *pro hac vice*)

Jessica Liou (admitted *pro hac vice*)

Matthew P. Goren (admitted *pro hac vice*)

767 Fifth Avenue

New York, New York 10153

Telephone: (212) 310-8000

Emails: gary.holtzer@weil.com

jessica.liou@weil.com

matthew.goren@weil.com

*Attorneys for the Debtors
and the Debtors in Possession*

EXHIBIT A



April 22, 2024

Cano Health, Inc.
Mark Kent
9725 NW 117th Avenue, Suite 200
Miami FL 33178

Re: Cano Health, Inc.
USBC Case No. 24-10164

Dear Mark Kent:

Enclosed please find Kurtzman Carson Consultants' ("KCC") invoice for the period March 1, 2024 to March 31, 2024 in the amount of \$18,014.10 for the above referenced matter. Pursuant to our services agreement, KCC's invoice is due upon receipt.

If you have any questions, please contact me at (310) 751-1803 or egershbein@kccllc.com.

Sincerely,
Kurtzman Carson Consultants LLC

A handwritten signature in black ink, appearing to read "Evan Gershbein".

Evan Gershbein
EVP Restructuring

Enclosures



April 22, 2024

Copy Parties

Michael Sheehan
9725 NW 117th Avenue, Suite 200
Miami FL 33178

Schlea Thomas
Paul Hastings LLP
600 Travis Street 58th Floor
Houston TX 77002

Kristopher M. Hansen
Paul Hastings LLP
200 Park Ave
New York NY 10166

Erez Gilad
Paul Hastings LLP
200 Park Ave
New York NY 10166

Ryan Montefusco
Paul Hastings LLP
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Jillian McMillan
Paul Hastings LLP
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Seth Van Aalten
Cole Schotz P.C.
1325 Avenue of the Americas 19th Floor
New York NY 10019

Justin R. Alberto
Cole Schotz P.C.
500 Delaware Avenue, Suite 1410
Wilmington DE 19801

Patrick J. Reilley
Cole Schotz P.C.
500 Delaware Avenue, Suite 1410
Wilmington DE 19801



April 22, 2024

Copy Parties

Andrew J. Roth-Moore
Cole Schotz P.C.
500 Delaware Avenue, Suite 1410
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Benjamin A. Hackman
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Lockbox 35
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Jon Lipshie
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Jessica Liou
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April 22, 2024

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Miami FL 33178

David Armstrong
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Miami FL 33178

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New York, NY 10022

Justin Galvan
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Clayton Gring
AlixPartners
909 Third Avenue 30th Floor
New York, NY 10022

Kurtzman Carson Consultants LLC

Account Number	71042FA	Invoice Date	April 22, 2024
Invoice Number	US_KCC2707356	Due Date	Due upon receipt

Cano Health, Inc.***Summary***

<u>Description</u>	<u>Amount</u>
<u>Hourly Fees</u>	
Hourly Fees Charged	\$18,014.10
<i>Total of Hourly Fees</i>	\$18,014.10
<u>Expenses</u>	
Expenses	\$0.00
<i>Total Expenses</i>	\$0.00
<i>Invoice Subtotal</i>	\$18,014.10
Sales and Use Tax	0.00
<i>Total Invoice</i>	\$18,014.10

Please detach and return this portion of the statement with your check to KCC.
Please reference your Account Number and Invoice Number on your Remittance.

Account Number 71042FA

Invoice Number US_KCC2707356

Total Amount Due \$18,014.10

Amount Paid

\$

Check Payments to:

KCC Global Administration - Restructuring
Department 2211
PO Box 4110
Woburn, MA 01888-4110

Wire Payments to:

KCC Global Administration - Restructuring
Grasshopper Bank, N.A.
261 5th Avenue Suite 610
New York, NY 10016
Account # 02329451396
FED ABA # 026015024

Kurtzman Carson Consultants LLC

03/01/2024 - 03/31/2024

Total Hourly Fees by Employee

<u>Initial</u>	<u>Employee Name</u>	<u>Position Type</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
AMG	Ana Garcia	CON	3.10	\$184.50	\$571.95
BIF	Bianca Barrera	CON	9.30	\$184.50	\$1,715.85
DIM	Diana Mauricio	CON	6.90	\$184.50	\$1,273.05
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TPE	Thomas Peterson	CON	5.00	\$184.50	\$922.50
VRQ	Vanessa Triana	SMC	2.00	\$192.00	\$384.00
			Total		\$18,014.10

Kurtzman Carson Consultants LLC

03/01/2024 - 03/31/2024

Time Detail

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Position Type</u>	<u>Category</u>	<u>Hours</u>
3/1/2024	AMG	Review contracts for inclusion in Schedule G	CON	Contract Review	3.10
3/1/2024	LRA	Review contracts for inclusion in Schedule G	CON	Contract Review	6.40
3/1/2024	TPE	Review contracts for inclusion in Schedule G	CON	Contract Review	5.00
3/1/2024	HBU	Review contracts for inclusion in Schedule G	CON	Contract Review	7.40
3/1/2024	BIF	Review contracts for inclusion in Schedule G	CON	Contract Review	7.50
3/1/2024	DIM	Review contracts for inclusion in Schedule G	CON	Contract Review	6.90
3/1/2024	MCL	Quality control review of contracts reviewed for inclusion in Schedule G	CON	Contract Review	7.00
3/1/2024	MCL	Coordinate and oversee quality control review of contracts reviewed for inclusion in Schedule G	CON	Contract Review	0.80
3/1/2024	MCL	Review contracts for inclusion in Schedule G	CON	Contract Review	2.10
3/1/2024	SZA	Review contracts for inclusion in Schedule G	CON	Contract Review	5.50
3/1/2024	VRQ	Quality control review of contracts reviewed for inclusion in Schedule G	SMC	Contract Review	2.00
3/1/2024	SUS	Administrative review of contract data and noticing information to confirm accuracy and completeness of same	SC	Contract Review	5.60
3/1/2024	SUS	Coordinate and oversee quality control review of contracts reviewed for inclusion in Schedule G	SC	Contract Review	5.60
3/1/2024	ROZ	Review contracts for inclusion in Schedule G	CON	Contract Review	8.70
Total for 3/1/2024					73.60
3/2/2024	BIF	Review contracts for inclusion in Schedule G	CON	Contract Review	1.80
3/2/2024	SUS	Administrative review of contract data and noticing information to confirm accuracy and completeness of same	SC	Contract Review	3.60
3/2/2024	SUS	Coordinate and oversee quality control review of contracts reviewed for inclusion in Schedule G	SC	Contract Review	3.60
Total for 3/2/2024					9.00
3/3/2024	SUS	Coordinate and oversee quality control review of contracts reviewed for inclusion in Schedule G	SC	Contract Review	2.80
3/3/2024	SUS	Administrative review of contract data and noticing information to confirm accuracy and completeness of same	SC	Contract Review	6.10
Total for 3/3/2024					8.90
3/4/2024	JMG	Review contracts for inclusion in Schedule G	SC	Contract Review	0.60
Total for 3/4/2024					0.60
3/11/2024	LRA	Review contracts for inclusion in Schedule G	CON	Contract Review	4.70
Total for 3/11/2024					4.70
Total Hours					96.80

Kurtzman Carson Consultants LLC

03/01/2024 - 03/31/2024

Expenses

Description

Units

Rate

Amount

Total Expenses