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13 UNITED STATES BANKRUPTCY COURT
14 CENTRAL DISTRICT OF CALIFORNIA
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16 In re:

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

19 Debtor.
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) Case No.: 2:18-bk-20151 ER

) Jointly Administered

) Chapter 11

) **MOTION OF PARALLON
REVENUE CYCLE SERVICES,
INC. TO ALLOW PAYMENT OF
ADMINISTRATIVE EXPENSE
CLAIM**

) [No Hearing Required Pursuant to
Notice of Bar Date for Filing
Administrative Expense Claims
(Dkt. No. 3006)]

) Hon. Ernest M. Robles - Ctrm 1568]



1 Parallon Revenue Cycle Services, Inc. f/k/a The Outsource Group, Inc.
2 (“Parallon”) hereby submits this motion (the “Motion”) to allow payment of its
3 administrative expense claim under section 503(b) of title 11 of the United States Code
4 (the “Bankruptcy Code”) for postpetition services provided to the above-captioned debtors
5 and debtors-in-possession. In support of the Motion, Parallon submits as follows:
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7 **JURISDICTION**

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9 1. This Court has jurisdiction to consider the Motion under 28 U.S.C. § 157
10 and 1334. Venue is proper under 28 U.S.C. §§ 1408 and 1409. This matter is a core
11 proceeding under 28 U.S.C. § 157(b)(2)(A).

12 2. The statutory predicate for the relief requested is section 503(b)(1)(A) of the
13 Bankruptcy Code.
14

15 **BACKGROUND**

16 3. On August 31, 2018 (the “Petition Date”), the Debtors each commenced
17 voluntary cases under chapter 11 of the Bankruptcy Code. The Debtors’ cases are being
18 jointly administered for procedural purposes only under rule 1015(b) of the Federal Rules
19 of Bankruptcy Procedure.
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21 4. Following the Petition Date, Parallon continued to provide certain collection
22 services to the Debtors pursuant to that certain Amended and Restated Collection Services
23 Agreement (the “Agreement”). In connection with these services, Parallon issued nine
24 invoices to the Debtors for services rendered from the Petition Date to August 31, 2019
25 (the “Postpetition Invoices”). Each of the Postpetition Invoices have previously been
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provided to the Debtors and have net 45-day payment terms, as reflected in the chart below.¹

Invoice #	Terms	Due Date	Amount
IBZ71W0419	Net 45	06/14/2019	\$8,228.51
IBZ70W0419	Net 45	06/14/2019	\$12,425.92
IBZ73W0419	Net 45	06/14/2019	\$319.45
IBZ72W0419	Net 45	06/14/2019	\$2,014.53
IBZ71W0719	Net 45	09/14/2019	\$2,172.20
IBZ72W0719	Net 45	09/14/2019	\$140.57
IBZ71W0819	Net 45	10/15/2019	\$116.46
IBZ72W0819	Net 45	10/15/2019	\$12,436.59
IBZ73W0819	Net 45	10/15/2019	\$176.73
Total:			\$38,030.96

5. The Postpetition Invoices, totaling \$38,030.96 remain unpaid at this time. In addition, services continue to be provided obligating the Debtors for payment up to and through the October 7, 2019 administrative expense claims bar date (the “Bar Date”). See Notice of Bar Date for Filing Administrative Expense Claims (Dkt. No. 3006). Parallon also seeks payment for all invoices issued after August 31, 2019 for all services provided after the Petition Date.

RELIEF REQUESTED

6. Parallon requests entry of an order, substantially in the form attached hereto as **Exhibit A**, (a) granting Parallon an allowed administrative expense claim under section 503(b)(1)(A) of the Bankruptcy Code for all services provided after the Petition Date.

¹ The amounts indicated above were owed as of September 10, 2019. Both the Agreement and the Postpetition Invoices may be made available upon request. These documents contain Confidential Information, as that term is defined in the Agreement.

BASIS FOR RELIEF REQUESTED

7. The Bankruptcy Code provides that “[a]fter notice and a hearing, there shall be allowed administrative expenses, other than claims allowed under section 502(f) of this title, including—the actual, necessary costs and expenses of preserving the estate” 11 U.S.C. § 503(b)(1)(A); *see also In re Waste Sys. Intern., Inc.*, 280 B.R. 824, 826 (Bankr. D. Del. 2002) (holding that third party entitled to administrative expense claim equal to the value of services conferred on the estate).

8. To be granted administrative expense priority, the claimant must show that the debt asserted (1) arose from a transaction with the debtor-in-possession (or alternatively, that the claimant gave consideration to the debtor-in-possession); and (2) directly and substantially benefitted the estate. *In re DAK Indus., Inc.*, 66 F.3d 1091, 1094 (9th Cir. 1995); *see also In re BCE W., L.P.*, 319 F.3d 1166, 1172 (9th Cir. 2003) (noting the purpose behind the administrative expense priority is to encourage third parties to continue to deal with bankrupt debtors) *In re Palau Corp.*, 139 B.R. 942, 944 (B.A.P. 9th Cir. 1992) (stating that for claim arising from prepetition services contract to be entitled to administrative expense priority, services must have been rendered postpetition).

9. Parallon is requesting \$38,030.96 for services rendered under the Agreement after the Petition Date.² The Debtors and their estates have directly and substantially benefitted from the postpetition services provided by Parallon. Accordingly, Parallon is entitled to administrative expense priority under section 503(b)(1)(A) of the Bankruptcy Code.

² To the extent Parallon renders additional services between the filing of this Motion and the Bar Date, Parallon requests payment of those amounts as well as an administrative expense.

CONCLUSION

10. For the foregoing reasons, Parallon respectfully requests the Court enter an order granting Parallon an allowed administrative expense claim in the amount of \$38,030.96 under section 503(b)(1)(A) of the Bankruptcy Code for postpetition services rendered.

DATED: September 16, 2019

PERKINS COIE LLP

By /s/ Amir Gamliel

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Exhibit A
Proposed Order

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA

In re:	)	Case No.: 2:18-bk-20151 ER
VERITY HEALTH SYSTEM OF	)	Jointly Administered
CALIFORNIA, INC., et al.,	)	
Debtor.	)	Chapter 11
	)	ORDER GRANTING MOTION OF
	)	PARALLON REVENUE CYCLE
	)	SERVICES, INC. TO ALLOW
	)	PAYMENT OF
	)	ADMINISTRATIVE EXPENSE
	)	CLAIM
	)	[No Hearing Requested]
	)	[Notice of Bar Date for Filing
	)	Administrative Expense Claims
	)	(Dkt. No. 3006)]

On the *Motion of Parallon Revenue Cycle Services, Inc. to Allow Payment of Administrative Expense Claim* (the “Motion”)³ for entry of an order to allow payment of administrative expense claims under section 503(b) of title 11 of the United States Code (the “Bankruptcy Code”) for postpetition services provided to the above-captioned debtors and debtors-in-possession, all as more fully set forth in the Motion; this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; this Court having found that the notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no

³ Unless otherwise defined, capitalized terms shall have the meaning ascribed to them in the Motion.

1 other notice need be provided; and upon the record of the hearing on the Motion this
2 Court having found that good and sufficient cause exists for the relief granted, it is hereby

3 **ORDERED, ADJUDGED, AND DECREED THAT:**
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- 5 1. The Motion is GRANTED as set forth herein.
- 6 2. Parallon shall have an administrative expense claim in the amount of
7 \$38,030.96, which amount represents the unpaid Postpetition Invoices as of September
8 10, 2019 as well as an amount to be determined for all unpaid invoices for all services
9 provided after the Petition Date.
- 10 3. The Court shall retain jurisdiction with respect to all matters relating to the
11 interpretation or implementation of this Order.
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13 ### END OF ORDER ###
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NOTE: When using this form to indicate service of a proposed order, **DO NOT** list any person or entity in Category I. Proposed orders do not generate an NEF because only orders that have been entered are placed on the CM/ECF docket.

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: 1888 Century Park East, Suite 1700, Los Angeles, California 90067

A true and correct copy of the foregoing document(s) described as

MOTION OF PARALLON REVENUE CYCLE SERVICES, INC. TO ALLOW PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM

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 indicated below:

I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (“NEF”) – Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s) (“LBR”), the foregoing document will be served by the court via NEF and hyperlink to the document. On September 16, 2019, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email address(es) indicated below:

☒ Service information continued on attached page

II. SERVED BY U.S. MAIL OR OVERNIGHT MAIL(indicate method for each person or entity served):

On _____, I served the following person(s) and/or entity(ies) at the last known address(es) 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/or with an overnight mail service 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.

☐ Service information continued on attached page

III. SERVED BY PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR EMAIL (indicate method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on _____, I served the following person(s) and/or entity(ies) by personal delivery, 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 the judge will be completed no later than 24 hours after the document is filed.

☐ Service information continued on attached page

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

September 16, 2019
Date

Caroline Mallahi
Type Name

/s/ Caroline Mallahi
Signature

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