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14 **UNITED STATES BANKRUPTCY COURT**
15 **CENTRAL DISTRICT OF CALIFORNIA**
16 **LOS ANGELES DIVISION**

17 In Re

18 VERITY HEALTH SYSTEM OF
19 CALIFORNIA, INC., et al.,

20 Debtor and Debtor in Possession.

Case No. 2:18-bk-20151-ER

CHAPTER 11 Cases

Jointly Administered With:

Case No.: 2:18-bk-20162-ER;
Case No.: 2:18-bk-20163-ER;
Case No.: 2:18-bk-20164-ER;
Case No.: 2:18-bk-20165-ER;
Case No.: 2:18-bk-20167-ER;
Case No.: 2:18-bk-20168-ER;
Case No.: 2:18-bk-20169-ER;
Case No.: 2:18-bk-20171-ER;
Case No.: 2:18-bk-20172-ER;
Case No.: 2:18-bk-20173-ER;
Case No.: 2:18-bk-20175-ER;
Case No.: 2:18-bk-20176-ER;
Case No.: 2:18-bk-20178-ER;
Case No.: 2:18-bk-20179-ER;
Case No.: 2:18-bk-20180-ER;
Case No.: 2:18-bk-20181-ER

- 23 ☒ Affects All Debtors
24 ☐ Affects Verity Health System of California, Inc.
25 ☐ Affects O'Connor Hospital
26 ☐ Affects Saint Louise Regional Hospital
27 ☐ Affects St. Francis Medical Center
28 ☐ Affects St. Vincent Medical Center
☐ Affects Seton Medical Center
☐ Affects O'Connor Hospital Foundation
☐ Affects Saint Louise Regional Hospital Foundation
☐ Affects St. Francis Medical Center of Lynwood Foundation



- ☐ Affects St. Vincent Foundation
- ☐ Affects St. Vincent Dialysis Center, Inc.
- ☐ Affects Seton Medical Center Foundation
- ☐ Affects Verity Business Services
- ☐ Affects Verity Medical Foundation
- ☐ Affects Verity Holdings, LLC
- ☐ Affects De Paul Ventures, LLC
- ☐ Affects De Paul Ventures — San Jose ASC, LLC

**DECLARATION OF ADAM THOMAS
IN SUPPORT OF CREDITORS LYNN
C. MORRIS, HILDA L. DAILY AND
NOE GUZMAN’S MOTION FOR
AUTHORIZATION TO FILE A CLASS
PROOF OF CLAIM ON BEHALF OF
CLAIMANTS SIMILARLY SITUATED**

Debtors and Debtors In Possession.

Date: May 7, 2019
Time: 10:00 a.m. (PST)
Location: Courtroom 1568
255 East Temple Street

DECLARATION OF ADAM THOMAS

I, Adam Thomas, declare as follows:

1. I am not a party to this action. I make this declaration based upon my personal knowledge, and, if called as a witness, I could competently testify as to the facts stated herein.

2. I have assisted my clients, in preparation for and filing of a motion with the United States Bankruptcy Court, Central District of California, for authorization to file class proof of claim.

3. My preparations included reaching out to the attorneys for Verity Health System (“Debtor”), who are Samuel R. Maizel and Tonya Moyron from the offices of Dentons U.S. LLP.

4. I sent an email to the attorneys Debtor’s attorneys on March 28, 2019 asking them if their client would stipulate to our client’s motion to approve class claim.

5. On March 28, 2019, I received an email from Debtor’s counsel, Tania Moyron, which informed me that the Debtors do not consent to a class proof of claim.

6. The law offices of Weinberg, Roger & Rosenfeld have been representing multi-employer benefit funds since approximately 1968, and have continuously represented these funds after they became subject to the Employee Retirement Income Security Act (“ERISA”) in 1974.

7. William A. Sokol is a shareholder with the firm. For over 44 years, his practice has included legal representation of pension, health and welfare, apprenticeship and training funds both before, and after the enactment of ERISA. Mr. Sokol serves as both sole counsel and as co-counsel on these funds, which cover a wide array of industries, from engineers to health care

1 workers to teamsters, in both the private and public sectors. He has extensive experience assisting
2 clients comply with all aspects of ERISA statutes and regulations, including but not limited to,
3 upholding ERISA's fiduciary requirements and complying with ERISA's prohibited transaction
4 rules. Mr. Sokol has served as counsel in several ERISA class actions handled by our firm
5 throughout the past 44 years.

6 8. Emily P. Rich joined the firm in 1996, and is a shareholder. Her practice includes
7 litigation on behalf of unions, their members, and working people in both state and federal court,
8 including bankruptcy court. She graduated from the University of California, Berkeley, with
9 degrees in Economics and Psychology in 1975, and graduated magna cum laude and Order of the
10 Coif from Hastings College of the Law in San Francisco, CA in 1993. At Hastings she received a
11 Milton D. Green Top Ten Citation; I served as Editor of the Hastings Law Journal and was
12 certified as a Public Interest Law Scholar. Prior to joining the firm, she practiced plaintiff's anti-
13 trust law at the San Francisco law firm of Furth, Fahrner & Mason. She has worked on many state
14 and federal wage and hour class actions on behalf of various low wage workers, including farm
15 workers, janitors, truck drivers, and security guards. She is co-lead counsel in *Lubin v. The*
16 *Wackenhut Corporation*, Los Angeles Superior Case No. B244383, which resulted in the
17 decision, 5 Cal. App. 5th 926 (2016) and co-lead counsel in *ABM Industries Overtime Litigation*,
18 San Francisco Superior Court Case No. JCCP 4502, which resulted in the decision, 19 Cal. App.
19 5th 277 (2017). In 2017 she was named a Daily Journal Top Labor & Employment
20 Lawyer. Other cases she has litigated include:

- 21 a. *Stationary Engineers Local 39 Health & Welfare Trust Fund v. Philip Morris Co.*,
22 1998 WL 476265 (N.D.Cal. 1998) [tobacco-related injury to health plans];
- 23 b. *Sharon Daniels, et al. vs. Eden Hospital, et al.*, Case No. 834885-6, Alameda
24 County Superior Court;
- 25 c. *United State Of America, ex rel. vs. G.E. Chen Construction, Inc., et al.*, Case No.
26 C 96-02341 MJJ (MEJ), United States District Court Northern District of
27 California;
- 28

- 1 d. *Bluford v. Safeway Stores, Inc.* (2013) 216 Cal.App.4th 864 [employers must
2 provide separate compensation for rest periods to employees covered by piece rate
3 compensation systems];
4 e. *Service Employees Internat. Union, Local 250 v. Colcord*, 160 Cal. App. 4th 362
5 [approving disgorgement of salary and benefits by union employee who breached
6 duty of loyalty to union].
7

8 9. Caitlin Gray is an associate at Weinberg, Roger & Rosenfeld. She graduated *cum*
9 *laude* from New York University School of Law in 2015 and was awarded the Sol D. Kapelsohn
10 Prize for “highest excellence in writing in the field of labor law” at graduation. While in law
11 school, she participated in a clinic at the New York Civil Liberties Union, where she worked on a
12 case protecting day laborers’ right to solicit employment from streets and sidewalks. She also
13 interned for an administrative judge at the Equal Employment Opportunity Commission, and
14 worked as a clerk at Weinberg, Roger & Rosenfeld. Since joining Weinberg, Roger & Rosenfeld
15 as an associate in 2015, she has litigated labor and employment matters in state and federal court
16 and has represented labor unions in bankruptcy court. She has drafted and argued summary
17 judgment motions and motions to dismiss, drafted appellate briefs in the Ninth Circuit, and
18 drafted a petition for writ of certiorari before the United States Supreme Court (*Bd. of Trs. of the*
19 *Carpenters Health & Welfare Trust Fund for Cal. v. Bos* (2016) 136 S. Ct. 1452). She has
20 presented oral argument and continues to provide other active assistance to an ERISA lawsuit
21 (class certification pending) being handled by our firm (*Mario Del Castillo, et. al. v. Community*
22 *Child Care Council of Santa Clara County, Inc.*, Case No. 15:17-cv-07243) which was filed on
23 December 21, 2017.

24 10. I, Adam Thomas, am an associate at Weinberg, Roger & Rosenfeld since April
25 2017. I earned a Bachelor of Science degree from the University of Massachusetts in May 2010
26 and graduated from Northeastern University Law School in May of 2013. I was admitted to the
27 California Bar in June of 2014. Previously, I was an Attorney with two other laws firms in the
28 Los Angeles area between August 2013 and April 2017. At each law firm I
specialized in employee benefits law, representing and advising multi-employer pension, health

1 and welfare, and apprenticeship and training funds. I have extensive experience assisting clients
2 comply with all aspects of ERISA statutes and regulations, including but not limited to, upholding
3 ERISA's fiduciary requirements and complying with ERISA's prohibited transaction rules. I have
4 presented oral argument and continue to provide other active assistance in an ERISA lawsuit
5 (class certification pending) being handled by our firm (*Mario Del Castillo, et. al. v. Community*
6 *Child Care Council of Santa Clara County, Inc.*, Case No. 15:17-cv-07243) which was filed on
7 December 21, 2017.

8 11. The firm has expertise in this type of action, has no known conflicts with either the
9 Plaintiffs or any members of the putative class, and will diligently pursue this action on behalf of
10 the participants in Verity Health Systems Retirement Plan A.

11 I declare under penalty of perjury of the laws of the United States that the foregoing is true
12 and correct. Executed April 1, 2019, in Los Angeles, California.

13
14
15 By: _____

16 ADAM J. THOMAS
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PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:

Weinberg Roger & Rosenfeld, 1001 Marina Village Parkway, Suite 200, California 94501

A true and correct copy of the foregoing document entitled (*specify*):

DECLARATION OF ADAM THOMAS IN SUPPORT OF PLAINTIFFS LYNN C. MORRIS, HILDA L. DAILY AND NOE GUZMAN'S MOTION FOR AUTHORIZATION TO FILE A CLASS PROOF OF CLAIM ON BEHALF OF CLAIMANTS SIMILARLY SITUATED

will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) April 1, 2019, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

SEE ATTACHED SERVICE LIST

x Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) April 1, 2019, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

SEE ATTACHED SERVICE LIST

x Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) April 1, 2019, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

SEE ATTACHED SERVICE LIST

x Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Stephanie Mizuhara

Date

Printed Name

/s/ Stephanie Mizuhara

Signature

SERVICE LIST

Via Personal Delivery:

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USBC Central District of California
Roybal Federal Building
255 E. Temple Street, Suite 1560
Los Angeles, CA 90012

Via CM/ECF

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Via Electronic Mail and U.S. Mail

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McDermott Will & Emery LLP 2049 Century Park East, Suite 3800 Los Angeles, CA 90067 Attn: James F. Owens JFowens@mwe.com <i>Counsel to the Stalking Horse Purchase</i>	Cain Brothers, a division of KeyBanc Capital Markets, 601 California Street, Suite 1505, San Francisco, CA 94108 Attn: James Moloney jmoloney@cainbrothers.com <i>Debtors' Investment Banker</i>

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

Office of the United States Trustee 915 Wilshire Blvd., Suite 1850 Los Angeles, California 90017 Attn: Hatty Yip Hatty.Yip@usdoj.gov <i>U.S. Trustee</i>	Maslon, LLP 3300 Wells Fargo Center 90 South Seventh Street Minneapolis MN 55402 Attn: Clark Whitmore and Jason Reed Clark.Whitmore@maslon.com Jason.Reed@Maslon.com <i>Counsel to the Series 2015 and Series 2017 Notes Trustee</i>
Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C., One Financial Center Boston, Massachusetts 02111 Attn: Daniel S. Bleck and Paul Ricotta dsbleck@mintz.com; pricotta@mintz.com <i>Counsel for Master Trustee and Series 2005 Bond Trustee</i>	