

SAMUEL R. MAIZEL (Bar No. 189301)
samuel.maizel@dentons.com
JOHN A. MOE, II (Bar No. 066893)
john.moe@dentons.com
TANIA M. MOYRON (Bar No. 235736)
tania.moyron@dentons.com
DENTONS US LLP
601 South Figueroa Street, Suite 2500
Los Angeles, California 90017-5704
Tel: (213) 623-9300 / Fax: (213) 623-9924

Attorneys for the Chapter 11 Debtors and
Debtors In Possession

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION

In re

VERITY HEALTH SYSTEM OF
CALIFORNIA, INC., *et al.*,

Debtor and Debtor In
Possession.

- ☒ Affects All Debtors
- ☐ Affects Verity Health System of
California, Inc.
- ☐ Affects O'Connor Hospital
- ☐ Affects Saint Louise Regional Hospital
- ☐ Affects St. Francis Medical Center
- ☐ 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
Dialysis, LLC

Debtors and Debtors In Possession.

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

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

Chapter 11 Cases

Hon Judge Ernest M. Robles

**FOURTH INTERIM APPLICATION OF
DENTONS US LLP, AS DEBTORS'
COUNSEL, FOR FEES AND EXPENSE
REIMBURSEMENT FOR THE PERIOD
SEPTEMBER 1, 2019 THROUGH
DECEMBER 31, 2019; DECLARATION OF
JOHN A. MOE, II**

Date: March 27, 2020

Time: 10:00 a.m.

Place: Courtroom 1568

Royal Federal Building
255 East Temple Street
Los Angeles, California 90012



1820151200311000000000002

TABLE OF CONTENTS

	Page
I. INTRODUCTION	1
A. Dentons' Appointment As Counsel To The Debtors	2
B. Fees And Expenses Sought By Dentons US LLP	2
C. Guidelines Pursuant To Which This Fourth Interim Application Has Been Prepared.....	3
II. DETAILED REVIEW OF COMPENSATION REQUEST	3
A. Fees Sought And Reimbursement Of Expenses Incurred By Dentons As Set Forth In Dentons' Fourth Interim Application.....	3
B. Summary of Hours and Fees	4
C. Professionals And Hourly Rates	4
D. Previously Paid Compensation	5
E. Project Billing	5
III. REVIEW AND CERTIFICATION	7
A. Client Review.....	7
B. Certification of Counsel	8
IV. DESCRIPTION OF SERVICES.....	9
A. Preparing To Close The Sale Of St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center And Seton Coastside to SGM.....	10
B. Litigating Matters With The Attorney General, SGM And The DHCS And Related Appeals	13
C. The Preparation And Filing Of An Adversary Proceeding Against SGM For Breach Of The Asset Purchase Agreement	14
D. Objections to Claims.....	14
E. Reaching Agreements With The Debtors' Unions In Connection With The Proposed Sale To SGM.....	15
F. The Assumption And Assignment, Or Rejection, Of Contracts And Leases Related To St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center And Seton Coastside	16
G. Plan of Liquidation and Disclosure Statement.....	16
H. Insurance Matters – Marillac Insurance.....	19

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

I.	Negotiating And Obtaining Entry Of Orders On Sale Of Clinics Associated With Verity Medical Foundation.....	19
J.	DIP Financing, Secured Creditors And Bondholders	20
K.	Employee-Related Issues And WARN Act Notices	24
1.	Termination of Employees.....	24
2.	Implications of Employee Leaves of Absence.....	24
3.	COBRA Rights and Record Retention.....	24
4.	WARN Extension Notices In Context Of Delay Of Anticipated Sale.....	24
L.	Responding To Motions For Relief From The Automatic Stay And Monitoring A Case Filed In The United States District Court And Cases Filed In The California Superior Courts	25
1.	Motions For Relief From The Automatic Stay	25
2.	Monitoring Cases Pending Outside The Bankruptcy Court.....	26
M.	Engagement Of Professionals, Including Ordinary Course Professionals, And The Preparation And Review Of Professionals’ Monthly And Interim Fee Applications.....	27
1.	Preparation And Entry Of Order On Dentons’ Third Interim Application.....	27
2.	Review Of Other Professionals’ Fee Applications	27
3.	Employment Of Ordinary Course Professionals.....	28
4.	Dentons’ Monthly Fee Statements.....	29
V.	COSTS AND SUMMARY OF EXPENSES	29
VI.	LEGAL ARGUMENT	30
VII.	CONCLUSION	33

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

TABLE OF AUTHORITIES

Page(s)

Cases

<i>Blanchard v. Bergeron</i> , 489 U.S. 87 (1989).....	32
<i>In re Charles Russell Buckridge</i> , 367 B.R. 191 (C.D.Cal. 2007).....	32
<i>Dang v. Cross</i> , 422 F.3d 800 (9th Cir. 2005).....	32
<i>Hensley v. Eckerhart</i> , 461 U.S. 424 (1983).....	31
<i>Johnson v. Georgia Highway Express, Inc.</i> , 488 F.2d 714 (5th Cir. 1974).....	31
<i>Kerr v. Screen Extras Guild, Inc.</i> , 526 F. 2d 67 (9th Cir. 1975), <i>cert. denied</i> , 425 U.S. 951 (1976).....	31, 32
<i>In re Manoa Finance Co., Inc.</i> , 853 F.2d 687 (9th Cir. 1988).....	31, 32
<i>Meronk v. Arter & Hadden, LLP (In re Meronk)</i> , 249 B.R. 208 (B.A.P. 9th Cir. 2000).....	31
<i>Mum v. Stenson</i> , 465 U.S. 886 (1984).....	31, 32
<i>Pennsylvania v. Del. Valley Citizens' Council for Clean Air</i> , 478 U.S. 546 (1986).....	32
<i>Unsecured Creditors' Comm. v. Puget Sound Plywood, Inc.</i> , 924 F.2d 955 (9th Cir. 1991).....	32

Statutes

11 U.S.C. § 330.....	31, 32, 33
§ 331.....	3
Civil Rights Act, 42 U.S.C. § 1983.....	32
Clean Air Act, 42 U.S.C. § 7401, <i>et seq.</i>	32

I.

INTRODUCTION

Dentons US LLP (“Dentons” or the “Firm”) is bankruptcy counsel to Verity Health System of California, Inc. (“VHS”), a California nonprofit public benefit corporation, and the above-captioned sixteen affiliated entities, debtors and debtors in possession (the “Debtors”), in these jointly administered chapter 11 cases (the “Cases”).

Between September 1, 2019 and December 31, 2019 (the “Fourth Interim Period”), Dentons continued to work closely with the Debtors in all aspects of its cases, which are complex given the structure and size of the Debtors, and required specialized services given that the Debtors operate acute care hospitals and related businesses. During the Fourth Interim Period, Dentons continued its work on behalf of the Debtors, including the following: (i) preparing to close the sale of St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center and Seton Coastside to Strategic Global Management (“SGM”) and analyzing related issues; (ii) litigating matters with the Attorney General, SGM and the Department of Health Care Services (“DHCS”) and related appeals; (iii) preparing and filing of a complaint against SGM for breach of the Asset Purchase Agreement; (iv) preparing objections to claim; (v) reaching agreements with the Debtors’ unions in connection with the proposed sale to SGM; (vi) the assumption and assignment, or rejection, of contracts and leases related to the previously pending sale of St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center and Seton Coastside; (vii) preparing the plan of liquidation and disclosure statement and analyzing related matters; (viii) analyzing insurance matters; (ix) negotiating and obtaining entry of orders on sale of clinics associated with Verity Medical Foundation; (x) preparing pleadings related to cash collateral and DIP financing and analyzing related matters; (xi) addressing employee-related issues and WARN Act notices; (xii) responding to motions for relief from stay and monitoring a case filed in the United States District Court and cases filed in the California Superior Courts; and (xiii) continuing review of professionals’ fee applications, preparing and filing fee applications for Dentons US LLP, and continuing work related to OCPs.

As demonstrated herein, the accumulated skill and background of the Dentons partners, counsel, associates and paraprofessionals have worked to the advantage of the Debtors and their estates.

Based on the foregoing, the Debtors respectfully request that the Court grant this *Fourth Interim Application Of Dentons US LLP, As Debtors' Counsel, For Fees And Expense Reimbursement For The Period Of September 1, 2019 Through December 31, 2019* (the "Fourth Interim Application").

A. Dentons' Appointment As Counsel To The Debtors

On September 28, 2018, Dentons filed *Debtors' Application To Employ Dentons US LLP As Its Bankruptcy Counsel Nunc Pro Tunc To The Petition Date* [Docket No. 345] ("Employment Application"). On October 30, 2018, the Court entered its *Order Approving Application To Employ Dentons US LLP As Bankruptcy Counsel Nunc Pro Tunc To The Petition Date* [Docket No. 712] ("Employment Order"), authorizing Dentons' employment as of August 31, 2018.

B. Fees And Expenses Sought By Dentons US LLP

Dentons files this Fourth Interim Application seeking an order from this Court: (1) allowing interim compensation for services rendered and expenses incurred during the Fourth Interim Period, in the total amount of \$3,450,821.15 comprising fees of \$3,313,929.48¹ and expenses of \$61,509.47, of which 80% of the fees and 100% of expenses have been paid, in the amount of \$2,712,652.93, and on which \$662,786.02 remains due, in accordance with *Monthly Fee Applications* [Docket Nos. 3501, 3719, 3821 and 4124] filed by Dentons in accordance with this Court's *Order On Debtors' Motion Establishing Procedures For Monthly Payment Of Fees And Expense Reimbursement* (the "Fee Procedures Order") [Docket No. 661]; and (2) allowing payment of the balance due Dentons of \$662,786.02.

More specifically, the amount of fees sought, paid and remaining due Dentons in accordance with Dentons' four *Monthly Fee Applications* [Docket Nos. 3501, 3719, 3821 and 4124] are as follows:

¹ This amount reflects a fee reduction of \$75,382.20 for non-working travel (\$43,837.20) and review of Dentons' monthly billing statements (\$31,545.00).

Breakdown Of Amounts Paid And Remaining Amount Owed
September 1, 2019 – December 31, 2019

<u>Application Period</u> September 1, 2019 – December 31, 2019	Total Paid to Dentons 80% Fees / 100% Costs	<u>20% Holdback Owed</u>
Thirteenth Monthly Fee Application (September 2019)	\$698,711.23	\$172,006.30
Fourteenth Monthly Fee Application (October 2019)	\$717,384.77	\$175,101.11
Fifteenth Monthly Fee Application (November 2019)	\$681,816.73	\$165,341.74
Sixteenth Monthly Fee Application (December 2019)	\$614,740.20	\$150,336.87
	\$2,712,652.93	\$662,786.02

C. Guidelines Pursuant To Which This Fourth Interim Application Has Been Prepared

Dentons submits this Fourth Interim Application in accordance with the Employment Order, the Fee Procedures Order, the Guidelines For Compensation And Expense Reimbursement Of Professionals And Trustees issued by the United States Bankruptcy Court for the Central District of California (“Central District Guidelines”), the United States Trustee Guidelines For Reviewing Applications For Compensation And Reimbursement Of Expenses Filed Under 11 U.S.C. § 331 (“UST Guidelines”), and the Local Bankruptcy Rules of the United States Bankruptcy Court for the Central District of California (“LBR”).

II.

DETAILED REVIEW OF COMPENSATION REQUEST

A. Fees Sought And Reimbursement Of Expenses Incurred By Dentons As Set Forth In Dentons’ Fourth Interim Application

Dentons seeks: (1) allowance of compensation for services rendered and expenses incurred during the Fourth Interim Period, in a total amount of \$3,450,821.15, comprising fees of \$3,313,929.48, and expenses of \$61,509.47; and (2) authorization for payment of \$662,786.02, of which \$2,712,652.93 has been paid and \$662,786.02 remains unpaid.

Dentons has reduced its fees, as appropriate, and/or in accordance with Dentons’ agreement with the Debtors, including:

- Because the Debtors are nonprofit institutions serving a charitable mission, Dentons capped all attorneys' hourly rates at \$800 per hour and provided a 15% discount on all standard hourly billing rates for attorneys whose hourly rates are less than \$800, no matter the standard rate for the timekeeper, resulting in a fee reduction of more than \$900,000;
- Dentons has deleted all fees related to travel, totaling \$43,837.20;
- Dentons eliminated \$31,545.00 in fees incurred preparing Dentons' monthly statements; and
- Dentons has written off all travel expenses, totaling more than \$23,000.

B. Summary of Hours and Fees

The following fees have been incurred in the Debtors' cases:

Summary of Hours And Fees For Each Debtor
September 1, 2019 – December 31, 2019

Debtor	Hours	Fees
Verity Health System California, Inc.	2,981.80	\$1,641,476.67
O'Connor Hospital	21.70	\$11,798.18
St. Vincent Medical Center	138.00	\$74,579.37
St. Francis Medical Center	2,535.50	\$1,463,818.61
Saint Louise Regional Hospital	1.40	\$528.70
Seton Medical Center/Seton Coastside	62.80	\$44,165.43
Verity Business Services	.10	\$53.55
Verity Medical Foundation	161.20	\$104,067.20
O'Connor Hospital Foundation	2.40	\$1,920.00
Seton Medical Center Foundation	3.30	\$1,684.80
Verity Holdings, LLC	2.10	\$1,124.55
Verity Health v. SGM	62.30	\$44,094.62
Sub-total	5,972.60	\$3,389,311.68
Fee Reduction		(\$75,382.20)
TOTAL	5,972.60	\$3,313,929.48

C. Professionals And Hourly Rates

The names of all of the attorneys and paraprofessionals who have been responsible for providing services to the Debtors during this Fourth Interim Period, the year admitted to practice

1 for each attorney, their rate, total number of hours spent on the case and total fees charged as a
2 result of service they each provided to the Debtors, is attached hereto as Exhibit “A.”

3 In general, tasks were allocated among the professionals and paraprofessionals based upon
4 their comparative expertise, taking into consideration the knowledge and experience of Dentons’
5 professionals and paraprofessionals. Dentons represented the Debtors as effectively and efficiently
6 as possible during the Fourth Interim Period.

7 Resumes on the background and qualifications of each of the attorneys who rendered
8 services to the Debtors during the Fourth Interim Period are attached collectively hereto as
9 Exhibit “B.”

10 **D. Previously Paid Compensation**

11 The Court awarded Dentons total fees and expenses of \$4,206,451.30 (\$4,114,913.59 in
12 fees and \$91,537.71 in expenses) on the *First Interim Application Of Dentons US LLP As Debtors’*
13 *Counsel, For The Period August 31, 2018 Through December 31, 2018* [Docket No. 1799; order
14 entered April 9, 2019, Docket No. 2103] (the “First Interim Application”).

15 The Court awarded Dentons total fees and expenses of \$3,357,876.21 (\$3,314,249.88 in
16 fees and \$43,626.33 in expenses) on the *Second Interim Application Of Dentons US LLP As*
17 *Debtors’ Counsel, For The Period January 1, 2019 through April 30, 2019* [Docket No. 2776;
18 order entered August 19, 2019, Docket No. 2924] (the “Second Interim Application”).

19 The Court awarded Dentons total fees and expenses of \$3,181,941.47, (\$3,149,146.82 in
20 fees and \$32,794.65 in expenses) on the *Third Interim Application Of Dentons US LLP As Debtors’*
21 *Counsel, For The Period May 1, 2019 through September 30, 2019* [Docket No. 3520; order
22 entered November 20, 2019, Docket No. 3648] (the “Third Interim Application”).

23 Dentons has been paid 80% of its fees and 100% of its expenses totaling \$2,712,652.93 for
24 the Fourth Interim Period.

25 **E. Project Billing**

26 In accordance with the Central District Guidelines and UST Guidelines, Dentons classified
27 all services performed for each of the 17 Debtors, into 33 Categories Of Service (“Task Codes”).
28 Dentons attempted to place the services performed in the appropriate Task Code that best related

to the service provided. Dentons has attached as Exhibit “C” a Chart *for each Debtor*, specifying the hours and fees incurred by each Task Code.

During the course of Dentons’ representation of the Debtors during the Fourth Interim Period, Dentons performed the services described in this Fourth Interim Application and the time and descriptions of services, attached as Exhibits “D,” “E,” “F” and “G.” However, *because certain services may relate to one or more Task Codes, services arguably pertaining to one Task Code may, in fact, be included in another Task Code.*

More specifically, Dentons has categorized the services performed for the seventeen Debtors during the Fourth Interim Period into the following thirty-three (33) separate Task Codes.

Task Code	Description of Task Code
AGI	Attorney General Issues
B100	Administration (Pro Hac Vice Apps, Critical Dates Memos; “all-hands” conference calls; Requests for Notice; and Master Lists)
B110	Case Administration (including PCO; Schedules and SOFA)
B120	Asset Analysis and Recovery
B130	Asset Disposition (including work on Asset Purchase Agreements)
B140	Relief from Stay/Adequate Protection Proceedings (including automatic stay issues, stay violations)
B150	Meetings of and Communications with Creditors (including Formation of the UCC; 341(a) Meeting; Committee calls)
B160	Fee Applications/Employment Applications (including Billing Issues); Budgeting
B170	Fee Objections/Employment Objections
B180	Avoidance Action Analysis
B185	Assumption/Rejection of Leases and Contracts (including St. Vincent’s IPA, SOAR, Hunt, physician agreements)
B190	Other Contested Matters (excluding Assumption/Rejection Motions; First day Motions; Notices of Stay)
B195	Non-Working Travel
B200	Operations (Licenses, Beds; Patient Records; Patient Refunds; Physicians Billing; Delta Dental)
B210	Business Operations (including Critical Vendors, Credit card issues; Reclamation Claims; Mechanics Liens; Cash Management Motion; Patient Refund Motion; Managed Care Issues)

Task Code	Description of Task Code
B220	Employee Pension & Profit Sharing Plans/Defined Benefit Plans/401k Plans (and any other retirement plans)
B230	Financing/Cash Collateral (including Meetings with Prepetition Lenders; negotiating DIP Financing; Bond Issues)
B240	Tax Issues
B250	Real Estate
B260	Board of Directors Matters
B300	Claims and Plan
B310	Claims Administration and Objections (including Mechanics Liens; PACA)
B320	Plan and Disclosure Statement
B400	Bankruptcy-Related Advice (Work Product Analysis)
B410	General Bankruptcy Advice/Opinions
B420	Restructurings
INS	Insurance (including Workers Compensation Claims, Marillac, Old Republic, D&O Insurance)
MED/CMS-Medicare/CMS Issues	Medicare/CMS Issues
MED/DHC-Medi-Cal/DHCS Issues	Medical/DHCS Issues
REP	Reporting (MORs)
VAL	Valuation
EMP	Employee related issues (including employment, union contracts, wages, WARN Act Notices, severance, payroll issues; insider compensation; KERP & KIEP; Union issues)
APP	Appellate Work

Not all the task codes were utilized during the Fourth Interim Period.

III.

REVIEW AND CERTIFICATION

A. Client Review

Dentons has previously provided the Debtors with copies of the four *Monthly Fee Applications* for the Fourth Interim Period, and is providing to the Debtors this *Fourth Interim Application*.

B. Certification of Counsel

The undersigned counsel, on behalf of Dentons, certifies that, in accordance with the concurrently filed *Declaration Of John A. Moe, II*:

- Mr. Moe has read the Fourth Interim Application;
- The compensation and expense reimbursement requested are billed at rates, in accordance with practices, no less favorable than those customarily employed by Dentons and generally accepted by Dentons' clients;
- At all relevant times, Dentons has been a disinterested person as that term is defined in § 101(14) of the Bankruptcy Code² and has not represented or held an interest adverse to the interest of the Debtors.
- Neither Dentons nor any members of Dentons has any agreement or understanding of any kind or nature to divide, pay over or share any portion of the fees or expenses to be awarded to Dentons with any other person or attorney except as among the members and associates of Dentons;
- To the best of the knowledge, information, and belief of the undersigned, formed after reasonable inquiry, no time has been billed to the Debtors outside the scope of work authorized by the Order authorizing employment of the Firm; and
- To the best of the knowledge information and belief of the undersigned, formed after reasonable inquiry, the compensation and expense reimbursement sought herein is in conformity with the LBR, the Compensation Guidelines for the United States Bankruptcy Court for the Central District of California and the Guidelines of the Office of the United States Trustee, except as otherwise noted herein.

² All references to "section" (or "sections"), or "§ " (or "§§") are to Sections of the United States Bankruptcy Code, 11 U.S. § 101-1532. All references to "Bankruptcy Rule" are to the Federal Rules of Bankruptcy Procedure. All references to "LBR" are to the Local Bankruptcy Rules of the United States Bankruptcy Court of the Central District of California.

IV.

DESCRIPTION OF SERVICES

Dentons has identified and will describe thirteen key services provided by Dentons during the Fourth Interim Period because all work in this case is highly integrated, and the attached Monthly Statements explain in detail all the work performed by Dentons:

1. Preparing to close the sale of St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center and Seton Coastside to SGM.
2. Litigating Matters with the Attorney General, SGM and the DHCS and related appeals.
3. The preparation and filing of a complaint against SGM for breach of contract and other claims, which commenced Adversary Proceeding No. 2:20-ap-01001-ER.
4. Preparing objections to proofs of claim.
5. Reaching agreements with the Debtors' unions in connection with the proposed sale to SGM.
6. The assumption and assignment, or rejection, of contracts and leases related to the previously pending sale of St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center and Seton Coastside.
7. The plan of liquidation and disclosure statement.
8. Analyzing insurance matters.
9. Negotiating and obtaining entry of orders on sale of clinics associated with Verity Medical Foundation.
10. Analyze and preparing cash collateral and DIP financing pleadings and analyzing related matters.
11. Analyzing employee-related issues and WARN Act notices.
12. Responding to motions for relief from stay and monitoring a case filed in the United States District Court and cases filed in the California Superior Courts.
13. Continuing review of professionals' fee applications, preparing and filing fee applications for Dentons US LLP, and continuing work related to OCPs.

More specifically, the work performed by Dentons during the Fourth Interim Period included the following.

A. Preparing To Close The Sale Of St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center And Seton Coastside to SGM

The Firm worked diligently to close the sale (the “SGM Sale”) of St. Francis Medical Center, St. Vincent Medical Center, and Seton Medical Center and Seton Coastside to SGM pursuant to the Court’s order [Docket No. 2306] (the “Sale Order”). Accordingly, during the Fourth Interim Period, the Firm’s attorneys were actively involved in discussions with the Debtors’ management, Berkeley Research Group, LLC (“BRG”), SGM and a wide array of stakeholders focused on closing the SGM Sale. This included a multitude of telephonic discussions, in-person meetings, email exchanges with stakeholders in the Cases concerning the sale, including secured creditors, the Creditors’ Committee, and their financial advisors.

The Firm’s attorneys expended significant efforts to prepare for and close the SGM Sale for the benefit of the Debtors’ estates and creditors. The Firm’s wide-ranging efforts to close the SGM Sale are severalfold and as follows:

First, the Firm’s attorneys reviewed executory contracts and unexpired leases in conjunction with SGM, the Debtors’ accounting staff, in-house attorneys and financial advisors, and in accordance with the terms of the Sale Order, to provide multiple notices designating and de-designating executory contracts for assumption and assignment. *See* Docket Nos. 3144, 3328. In connection with this process, the Firm’s attorneys negotiated with counterparties to executory contracts subject to assumption and assignment that objected to the cure amounts proposed by the Debtors. The Firm’s attorneys preserved estate resources by regularly entering into omnibus stipulations to continue the hearings on these cure objections during these negotiations. *See* Docket Nos. 3114, 3331, 3450, 3556, 3797, 3846, 3713. As discussed elsewhere in this Fourth Interim Application, the continuances and negotiations resulted in numerous stipulated resolutions to asserted cure objections, each of which brought the SGM Sale closer to a consensual closing with contract counterparties.

Second, the Firm’s attorneys worked diligently to analyze labor issues related to the closing to ensure a smooth transition to SGM. The Firm’s efforts included significant research and analysis of labor issues. Significantly, the Firm’s attorneys advised and assisted on sending “WARN

1 notices” to approximately 4,900 employees, pursuant to the federal Worker Adjustment and
2 Retraining Notification Act of 1988. Further, as discussed elsewhere in this Fourth Interim
3 Application, the Firm’s attorneys, in conjunction with the Debtors’ management team, financial
4 advisors, and special labor and employment counsel, participated in ultimately successful
5 negotiations with each union affected by the SGM Sale concerning modification of the unions’
6 collective bargaining agreements as contemplated by the SGM APA.

7 **Third**, the Firm’s attorneys were intimately involved in the regulatory compliance matters
8 necessary to successfully transition the Debtors’ hospitals to SGM. The Firm’s attorneys, in
9 connection with the Debtors’ healthcare and regulatory special counsel, coordinated with
10 government agency personnel, including the California Department of Public Health and the Board
11 of Pharmacy, to diligently process SGM’s change of ownership applications for licenses and
12 permits in reliance on the finality of the Sale Order. Similarly, the firms attorneys coordinated with
13 SGM on matters related to changes in insurance coverages and insurance policies to ensure
14 seamless coverage for employees and patients.

15 **Fourth**, the Firm’s attorneys dedicated significant effort to reach negotiated agreements to
16 transfer the Debtors’ Medicare and Medi-Cal provider agreements to SGM. The Firm’s attorneys
17 (i) negotiated the terms of the transfer of the Medicare provider agreement with SGM’s attorneys
18 (both in-house and external), the Office of Regional Counsel for the United States Department of
19 Health & Human Services and the United States Department of Justice, and (ii) negotiated the terms
20 of the transfer of the Medi-Cal provider agreement with SGM’s attorneys (both in-house and
21 external), the California Department of Health Care Services (“DHCS”) and the attorney from the
22 California Attorney General who represented the DHCS. As discussed elsewhere in this
23 Application, the Firm’s attorneys successfully obtained an order [Docket No. 3372] authorizing the
24 transfer of Medi-Care provider agreements free and clear of interests asserted by DHCS.
25 Subsequently, the Firm successfully negotiated settlements with both Medicare [Docket No. 3680]
26 and Medi-Cal [Docket No. 3787] concerning the transfer of the provider agreements.

27 **Fifth**, the Firm’s attorneys prepared the detailed documentation necessary to smoothly
28 effectuate the transition of the hospitals to SGM. These documents include a transition services

1 agreement, interim management agreement, and interim leaseback agreement. The Firm's
2 attorneys involved throughout this process included not only bankruptcy counsel, but also mergers
3 and acquisition, corporate, labor and employment, and insurance counsel. Further, the Firm's
4 attorneys worked diligently to ensure that assets not otherwise transferred to SGM would be
5 properly maintained post-closing, including the Debtors' request to engage a document storage
6 solution to retain information and records for the benefit of the Debtors' estates and its successors.
7 See Docket No. 3396.

8 **Sixth**, in light of the complexities and size of the SGM Sale, the Firm's attorneys spent
9 months facilitating an efficient close. These detailed efforts required the Firm's attorneys, working
10 in connection with the Debtors, their financial advisors, and SGM, to develop approximately 20
11 different workstreams. The Firm's attorneys met with these parties at least weekly to ensure a
12 smooth transition of operations.

13 **Seventh**, the Firm's attorneys obtained successful results against the Attorney General of
14 California cutting off certain conditions pursuant to § 363 and enforcing the sale order. The Firm's
15 attorney also reached an agreement with the Attorney General with respect to the sale order.

16 As discussed in greater detail in this Application, SGM appealed certain orders entered by
17 the Court in furtherance of the closing of the SGM Sale and began to withdraw from, among other
18 things, weekly meetings to coordinate the approximately 20 different workstreams related to
19 closing the SGM Sale. As a result of the increasingly unilateral process, the Debtors relied on the
20 Firm's attorneys to devote increasingly more time toward the closing of the SGM Sale during the
21 Fourth Interim Period in addition to the litigation responsibilities discussed elsewhere in this
22 Application. Ultimately, SGM did not close the sale.

23 The Dentons attorneys and paraprofessionals who participated in these tasks during the
24 Fourth Interim Period were: partners Tania Moyron, Samuel Maizel, Claude Montgomery, Samuel
25 Alberts, John Moe, Robert Millner, Oscar Pinkas, Patrick Maxcy, and R. Matthew Garms; senior
26 managing associates Nicholas Koffroth and Geoffrey Miller; managing associates Lauren
27 Macksoud and Casey Doherty, Jr.; associates Adam Dondoyano and Elizabeth Abramson; and
28 paralegals Kathryn Howard and George Medina.

B. Litigating Matters With The Attorney General, SGM And The DHCS And Related Appeals

During the Fourth Interim Period, Dentons litigated issues of first impression on behalf of the Debtors against the California Attorney General. The Attorney General reviewed the proposed sale to SGM and, over vigorous opposition, was able to obtain rulings which cut off conditions imposed by the Attorney General which were unacceptable to SGM. After obtaining the favorable rulings, Dentons negotiated an agreement with the Attorney General to avoid the filing of an appeal by the Attorney General which might have precluded the closing of the sale to SGM. However, SGM objected to the order, and when its objection was overruled by the Bankruptcy Court, SGM filed an appeal. Dentons has been representing the Debtors in that appeal, which is still pending.

During the Fourth Interim Period, Dentons negotiated a settlement with the United States DHHS, Centers for Medicare and Medicaid Services, and the U.S. Department of Justice (collectively, the “Medicare Program”) over the transfer of the Medicare Provider Agreement. Dentons raised unique arguments concerning whether the provider agreement was a license which could be transferred under § 363 or was an executory contract which had to be transferred under § 365. Faced with these arguments, the Medicare Program settled with the Debtors, including providing a complete release of successor liability for SGM, a goal which could not have been achieved outside of bankruptcy.

Finally, during the Fourth Interim Period, Dentons litigated with DHCS over the transfer of the Medi-Cal Provider Agreement (the “Medi-Cal Program”). Dentons raised unique arguments concerning whether the provider agreement was a license which could be transferred under § 363 or was an executory contract which had to be transferred under § 365. Over vigorous opposition, Dentons’ arguments were adopted in full by the Bankruptcy Court, resulting in entry of an order providing a complete release of successor liability for SGM, a goal which could not have been achieved outside of bankruptcy. When SGM argued that the order did not provide sufficient protection and insisted on a settlement agreement with the Medi-Cal Program, Dentons negotiated a settlement which provided for a complete release of successor liability for SGM.

The Attorneys who participated in these tasks during the Fourth Interim Period included: partners Sam Maizel and Tania Moyron; and senior managing associate Nicholas Koffroth.

C. The Preparation And Filing Of An Adversary Proceeding Against SGM For Breach Of The Asset Purchase Agreement

As discussed in this Application, the Firm dedicated substantial effort to close the SGM Sale. However, during this time and as discussed herein, SGM engaged in a series of efforts to frustrate the closing of the SGM Sale, including, among other things, by appealing orders intended to facilitate the closing [Docket Nos. 3726, 3727, 3746]. Accordingly, during the Fourth Interim Period, the Firm's attorneys were actively engaged in preparation, research, drafting, and negotiation related to the drafting of a complaint against SGM and its alter egos in the event the SGM Sale did not close. This involved review of the substantial communications and course of conduct between the Debtors, SGM, and its alter egos.

Ultimately, the SGM Sale did not close. On January 3, 2020, the Debtors filed a complaint [Adv. Docket No. 1] (the "Complaint") against SGM and its alter egos. The Complaint seeks, among other things, special, consequential and punitive damages for SGM's conduct related to the SGM Sale. The Firm's efforts to recover on these claims represents a substantial benefit to the Debtors and their estates.

The Attorneys who participated in these tasks during the Fourth Interim Period included: partners Sam Maizel, Tania Moyron and Sonia Martin; and senior managing associate Nicholas Koffroth.

D. Objections to Claims

Dentons worked extensively during the fee application period on (a) analysis of filed proofs of claim, (b) conferring with Debtors personnel and the Debtors' financial advisors regarding the Debtors' books and records related to specific claims, (c) related discussions with the counsel who filed proofs of claim and (d) preparing claims objections or claims resolution stipulations. Dentons focused first on larger claims, including claims asserting secured or priority status. Over \$575 million of objectionable claims to date have been either (i) disallowed after the Debtors filed claims objections, (ii) resolved by a stipulation to look solely to insurance and not participate in

1 any distributions from the bankruptcy estate or (iii) voluntary withdrawal of the proofs of claim
2 after contacting the claimant's counsel [Dockets Nos. 3422-3426, 3539 and 3561]. Progress was
3 made on resolving certain other large proofs of claim during the interim fee application period.

4 The Attorneys who participated in these tasks during the Fourth Interim Period included:
5 partners Robert Richards, Mark Wege and John Moe; senior counsel Art Ruegger; counsel Malka
6 Zeefe; and senior managing associates Geoffrey Miller and Nicholas Koffroth.

7 **E. Reaching Agreements With The Debtors' Unions In Connection With The Proposed**
8 **Sale To SGM**

9 During the Fourth Interim period, Dentons continued to participate in settlement discussions
10 with several unions -- namely IFPTE AFL-CIO CLC, Local 20, California Nurses Association,
11 Service Employees Union -- United Healthcare Workers West, National Union of Healthcare
12 Workers and United Nurses Associations of California/Union of Health Care Professionals -- aimed
13 at permitting assumption and assignments of existing collective bargaining agreements to SGM,
14 the resolution of various claims with each union and treatment of retiree health benefits for
15 applicable unions. Those discussions culminated in formal settlement agreements reached between
16 the Debtors and each respective union, which were conditioned the on closing of the SGM sale
17 transaction. On November 13, 2019, the Debtors moved for approval of the settlement agreements
18 pursuant to *Debtors Omnibus Motion for Approval of 1) Settlement Agreements with Labor Unions,*
19 *2) Assumption and Assignment of Modified Collective Bargaining Agreements to SGM* [Docket No.
20 3604], which was approved by the Court on December 4, 2019 [Docket No. 3755]. Because the
21 SGM sale did not close, however, those settlements became null and void.

22 The Dentons attorneys primarily responsible for these tasks were: partners Sam Alberts,
23 Samuel Maizel and Tania Moyron; counsel Malka Zeefe; senior managing associate Nicholas
24 Koffroth; and managing associate Casey Doherty, Jr.

**F. The Assumption And Assignment, Or Rejection, Of Contracts And Leases Related
To St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center
And Seton Coastside**

The Firm's attorneys provided services related to advising the Debtors, BRG and other advisors, in connection with the resolution of certain formal and informal objections to the possible assumption and assignment of executory contracts and unexpired leases to SGM when the sale of certain assets -- including St. Francis Medical Center, St. Vincent Medical Center, Seton Medical Center and Seton Coastside -- to SGM was set to close.

The Firm's attorneys assisted BRG in negotiating and memorializing resolutions of the objections with the counterparties and attended regular conferences with the Debtors and their advisors regarding the same. Dentons attorneys also negotiated and prepared numerous stipulations (including omnibus stipulations to streamline) and orders to allow the parties time to resolve matters when possible. Dentons attorneys also prepared and filed periodic notices concerning which agreements would and would not be assumed and assigned to SGM. Dentons attorneys also made themselves available to individual creditors and their counsel with questions about the treatment of their contract, such as directing them to appropriate docket entries.

Counterparties asserted approximately 70 formal and informal objections to the assumption and assignment of executory contracts and unexpired leases to SGM. There were over 4,000 agreements designated for assumption and assignment to SGM.

The Dentons attorneys who participated in these tasks during the Fourth Interim Period included: partner Tania Moyron; and senior managing associates Geoffrey Miller and Nicholas Koffroth.

G. Plan of Liquidation and Disclosure Statement

On September 3, 2019, the Debtors filed the plan of liquidation [Docket No. 2993] (the "Plan") and related disclosure statement [Docket No. 2994] (the "Disclosure Statement"). Additionally, on September 4, 2019, the Debtors filed a motion to approve the Disclosure Statement [Docket No. 2995] (the "Disclosure Statement Motion"). The Plan and Disclosure Statement presented the Debtors' proposed resolution of these Cases. The Firm recorded its time relating to

1 advice, consultation, research, negotiation, drafting, and responding to formal and information
2 objections to the Plan, Disclosure Statement, Disclosure Statement Motion, and all other related
3 matters during the Fourth Interim Period primarily under Task Code 320.

4 The Firm's attorneys conducted a careful analysis of the Debtors' complex corporate and
5 financial structure to determine whether a single plan of liquidation contemplating the "deemed"
6 substantive consolidation of all Debtors -- rather than seventeen separate plans -- would maximize
7 value and avoid unnecessary costs and potential litigation. The Firm's attorneys engaged in
8 significant research and analysis of the potential impact of substantive consolidation as compared
9 to other alternatives. The substantive consolidation analysis performed by the Firm's attorneys
10 included a detailed review of the Debtors' assets and liabilities, historic prepetition business
11 operations, secured debt and related loan documents, and major contracts, among other things.
12 Further, the Firm's attorneys engaged in extensive negotiation and presentation of the substantive
13 consolidation proposal with secured creditors, the Creditors' Committee, and their financial
14 advisors, among other stakeholders in these Cases. This included a multitude of telephonic
15 discussions, in-person meetings, email exchanges, and analysis of stakeholder input. The Firm's
16 deemed substantive consolidation analyses were ultimately incorporated into the Debtors' plan
17 confirmation strategy and were set forth, in part, in the Disclosure Statement. *See* Disclosure
18 Statement at 87-96.

19 The Firm's attorneys drafted the Plan, which incorporated input from the secured creditors,
20 the Committee, and other stakeholders to address, among other things, distributions, post-effective
21 date governance, and the liquidating trust. The Disclosure Statement provides further detail
22 concerning the foregoing as well as a comprehensive analysis of the Debtors' corporate structure,
23 the Debtors' prepetition history, significant events in these Cases, and the tax and securities laws
24 issues related to the Plan and the proposed liquidating trust. Additionally, the Firm's attorneys
25 worked on the detailed supporting documents that were intended to be filed along with an amended
26 Disclosure Statement or plan supplement such as the liquidating trust agreement, transition services
27 agreement, operating budget, and liquidating budget.
28

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

Notwithstanding the size and complexity of these Cases, the Debtors' pre-filing efforts resulted in remarkably few objections and responses to the Disclosure Statement Motion. *See* Docket Nos. 3079, 3084, 3086, 3087, 3089, 3090, 3092, 3094. The Firm's attorneys reviewed, analyzed, and prepared formal and informal responses to the objections and other responses to the Disclosure Statement Motion. The Firm's attorneys likewise negotiated to resolve these objections with certain objecting parties, which required telephonic discussions, in-person meetings, and email exchanges. Further, to avoid the time and expense of responding to formal objections, the Debtors continued the opposition deadline by stipulation as they continued negotiations with certain other parties in interest. *See, e.g.,* Docket Nos. 3076, 3077, 3098, 3119, 3122, 3126, 3195. The negotiations during these continuances resulted in the settlement and resolution of certain significant claims.

The Firm's attorneys worked diligently to reduce expenses to the Debtors estates throughout this process. Several material developments occurred in these Cases after the Debtors filed the Plan, Disclosure Statement and the Disclosure Statement Motion. These developments related primarily to (i) the Debtors' litigation with the Attorney General concerning the imposition of certain conditions on the SGM Sale, and (ii) the uncertainty surrounding whether SGM intended to close the SGM Sale. Rather than file multiple amendments to the Plan and Disclosure Statement, the Firm prepared and filed motions (the "Continuance Motions") to briefly continue the hearing on the Disclosure Statement Motion to avoid unnecessary amendment to the Plan and Disclosure Statement. *See* Docket Nos. 3103, 3238, 3384, 3502, 3589, 3621, 3644, 3788. The Court has granted each continuance of the hearing on the Disclosure Statement Motion.

In connection with the Debtors' November 19, 2019 Continuance Motion [Docket No. 3644], the Court required the Debtors to prepare a status report outlining the status of the SGM Sale and the Debtors' plan to expeditiously resolve these Cases in the event the SGM Sale did not close [Docket No. 3692]. The Firm's attorneys devoted substantial time, in collaboration with the Debtors' management and financial advisors, to develop a proposed alternative strategy, which was subsequently filed with the Court under seal [Docket Nos. 3679, 3704]. On December 23, 2019, the Firm filed a notice [Docket No. 3853] that the Debtors would not file a reply in support of the

1 Disclosure Statement Motion, and would, instead, seek an extension of the exclusive periods in
2 which to file an amended plan and disclosure statement. On December 26, 2019, as a result of the
3 notice, the Court vacated [Docket No. 3859] the hearing on the Plan and Disclosure Statement.

4 The attorneys and paraprofessionals who participated in these tasks during the Fourth
5 Interim Period were: partners Tania Moyron, Samuel Maizel, Claude Montgomery, Samuel
6 Alberts, John Moe, Robert Richards, Arthur Ruegger, Jodi Adolf, Timothy Santoli, Walter Van
7 Dorn, Bruce Davison, Robert Millner, Lee Whidden and Michael Maryn; counsel Malka Zeefe and
8 Karleen Murphy; senior managing associates Nicholas Koffroth and Ryan Zucchetto; managing
9 associates Lauren Macksoud, Casey Doherty, Jr., and Mukul Kelkar; associate Sarah Schrag; and
10 paralegals Kathryn Howard, George Medina, Daniel Pina, Rebecca Ceto, Robin Cooke and Hannah
11 Ali.

12 **H. Insurance Matters – Marillac Insurance**

13 During this period, the Debtors continued to market VHS's equity interest in Marillac
14 Insurance Company ("Marillac") through their broker, Lockton Companies. The Debtors were a
15 couple of weeks away from finalizing a stalking horse purchase agreement and filing proposed
16 bidding procedures when SGM refused to consummate its Court-approved acquisition of hospitals.
17 As a result, shortly after the conclusion of the Fourth Interim Period, the Debtors paused the
18 Marillac marketing process due to a need to maintain insurance coverage through the
19 consummation of a new sale of the hospitals.

20 The Dentons attorneys primarily responsible for these tasks were partners Jodi Adolf, Oscar
21 Pincas, Sam Maizel and Tania Moyron, among a number of other attorneys and paraprofessionals.

22 **I. Negotiating And Obtaining Entry Of Orders On Sale Of Clinics Associated With**
23 **Verity Medical Foundation**

24 During the Fourth Interim Period, Applicant continued with efforts related to the wind-
25 down of the operations of Debtor Verity Medical Foundation ("VMF"). VMF contracted with
26 physicians and other healthcare professionals to provide high quality, compassionate, patient-
27 centered care to individuals and families throughout California. At the time these cases were filed,
28 VMF contracted with more than 100 primary care and specialty physicians to offer medical,

1 surgical and related healthcare services for people of all ages at community-based, multi-specialty
2 clinics conveniently located in areas served by the Debtors' hospitals.

3 During these bankruptcy cases, the Debtors entered into settlement and sale agreements for
4 clinics owned by VMF, including, among others, All Care Medical Group, San Jose Medical Group
5 and LA Cancer Network. During the Fourth Interim Period, Applicant provided services to
6 implement the settlement and sale agreement reached between VMF and Silicon Valley Medical
7 Development, LLC ("SVMD") regarding San Jose Medical Group, including in connection with
8 the transition services agreement (the "SVMD TSA") between VMF and SVMD. Among other
9 things, Applicant provided services in connection with the assignment of contracts and leases
10 pursuant to the SVMD TSA. Applicant also provided services in connection with post-sale
11 discussions and agreements between VMF and certain other parties to the settlement and sale
12 agreements for former VMF clinics.

13 The Dentons attorneys who were primarily responsible for these tasks during the Fourth
14 Interim Period were: partners Sam Maizel, Tania Moyron, John Moe, Patrick Maxcy and Matthew
15 Garms; and senior managing associate Geoffrey Miller.

16 **J. DIP Financing, Secured Creditors And Bondholders**

17 Under Task Code 230, Dentons recorded its time relating to advice, consultation and
18 litigation relating to all matters affecting debtor in possession financing, use of cash collateral,
19 continuing research and understanding of the complexities of the Debtors' capital structure and
20 communications with its postpetition debtor in possession financing lender, its prepetition secured
21 bond and note holders, unsecured lenders and secured trade finance providers and the Committee
22 regarding same.

23 During the Fourth Interim Period, Dentons advised the Debtors on the negotiations and the
24 drafting of the necessary documentation to complete the full repayment of the then existing court
25 approved \$185 million fully secured and priming Debtor in Possession Revolving Credit Agree-
26 ment ("DIP Credit Agreement") between Ally Bank, for itself as a lender and as administrative
27
28

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 agent for all lenders,³ and VHS, and each of the other twelve Debtors and Debtors in possession as
2 jointly and severally liable co-borrowers. Such documentation included the concurrent release of
3 DIP liens, deeds of trust, government receivable account agreements and deposit account control
4 agreements. Also during the Fourth Interim Period, Dentons advised the Debtors on the successful
5 alternative approach of a consensual adoption of a Supplemental Cash Collateral Order for
6 continued access to post petition receivables serving as replacement lien collateral for the Debtors'
7 use of prepetition accounts receivable in connection with the DIP Credit Agreement. The Debtors
8 also succeeded in obtaining access to the Escrow Cash Collateral (as defined in the Final DIP Order)
9 [Docket No. 409] balances in order to (a) fund the repayment of the DIP Financing and (b) fund
10 continued operation of the hospitals pending the hoped for sale of the business to SGM. The use
11 of a consensual cash collateral agreement saved the Debtors \$5-7 million in fees payable to Ally
12 Bank as consideration for the extension of the DIP Credit Agreement. Ultimately, the Prepetition
13 Secured Lenders and the Committee both supported adoption of the September 6, 2020
14 *Supplemental Cash Collateral Order* [Docket No. 3022] after (i) proposing modifications to
15 Prepetition Secured Lender adequate protection for the \$86 million use of the Santa Clara County
16 Sales Proceeds to pay off the DIP Credit Agreement balances and for the supplemental working
17 capital, (ii) further improvement in the Carve Out for the Debtors' and Committee professionals,
18 plus (iii) acknowledgement of the continuing role of the covenants under the DIP Credit Agreement
19 as continuing obligation under the Supplemental Cash Collateral Order.

20 After the entry of the *Supplemental Cash Collateral Order*, Dentons' focus on financing
21 issues shifted to the possibility of settlement of Committee challenges to Prepetition Secured
22 Lender liens as Challenges within the meaning of the Final DIP Order. That effort included
23 participation in the mediation, although Dentons mediation activity also appear under Matter B320.
24 After the one-day mediation proved unsuccessful, Dentons continued record time under this Task
25 Code in connection with providing services to the Debtors relating to the settlement of the
26

27 _____
28 ³ Although Ally Bank has been the only Lender under the DIP Credit Agreement since inception,
the documentation permits participation of multiple lenders at the request of Ally Bank.

1 Committee's Challenges in connection with the Plan and Disclosure Statement. Time related to
2 these services also appeared under Task Code 320.

3 Once it became evident to the Debtors that the SGM Sale might not close, Dentons advised
4 the Debtors on how best to implement continued use of cash collateral, including access to Escrow
5 Cash Collateral. With Dentons' active assistance the Debtors were able to negotiate a successful
6 agreement leading to the Court's December 30, 2019, entry of the *First Amended Supplemental*
7 *Cash Collateral Order* [Docket No. 3883]. Although the Committee objected to the agreement
8 reached by the Debtors and the Prepetition Secured Lenders, the Dentons arguments helped the
9 Court decide in favor of approving the agreement.

10 During the Fourth Interim Period, the Committee pursued their appeal of the Final DIP
11 Order to the United States Court of Appeals for the Ninth Circuit (the "Final DIP Order Appeal").
12 Before the District Court Dentons successfully, but uniquely among the Appellees, raised the
13 question of statutory mootness under § 364(e). Accepting Dentons arguments as presented, the
14 District Court relied exclusively on Dentons' unique statutory mootness arguments to dismiss the
15 Final DIP Order Appeal. Dentons filed the Debtors' brief in opposition to the Final DIP Order
16 Appeal. The Debtors time with respect that activity appears under Task Code [APP].

17 However, the Debtors' efforts to resolve the Challenge litigation continued during the
18 Fourth Interim Period.

19 During the Fourth Interim Period, Dentons' professionals paid substantial attention to
20 income tax remediation issues that could arise in connection with certain bonds. Specifically,
21 Dentons continued to investigate and advise the Debtors on methodologies to manage to the
22 possibility that total secured claims could increase in the event that asset improvements financed
23 with tax exempt bonds were sold to a non-tax exempt entity or otherwise became subject to a non-
24 qualifying use. In such event, there is the technical possibility that certain bonds could lose their
25 tax exempt status, thereby increasing total claims under the bond documents against the Debtors
26 unless the problem were the subject of an appropriate "remediation" under Internal Revenue
27 Service regulations and guidelines. Dentons professionals attempted to understand and advise the
28 Debtors on possible approaches to limit the risks associated with such technical issues. Dentons

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 also engaged with Committee professionals to assess the problems, if any, that such tax remediation
2 issues could create in light of the SGM sale and the certainty that a successful SGM purchase would
3 not result in a qualifying use of the Debtors' tax exempt financed assets at St. Francis Medical
4 Center, St. Vincent Medical Center, Seton Medical Center and Seton Coastside. Time expended
5 on this topic by Dentons attorneys also appeared under Task Code B240 - Tax Issues.

6 Dentons professionals engaged in weekly phone conferences with certain of the Debtors
7 prepetition lenders, during which calls Dentons discussed case matters and upcoming events with
8 counsel for the Master Trustee and others. Such phone conferences were among the activities
9 required by the Supplemental Cash Collateral Order. Dentons has engaged in a continuous process
10 of disclosure to counsel for the Prepetition Lenders, Committee and Ally Bank regarding aggregate
11 and inter-debtor cash flow, Budget compliance and projected results of the asset sales process.

12 Dentons professionals assisted the Creditors Committee with respect to their investigation
13 of the Debtors prepetition secured MOB financings in 2017 and 2018. To date, the Creditors
14 Committee has not brought any Challenges, within the meaning of the Final DIP Order, with respect
15 to the Prepetition Secured MOB financings.

16 During Fourth Interim Period, Dentons continued to advise the Debtors as to the issues
17 associated with continuing public EMMA⁴ disclosures for the benefit of its public holders of the
18 Obligated Bonds. Concurrently, Dentons has assisted the Debtor in its efforts to preserve the
19 integrity of the market place for bond trading by negotiating and implementing periodic renewals
20 of the prepetition non-disclosure agreements created by Dentons between the Debtors and the
21 Prepetition Lenders in order to provide continued access to confidential operating information of
22 the Debtors and potential bidders for assets.

23 The Dentons attorneys and paraprofessionals primarily responsible for these tasks were:
24 partners Samuel Maizel, Tania Moyron, Claude Montgomery, John Moe and Robert Richards;
25 counsel Carolyn Richter; senior managing associates Nicholas Koffroth and Geoffrey Miller;

26
27 ⁴ EMMA is the Electronic Municipal Market Access system created by the Municipal Securities
28 Rule Making Board under the authority of § 15B(b)(2), Securities Exchange Act of 1934, as
amended (15 U.S.C. § 78o-4(b)(2)).

managing associates Casey Doherty, Jr., and Lauren Macksoud; and paralegals Kathryn Howard, Lauren Livingston, George Medina and Daniel Pina.

K. Employee-Related Issues And WARN Act Notices

Dentons advised the Debtors on numerous complex employment matters, including the separations of corporate employees, COBRA matters, record retention, the anticipated separations of employment of all remaining system employees in connection with the SGM asset sale, and a multitude of related WARN issues in light of the delay in the asset sale.

1. Termination of Employees

Dentons advised the Debtors with respect to labor issues including WARN notices. Dentons: (a) communicated with the Debtors regarding terminations of corporate employees; (b) drafted termination notice letter for corporate employees; and (c) discussed the language of the termination notices with the Debtors.

2. Implications of Employee Leaves of Absence

Dentons advised regarding implications of employees being on leaves of absence in the context of employment actions under consideration.

3. COBRA Rights and Record Retention

Dentons advised the Debtors on matters relating COBRA rights in the context of employee terminations and anticipated employee terminations in light of the pending SGM asset sale. Dentons (a) evaluated COBRA rights of affected employees; (b) communicated with the Debtors regarding COBRA rights of affected employees; (c) evaluated draft correspondence regarding COBRA rights; (d) identified revisions to COBRA correspondence; and (e) communicated with Debtors regarding this correspondence.

Dentons also advised the Debtors on matters relating to the retention of employment records.

4. WARN Extension Notices In Context Of Delay Of Anticipated Sale

Dentons communicated with the Debtors regarding WARN extension notices to remaining system employees including employees of St. Francis Medical Center, St. Vincent Medical Center, St. Vincent Dialysis Center, Seton Medical Center, and Seton Medical Center Coastsides (“Hospital

Employees”) in light of the delay of the anticipated closure date. Dentons (a) communicated with the Debtors regarding the employment issues posed by the need to extend the existing WARN notices in light of the delay of the anticipated asset sale closure date; (b) prepared two sets of WARN extension notices reflecting the delay of the anticipated asset sale closure date; (c) identified relevant state and local officials based on the work location of each of the affected employees and prepared notices to those officials; (d) prepared related correspondence to union representatives; (e) communicated with the Debtors regarding the extension notices; and (f) communicated with the Debtors regarding SGMs unexpected failure to close the asset sale despite the Court approval order.

Dentons partner Sandra McCandless, associate Anna Youssefi and a number of other attorneys and paraprofessionals participated in these tasks.

L. Responding To Motions For Relief From The Automatic Stay And Monitoring A Case Filed In The United States District Court And Cases Filed In The California Superior Courts

1. Motions For Relief From The Automatic Stay

Commencing in December, 2018, and continuing through December 31, 2019, Dentons has represented the Debtors in connection with motions for relief from the automatic stay. In many cases, Dentons has entered into stipulations with the moving party, pursuant to which the moving party agreed to (1) seek recovery from insurance only; (2) waive a deficiency judgment; (3) only assert causes of actions that are covered by insurance; and, (4) set an effective date for relief from stay in the future.

More specifically, during the Fourth Interim Period, Debtors resolved four motions for relief from the automatic stay, including motions filed on behalf of: Ancira Mateo, resolved by *Stipulation* [Docket No. 3409]; A.R., a Minor, by and through her guardian ad litem Cariola Rubio, resolved by *Stipulation* [Docket No. 3357]; Rosa Carcamo, resolved by *Stipulation* [Docket No. 3307]; and Ivonne Engelman, resolved by *Stipulation* [Docket No. 3141]. The negotiations concerning the Carcamo and Engelman stipulations were particularly lengthy and arduous, with multiple continuances of the hearings on the motions for relief from stay. In addition, Dentons filed the *Debtor’s Response to Third Motion for Relief from the Automatic Stay Filed on Behalf of*

1 *Jason Shank* [Docket No. 3030], requesting that the relief be limited as to Mr. Shank's *Motion*
2 [Docket No. 2969]; following the hearing, the Movant never lodged an appropriate order,

3 The Dentons attorney and paraprofessional primarily responsible for these tasks were
4 partner John Moe and paralegal Kathryn Howard.

5 **2. Monitoring Cases Pending Outside The Bankruptcy Court**

6 Dentons is responsible for managing and monitoring the California State Court docket of
7 approximately eighty five cases filed against the debtor throughout Northern and Southern
8 California. Most of the cases are filed in Los Angeles County Superior Court with other cases filed
9 in Orange, Santa Clara and San Mateo Counties. In addition, there is one employment case in the
10 United States District Court for the Northern District of California, one employment case in Small
11 Claims Court in Compton, and approximately five cases before the California Labor Commission
12 and the California Department of Fair Housing and Employment. Most of the state court actions
13 are medical malpractice and employment cases along with premises liability cases and one class
14 action data breach case.

15 Dentons has reviewed and received notices of intent to sue that the Debtors receive from
16 third parties. Dentons has also evaluated the event(s) giving rise to the claim occurred pre-petition
17 or post-petition to determine if the automatic stay prevents the case from moving forward.
18 Depending on the outcome, Dentons serves counsel with a letter advising of the automatic stay and
19 demands dismissal, and also files a Notice of Automatic Stay in the state action. In cases already
20 on file prior to the bankruptcy, Dentons ensured that a Notice of Automatic Stay is on file.

21 Additionally, Dentons monitors certain state law cases, including researching status and
22 making appearances when necessary to apprise the courts of the status of the bankruptcy.

23 Dentons is responsible for reporting all court matters and sending status reports to the
24 Debtors.

25 Dentons keeps detailed litigation management charts tracking all cases and claims against
26 the Debtors which includes, among other things, case summaries, upcoming deadlines and the date
27 of the filing of a Notice of Automatic Stay.
28

1 Depending on the type of case, Dentons also confers with defense counsel on litigating the
2 cases where there is relief from the automatic stay. During the litigation, Dentons works with
3 litigation counsel to assist with settlement and alternative dispute resolution. Throughout the
4 litigation of the matter, Dentons retains responsibility to monitor the state litigation.

5 Dentons also reviews proof of claims and complaints to determine potential case value in
6 terms of assessing potential liability.

7 The Dentons attorneys primarily responsible for these tasks were partner John Moe and
8 counsel Karleen Murphy.

9 **M. Engagement Of Professionals, Including Ordinary Course Professionals, And The**
10 **Preparation And Review Of Professionals' Monthly And Interim Fee Applications**

11 **1. Preparation And Entry Of Order On Dentons' Third Interim Application**

12 Dentons prepared and filed the *Debtors' Notice Of Motion And Motion For Entry Of An*
13 *Order Establishing Procedures For Monthly Payment Of Fees And Expense Reimbursement*
14 [Docket No. 363], on which the Court entered on October 25, 2018, the *Fee Procedures Order*
15 [Docket No. 661].

16 During the Fourth Interim Period, Dentons prepared its *Third Interim Application* filed
17 October 30, 2019 [Docket No. 3520]. Several Dentons attorneys prepared descriptions of key tasks
18 performed by Dentons during the Third Interim Period, including Samuel Maizel, John Moe,
19 Claude Montgomery, Tania Moyron, Sam Alberts, Oscar Pincas, Jodi Adolf, Sandra McCandless,
20 Patrick Maxcy, Geoffrey Miller, Anna Youseff and Karleen Murphy.

21 The Dentons attorneys and paraprofessional primarily responsible for preparing the Third
22 Interim Application were: partners John Moe, Samuel Maizel and Tania Moyron; and paralegal
23 Kathryn Howard.

24 **2. Review Of Other Professionals' Fee Applications**

25 During the Fourth Interim Period, Dentons monitored and/or reviewed the Fee Applications
26 filed by other professionals engaged in this case, including: the Debtors' financial advisor, BRG;
27 counsel for the Creditors' Committee and its financial advisors, Milbank LLP, and FTI Consulting,
28 respectively; Nelson Hardiman, LLP; the Patient Care Ombudsman and its counsel, Levene Neale

1 Bender Yoo & Brill LLP; conflicts counsel, Pachulski Stang Ziehl & Jones LLP; and employment
2 law counsel, Jeffer Mangels Butler & Mitchell.

3 After each set of *Monthly Fee Applications* were filed by most or all Professionals, Dentons
4 prepared and filed *Notices Of Monthly Fee Applications For Allowance And Payment Of Interim*
5 *Compensation And Reimbursement Of Expenses*⁵ filed on October 29, 2019 [Docket No. 3501],
6 November 27, 2019 [Docket No. 3719], December 17, 2019 [Docket No. 3821] and January 31,
7 2020 [Docket No. 4029].

8 The Dentons attorneys and paraprofessional who were primarily responsible for these tasks
9 were partners John Moe, Samuel Maizel and Tania Moyron, and paralegal Kathryn Howard.

10 **3. Employment Of Ordinary Course Professionals**

11 Dentons prepared, and filed on October 1, 2018, a *Notice Of Motion And Motion For An*
12 *Order Authorizing The Debtors To Retain And Compensate Professionals Utilized By The Debtors*
13 *In The Ordinary Course Of Business* [Docket No. 364]. The Court entered the *Order On Motion*
14 *Authorizing The Debtors To Retain And Compensate Professionals Utilized By The Debtors In The*
15 *Ordinary Course Of Business* on October 29, 2018 [Docket No. 693].

16 Subsequent to entry of the Order on retention of Ordinary Course Professionals (“OCPs”)
17 and during the First Interim Period, Dentons spent extensive time contacting, working with and
18 preparing declarations for each of 33 OCPs, which declarations were filed by Dentons on:
19 November 9, 2018 [Docket No. 806]; November 16, 2018 [Docket No. 827]; November 28, 2018
20 [Docket No. 900]; and December 11, 2018 [Docket No. 1003].

21 During the Second Interim Period, Dentons filed additional Declarations -- on January 9,
22 2019 [Docket No. 1224]; January 16, 2019 [Docket No. 1263]; March 12, 2019 [Docket No. 1785];
23 March 25, 2019 [Docket No. 1901]; March 27, 2019 [Docket No. 1924]; and April 25, 2019
24 [Docket No. 2261] -- on the engagement of Ordinary Course Professionals.

25 During the Third Interim Period and into the Fourth Interim Period, Dentons filed additional
26 Declarations to obtain authority for two additional Ordinary Course Professionals (the Fromholz

27 _____
28 ⁵ Dentons also prepared *Supplemental Notices Of Monthly Fee Application(s)*, when not all Fee
Applications were filed by the date the original Notices were filed.

1 Firm [Docket No. 2445] and Jackson Lewis [Docket No. 2985]) to provide services to the Debtors,
2 and prepared and filed Supplemental Declarations, increasing the scope of work of two previously
3 approved Ordinary Course Professionals (Athene Law [Docket No. 2545] and Jeffer Mangels
4 Butler & Mitchell [Docket No. 2261]).

5 The Dentons attorney who was primarily responsible for these tasks was partner John Moe.

6 **4. Dentons' Monthly Fee Statements**

7 In accordance with the Order establishing procedures for monthly payment of fees and
8 expense reimbursement, Dentons prepared and filed *Monthly Fee Applications* on October 29, 2019
9 for September [Docket No. 3501], on November 27, 2019 for October [Docket No. 3719], on
10 December 17, 2019 for November [Docket No. 3821], and on January 31, 2020 for December
11 [Docket No. 4029].

12 Dentons prepared and submitted to the Office of the United States Trustee its Statements in
13 LEDES format.

14 Dentons spent extensive time attempting to ensure that Task Codes billed by Dentons' of
15 attorneys and paraprofessionals were billed to the correct Debtor and to a correct Task Code. In
16 connection the exercise of its billing judgment, Dentons reduced the fees for preparing those
17 Monthly Fee Statements, in the total amount of \$31,545.00.

18 The Dentons attorneys and paraprofessionals who were primarily responsible for these tasks
19 were partners John Moe, Samuel Maizel and Tania Moyron, and paralegal Kathryn Howard.

20 **V.**

21 **COSTS AND SUMMARY OF EXPENSES**

22 The Fee Guidelines require that an application seeking reimbursement of expenses include
23 a summary identifying all expenses by category. The total costs and expenses incurred during the
24 Fourth Interim Period for which Dentons seeks reimbursement is \$61,509.47.

25 The amounts of expenses incurred by Dentons each month was \$10,686.15 in September,
26 \$16,980.35 in October, \$20,449.77 in November, and \$13,393.20 in December.

27 To assist the Court in reviewing Dentons' request for reimbursement of the expenses
28 incurred in connection with its representation of the Debtors during the Fourth Interim Period,

Dentons' accounting procedures for the general categories of costs and expenses for which it seeks reimbursement by this Fourth Interim Application are described in the Declaration attached hereto. The requested expenses are charged at rates customarily applied to Dentons' debtor clients. Those charges are:

Costs/Expenses	Amount Billed
Filing Fees	\$6,542.03
Copies	\$1,447.50
Legal Research (Westlaw/Lexis)	\$47,882.43
Federal Express/Postage/Delivery/Service of Process	\$717.85
Outside Professional Services	\$4,477.00
Transcripts	\$427.66
Publications	\$15.00
Total	\$61,509.47

Itemized Statements on Expenses incurred during the Fourth Interim Period are attached as Exhibit "H."

VI.

LEGAL ARGUMENT

In determining the amount of allowable fees under § 330, courts are to be guided by the same "general principles" as are to be applied in determining awards under the federal fee-shifting statutes, with "some accommodation to the peculiarities of bankruptcy matters." *In re Manoa Finance Co., Inc.*, 853 F.2d 687, 691 (9th Cir. 1988); see *Meronek v. Arter & Hadden, LLP (In re Meronek)*, 249 B.R. 208, 213 (B.A.P. 9th Cir. 2000) (reiterating that *Manoa Finance* is the controlling authority and characterizing the factor test identified in *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974) and *Kerr v. Screen Extras Guild, Inc.*, 526 F.2d 67, 70 (9th Cir. 1975), *cert. denied*, 425 U.S. 951 (1976), as an "obsolete laundry list" now subsumed within more refined analyses).

The Supreme Court has evaluated the lodestar approach and endorses its usage. In *Hensley v. Eckerhart*, 461 U.S. 424 (1983), a civil rights case, the Supreme Court held that while the *Johnson* factors might be considered in setting fees, the lodestar amount subsumed many of those factors. *Hensley*, at 434, n. 9. The following year, another civil rights case, *Blum v. Stenson*, 465

1 U.S. 886 (1984), provided the so-called lodestar calculation: “The initial estimate of a reasonable
2 attorney’s fee is properly calculated by multiplying the number of hours reasonably expended on
3 the litigation times a reasonable hourly rate... Adjustments to that fee then may be made as
4 necessary in the particular case.” *Blum*, 465 U.S. at 888.

5 Then, in 1986, the Supreme Court more explicitly indicated that the factors relevant to
6 determining fees should be applied using the lodestar approach, rather than an *ad hoc* approach.
7 While holding that the attorney’s fee provision of the Clean Air Act, 42 U.S.C. § 7401, *et seq.*,
8 should be interpreted like that of the Civil Rights Act, 42 U.S.C. § 1983, the Supreme Court
9 expressly rejected the *ad hoc* application of the factors set forth in *Johnson* and thus *Kerr*, stating
10 that “the lodestar figure includes most, if not all, of the relevant factors constituting a ‘reasonable’
11 attorney’s fee...” *Pennsylvania v. Del. Valley Citizens’ Council for Clean Air*, 478 U.S. 546, 563-
12 66 (1986); see also *Blanchard v. Bergeron*, 489 U.S. 87, 94 (1989) (“we have said repeatedly that
13 the initial estimate of a reasonable attorney’s fee is properly calculated by multiplying the number
14 of hours reasonably expended on the litigation times a reasonable hourly rate”).

15 While the lodestar approach is the primary basis for determining fee awards under the
16 federal fee-shifting statutes and Bankruptcy Code, some of the *Johnson/Kerr* factors, previously
17 applied in an *ad hoc* fashion, can still apply in calculating the appropriate hourly rate to use under
18 the lodestar approach. *In re Charles Russell Buckridge, Jr.*, 367 B.R. 191, 201 (C.D. Cal. 2007)
19 (“a court is permitted to adjust the lodestar up or down using a multiplier based on the criteria listed
20 in § 330 and its consideration of the *Kerr* factors not subsumed within the initial calculations of the
21 lodestar”); see also *Dang v. Cross*, 422 F.3d 800, 812 (9th Cir. 2005) (court may “adjust the lodestar
22 amount after considering other factors that bear on the reasonableness of the fee”); *Unsecured*
23 *Creditors’ Comm. v. Puget Sound Plywood, Inc.*, 924 F.2d 955, 960 (9th Cir. 1991) (“Although
24 *Manoa* suggests that starting with the ‘lodestar’ is customary, it does not mandate such an approach
25 in all cases... Fee shifting cases are persuasive, but due to the uniqueness of bankruptcy
26 proceedings, they are not controlling.”).

27 Dentons respectfully submits that the hourly rates for its attorneys and paraprofessionals
28 are reasonable and appropriate in the relevant community and in view of the circumstances of this

1 case and the successful results thus far achieved by Dentons achieved on behalf of the Debtors. By
2 this Fourth Interim Application, Dentons requests that the Court approve the allowance of
3 compensation and the reimbursement of expenses during the Fourth Interim Period. The full scope
4 of the services provided and the related expenses incurred are fully described herein and/or in the
5 attached Billing Statements, Exhibits “D,” “E,” “F,” “G” and “H.” All services for which Dentons
6 requests compensation were performed for or on behalf of the Debtors.

7 The professional services and related expenses for which Dentons requests allowance of
8 compensation and reimbursement of expenses were rendered and incurred in connection with this
9 case in the discharge of Dentons’ professional responsibilities as attorneys for the Debtors in this
10 chapter 11 case. Dentons’ services were necessary and beneficial to the Debtors and their estates,
11 creditors and other parties in interest.

12 In accordance with the factors enumerated in § 330, it is respectfully submitted that the
13 amount requested by Dentons is fair and reasonable given (a) the complexity of the case, (b) the
14 time expended, (c) the nature and extent of the services rendered, (d) the value of such services,
15 and (e) the costs of comparable services other than in a case under the Bankruptcy Code.

16 Therefore, for the reasons set forth above, Dentons respectfully submits that the foregoing
17 establishes that Dentons’ requested fees and expenses are reasonable and appropriate and should
18 be approved by this Court.

19 ///

20 ///

21 ///

22 ///

23 ///

24 ///

25 ///

26 ///

27 ///

28 ///

VII.

CONCLUSION

In summary, Dentons requests entry of an Order awarding fees of \$3,313,929.48 and \$61,509.47 in expenses, of which \$2,712,652.93 has been paid and \$662,786.02 remains unpaid, authorizing payment of the balance of fees incurred during the Fourth Interim Period.

Dated: March 10, 2020

DENTONS US LLP
SAMUEL R. MAIZEL
JOHN A. MOE, II
TANIA M. MOYRON

BY: /s/John A. Moe, II
JOHN A. MOE, II

Attorneys for Debtors and Debtors In
Possession

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

DECLARATION OF JOHN A. MOE, II

I, John A. Moe, II, declare as follows.

1. I am a partner with the law firm of Dentons US, LLP, as Debtors' counsel, (the "Firm" or "Dentons"), attorneys of record for Verity Health System of California, Inc., and its sixteen affiliates, debtors and debtors in possession in these procedurally consolidated cases. I am also the billing attorney for Dentons with regard to this matter. The following is within my personal knowledge, and if called upon as a witness, I could and would testify competently with respect thereto. I am submitting this declaration in support of *Dentons US LLP's Fourth Interim Application for Fees and Expense Reimbursement for the period September 1, 2019 through December 31, 2019* (the "Fourth Interim Application").

2. By way of the Fourth Interim Application, Dentons seeks interim allowance of fees totaling \$3,313,929.48 and reimbursement of expenses totaling \$61,509.47 incurred for services rendered between September 1, 2019, and December 31, 2019 (the "Fourth Interim Period"), for a total of \$3,375,438.95, of which \$2,712,652.93 was paid in accordance with the Monthly Fee Application, and on which \$662,786.02 remains unpaid.

3. The actual fees incurred for services rendered during the Fourth Interim Period actually exceed \$3,375,438.95. Dentons has written off: (a) \$43,837.20 incurred for non-working travel time in accordance with its agreement with the Debtors, and (b) \$31,545.00 incurred in preparing monthly statements.

4. The expenses incurred during the Fourth Interim Period are \$61,509.47. Those expenses do not include the expenses incurred and written off for airfare, car rental, lodging and meals, totaling more than \$23,000.

5. In addition, because the Debtors are nonprofit institutions serving a charitable mission, Dentons capped all attorneys' hourly rates at \$800 per hour and provided a 15% discount on all standard hourly billing rates for attorneys whose hourly rates are less than \$800, no matter the standard rate for the timekeeper. This resulted in a fee reduction of more than \$900,000.

1 6. As explained in the Fourth Interim Application, the Firm has received \$2,712,652.93
2 and is owed \$662,786.02 on account of the fees and expenses incurred during the Fourth Interim
3 Period.

4 7. On behalf of Dentons, I certify that:

- 5 • I have read this Fourth Interim Application;
- 6 • The compensation and expense reimbursement requested are billed at rates, in
7 accordance with practices, no less favorable than those customarily employed by
8 Dentons and generally accepted by Dentons' clients;
- 9 • At all relevant times, Dentons has been a disinterested person as that term is defined
10 in § 101(14) and has not represented or held an interest adverse to the interest of the
11 Debtors.
- 12 • Neither Dentons nor any members of Dentons has any agreement or understanding
13 of any kind or nature to divide, pay over or share any portion of the fees or expenses
14 to be awarded to Dentons with any other person or attorney except as among the
15 members and associates of Dentons;
- 16 • To the best of the knowledge, information, and belief of the undersigned, formed
17 after reasonable inquiry, no time has been billed to the Debtors outside the scope of
18 work authorized by the Order authorizing employment of the Firm; and
- 19 • To the best of the knowledge information and belief of the undersigned, formed after
20 reasonable inquiry, the compensation and expense reimbursement sought herein is
21 in conformity with the LBR, the Compensation Guidelines for the United States
22 Bankruptcy Court for the Central District of California and the Guidelines of the
23 Office of the United States Trustee, except as otherwise noted herein.

24 8. Dentons, in its representation of the Debtors has worked mightily to meet the
25 requirements of this significantly large case, including working diligently on the sale of the
26 Debtors' six hospitals. Dentons has prepared and finalized numerous filings in this chapter 11 case,
27 commenced and defended adversary proceedings and motions, and corresponded with
28 professionals on various issues. Dentons has advised the Debtors with respect to this case and

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

1 various corporate matters. The foregoing services included services from lawyers at Dentons that
2 specialize in restructuring and other specialties.

3 9. In the ordinary course of its business, the Firm keeps a record of all time expended
4 by its professionals and para-professionals in the rendering of professional services on a
5 computerized billing system as follows: At or near the time the professional services are rendered,
6 attorneys and other professionals of the Firm either: (1) record in writing on a time sheet the
7 client/matter name or number, the duration of time expended, and a description of the nature of the
8 services performed, or (2) input the time record, including the client/matter number, duration of
9 time expended, a description of the nature of the services performed directly into the Firm's
10 computer billing system. For the professionals who record their time using written time sheets, the
11 information contained in the time sheets is then transcribed into the Firm's computer billing system.
12 The Firm's computer billing system keeps a record of all time spent on a client/matter, the
13 professional providing the services and a description of the services rendered. The Firm's computer
14 billing system computes the time expended by each professional by the respective professional's
15 billing rate (or, in this case, the professionals' discounted billing rate) to calculate the amount of
16 the fee associated. The Firm conducts its business in reliance on the accuracy of such business
17 records.

18 10. I have reviewed the Firm's Monthly Statements for chapter 11 services rendered in
19 connection with its representation of the Debtors in this case during the Fourth Interim Period, a
20 copy of each of which Statements is attached to this Declaration as Exhibits "D," "E," "F" and "G."

21 11. It is the Firm's usual practice to allocate work and assignments in an efficient
22 manner to achieve an effective result. As demonstrated in Fourth Interim Application, the practice
23 has been followed in this case.

24 12. At any time a reimbursable charge is incurred on behalf of a client, such photocopy
25 expenses, and the like, employees of the Firm keep a written record of the file number for which
26 the charges were expended and a brief description of the nature of the expense. These records are
27 also transcribed into the computer system which, together with the records of time spent providing
28 professional services, are transcribed onto monthly bills.

13. With respect to costs for the reproduction of documents, the photocopy operator must manually enter in the system the coded “client” number and “matter” number assigned to that particular case and the number of photocopies made. Attached to this Declaration as Exhibit “H” is a true and correct copy of the expense portion of the Firm’s Billing Statements for each of the four months.

14. Attached as Exhibit “A” hereto is a list of attorneys and professionals who have been responsible for providing services to the Debtors, the year admitted to practice for each attorney, their rate, total number of hours spent on the case and total fees charge. Attached as Exhibit “B” hereto are the Resumes of all attorneys who have worked on the case. Exhibit “C” consists of separate charts for each Debtor incurring fees, itemizing the hours and fees incurred for each Debtor by 33 Task Codes. As already noted, Exhibits “D,” “E,” “F” and “G” consist of Fee Statements, for each of the four monthly periods, between September 1, 2019, and December 31, 2019. Finally, Exhibit “H” consists of copies of the four monthly expense statements.

15. I have reviewed the requirements of Local Bankruptcy Rule 2016-1. The Fourth Interim Application complies with Rule 2016.

16. I participated in preparing, am familiar with, and have read the Fourth Interim Application. To the best of my knowledge, information and belief, the facts in the Fourth Interim Application are true and correct.

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

Executed this 10th day of March, 2020.

/s/ John A. Moe, II
JOHN A. MOE, II

EXHIBITS

- A. List of Attorneys and Professionals who have been responsible for providing services to the Debtors, the year admitted to practice for each attorney, their rate, total member of hours spent on the case and total fees charged.
- B. Resumes of Attorneys.
- C. Thirteen charts for each Debtor incurring fees itemizing the hours and fees incurred by Task Codes.
- D. Fee Statement for September 2019.
- E. Fee Statement for October 2019.
- F. Fee Statement for November 2019.
- G. Fee Statement for December 2019.
- H. Monthly Expense Statements for September-December 2019.

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
(213) 623-9300

EXHIBIT A

EXHIBIT A

**DENTONS' PROFESSIONALS/PARAPROFESSIONALS FOR ALL DEBTORS
INTERIM APPLICATION PERIOD: SEPTEMBER - DECEMBER 2019**

<u>Professionals</u>	<u>Title</u>	<u>Rate</u>	<u>Total Hours</u>	<u>Total Fees</u>
<u>PROFESSIONALS</u>				
Samuel R. Maizel	Partner	\$800.00	389.40	\$311,520.00
S. Alberts	Partner	\$800.00	246.30	\$202,040.00
C. Montgomery	Partner	\$800.00	489.30	\$391,440.00
O. Pinkas	Partner	\$800.00	34.20	\$27,360.00
R. Millner	Partner	\$800.00	22.60	\$18,080.00
A. Ruegger	Partner	\$800.00	11.10	\$8,880.00
S. O'Brien	Partner	\$800.00	11.30	\$9,040.00
M. Maryn	Partner	\$800.00	5.40	\$4,320.00
B. Davison	Partner	\$800.00	9.60	\$7,680.00
S. Clark	Partner	\$800.00	2.40	\$1,920.00
S. McCandless	Partner	\$799.00	42.20	\$33,717.80
T. Santoli	Partner	\$799.00	10.80	\$8,629.20
M. Wege	Partner	\$790.50	33.30	\$26,323.64
W. Amatore	Counsel	\$773.50	5.60	\$4,331.60
L. Whidden	Partner	\$765.50	65.20	\$49,910.60
S. Martin	Partner	\$760.75	359.40	\$273,413.74
M. Duvall	Partner	\$743.80	.10	\$74.38
P. Maxcy	Partner	\$739.50	129.30	\$95,617.35
R. Richards	Partner	\$723.00	100.10	\$72,372.30
C. Richter	Counsel	\$646.00	106.30	\$68,669.80
G. Marsh	Partner	\$621.00	1.00	\$621.00
R. Zucchetto	Partner	\$607.75	.40	\$243.10
R. Garms	Partner	\$603.50	113.70	\$68,617.95
J. Adolf	Partner	\$586.50	105.60	\$61,934.40
J. Zeman	Partner	\$548.25	3.90	\$2,138.18
E. Bass	Associate	\$548.00	4.50	\$2,467.13

<u>Professionals</u>	<u>Title</u>	<u>Rate</u>	<u>Total Hours</u>	<u>Total Fees</u>
John A. Moe, II	Partner	\$535.50	312.30	\$167,236.69
J. Whipple	Associate	\$527.00	24.40	\$12,858.80
T. Moyron	Counsel	\$518.50	895.60	\$464,368.60
A. Shiran Youssefi	Associate	\$514.50	51.60	\$26,548.20
N. Kappas	Partner	\$510.00	2.90	\$1,479.00
N. Koffroth	Associate	\$501.50	860.20	\$431,390.30
S. Dhaliwal	Associate	\$493.00	6.10	\$3,007.30
M. Zeefe	Counsel	\$480.25	89.40	\$42,934.45
G. Miller	Associate	\$442.00	154.10	\$68,112.20
L. Macksoud	Associate	\$437.75	159.10	\$69,646.03
C. Heddesheimer	Associate	\$433.50	3.40	\$1,473.90
N. Moges	Associate	\$433.50	5.10	\$2,210.85
M. Bryson	Associate	\$425.00	2.20	\$935.00
J. Sivek	Associate	\$421.00	2.30	\$968.30
K. Murphy	Counsel	\$416.50	126.00	\$52,479.00
N. Carson	Associate	\$412.25	1.30	\$535.93
J. Fisher	Associate	\$378.00	39.20	\$14,817.60
C. Doherty, Jr.	Associate	\$374.00	227.90	\$85,234.60
S. Schrag	Associate	\$336.00	95.80	\$32,188.80
A. Dondoyano	Associate	\$323.00	68.10	\$21,996.30
S. Harmelech	Associate	\$323.00	3.30	\$1,065.90
A. Hall	Associate	\$293.25	2.10	\$615.83
<u>PARAPROFESSIONALS</u>				
M. Duncan	Paralegal	\$391.00	.50	\$195.50
D. Pina	Paralegal	\$318.75	33.00	\$10,518.84
G. Medina	Paralegal	\$293.25	37.50	\$10,996.92
M. Ciziunas	Researcher	\$280.50	.90	\$252.45
N. Worthington	Researcher	\$280.50	5.10	\$1,430.55
E. Cobarrubias	Researcher	\$267.75	2.60	\$696.15
M. Welch	Paralegal	\$267.75	114.20	\$30,577.06

<u>Professionals</u>	<u>Title</u>	<u>Rate</u>	<u>Total Hours</u>	<u>Total Fees</u>
M. Maddry	Researcher	\$264.00	.10	\$26.40
I. Beste	Researcher	\$264.00	.30	\$79.20
M. Sanchez	Paralegal	\$255.00	11.90	\$3,034.50
C. Howard	Paralegal	\$250.75	308.90	\$77,457.59
A. Candido	Paralegal	\$250.75	14.00	\$3,510.50
E. Giudice	Researcher	\$247.00	3.00	\$741.00
L. Livingston	Paralegal	\$238.00	1.40	\$333.20
H. Ali	Paralegal	\$221.00	2.30	\$508.30
S. Reinhardt	Researcher	\$217.00	.20	\$43.40
T. Fowler	Researcher	\$204.00	.10	\$20.40
W. Hulsebus	Researcher	\$119.00	.40	\$47.60
Subtotal			5,972.60	\$3,389,311.60
Fee Reduction¹				(\$75,382.20)
Total			5,972.60	\$3,313,929.40

¹ This amount reflects fee reductions totaling \$75,382.20 consisting of \$31,545.00 to review and finalize the monthly statements and \$43,837.20 in non-working travel.

EXHIBIT B

Samuel R. Maizel

Partner



Partner

Los Angeles

D +1 213 892 2910

samuel.maizel@dentons.com

Overview

Samuel Maizel is a partner in Dentons' Restructuring, Insolvency and Bankruptcy group. His practice includes bankruptcy matters and financial restructuring in- and out-of-court in all industries, and he leads the firm's healthcare industry restructuring efforts nationwide. In chapter 11 cases, he has served as lead counsel to debtors, trustees, and creditors' committees, as well as serving as a trustee, examiner, patient care ombudsman, and consumer privacy ombudsman. He has represented many buyers and sellers of assets in chapter 11 cases. In chapter 9 cases, Sam has represented local hospital districts and other governmental units, as debtor's counsel and as counsel to creditors' committees.

Before joining Dentons, Sam was a partner in a national bankruptcy firm, and previous to that he represented the federal government in bankruptcy, district, and appellate courts nationwide as a trial attorney in the US Department of Justice's Commercial Litigation Branch. He has also served in US Army's The Judge Advocate General's Corps, including service in Operation Desert Shield/Desert Storm, for which he was awarded the Bronze Star Medal. Previously he served as an Infantry Officer in the 101st Airborne Division and the 3rd US Infantry Regiment (The Old Guard).

Sam has lectured extensively, is widely published, and been interviewed on television and radio on bankruptcy topics. Every year since 2007, he has been named a "Super Lawyer" in an annual region-wide peer survey, an honor bestowed on only 5% of Southern California attorneys; holds an AV Preeminent Peer Rating, Martindale-Hubbell's highest recognition for ethical standards and legal ability; and was named a "Best Lawyer in America" for Healthcare in the 21st edition of Best Lawyers in America. He is based in Los Angeles.

Experience

Significant Recent Cases

- **Verity Health System of California, Inc.** (Chapter 11 - Central District of California, August 2018-present): Sam leads the firm's representation of this parent not-for-profit company and 16 related entities, including 6 significant operating hospitals, in the second largest hospital bankruptcy case in American history. The firm has already secured court approval of the sale of two hospitals for \$235 million, over the objections of various

parties, including the California Attorney General.

- **Astria Health** (Chapter 11 - Washington): Representing Astria Health System in a recent filing of 13 related chapter 11 cases. Located in Yakima, Washington, the health system includes three operating acute care hospitals.
- **Air Force Village West, Inc. dba Altavita** (Chapter 11 – California): Representing Air Force Village West, Inc., in chapter 11 proceedings that will pave the way for the sale of its continuing care retirement community. The Riverside, CA-based company, which does business as Altavita Village, filed in the US Bankruptcy Court for the Central District of California. They have lined up a stalking horse bidder, with the consent of the secured creditors, to sell the 220 acre facility for \$58 million in cash and assumption of certain liabilities. A bid procedures motion was approved on May 14, 2019, with an auction to be held on or about June 5, 2019.
- **Gardens Regional Medical Center & Hospital, Inc.** (Chapter 11 - Central District of California, June 2016-October 2018): Sam led the representation of this 137 bed not-for-profit hospital in Hawaiian Gardens, California in a liquidating bankruptcy case. The hospital was initially sold under section 363 of the Bankruptcy Code in a very successful auction (the purchase price went from \$8.5 million to \$19.5 million). The California Attorney General approved the sale but imposed such onerous economic conditions on the buyer that the sale failed and the hospital was closed. It was sold again, now as a closed hospital, for approximately \$7 million, over the objection of the Attorney General. The case resulted in three published opinions, all on cutting edge issues of bankruptcy law, and a distribution to unsecured creditors.
- Sam served as Chapter 11 Trustee in the bankruptcy case of Carefree Willows, Inc. in Las Vegas, Nevada (Chapter 11 - District of Nevada, 2015-2016). Sam was appointed after five years had failed to produce a resolution of a hotly contested single asset real estate case. In less than six months Sam was able to negotiate a settlement between the parties, and confirm a plan of reorganization which paid the general unsecured creditors in full, allowed equity to retain ownership and to pay the secured debt over \$50 million pursuant to a settlement.
- **San Diego Hospice & Palliative Care** (Chapter 11 – Southern District of California, 2013 -2015): Sam led the representation of the official committee representing unsecured creditors in the bankruptcy of a large hospice and home health provider in San Diego, California. The hospice filed for bankruptcy protection as a result of ongoing operational losses and disputes with Medicare & Medicaid over payments under the Medicare program. The committee counsel wrote and was the co-proponent under the liquidating Chapter 11 plan. Sam led the negotiations with the federal government over its \$112 million claim, which resulted in a 100% distribution to non-governmental unsecured creditors.
- **Gordian Medical, Inc., dba American Medical Technologies** (Chapter 11 – Central District of California, 2012-2015): Sam led the representation of a privately owned, durable medical supplier in Irvine, California, which provides wound-care dressings and supplies to more than 4,000 nursing homes, hospices, and other facilities in 49 states. Gordian filed bankruptcy after a complete suspension of Medicare payments. The bankruptcy court confirmed a successful restructuring led by a new value contribution from the owners and leaving equity in control of the company. The plan provided for 100% distribution to non-governmental creditors, and resolved over \$100 million in claims asserted by the Centers for Medicare & Medicaid Services, the IRS and the California Franchise Tax Board.
- **Victor Valley Community Hospital** (Chapter 11 – Central District of California, 2010 - 2013): Sam led the representation of this not-for-profit hospital in Riverside, California. The hospital was initially sold under section 363 of the Bankruptcy Code in a very successful auction. However, the California Attorney General denied the sale. After two years in Chapter 11, and multiple efforts to sell the hospital were stymied, including by government agencies, the hospital was successfully sold, resulting in a confirmed liquidating plan, a significant distribution to unsecured creditors and the hospital continuing to provide services to its community.
- **S&B Surgery Center** (Chapter 11 – Central District of California, 2009 - 2010): Sam led the representation of an ambulatory surgery center in Beverly Hills, California, that was forced into bankruptcy by the collapse and closure of Century City Doctor's Hospital. The bankruptcy court confirmed a plan that was a "true" reorganization in less than eight months, resulting in equity remaining in control of the company, and a

significant distribution to trade creditors.

Additional Debtor Representations

- Sam represented the Chapter 11 debtors in American Hospice, Inc. and related entities, Health Plan of the Redwoods, Health Source Medical Group, Inacom, Pacific Eyenet, and Delta Entertainment.
- Sam represents the Chapter 9 debtor in West Contra Costa Healthcare District.

Additional Trustee Roles

- Sam served as the Chapter 11 Trustee in the cases of Agesong Genesis, LLC, dba Agesong University, and Mayacamas Holdings, LLC, both in San Francisco, California.

Additional Creditors' Committee Counsel Representations

- Sam represented the Creditors' Committees in Adair County Hospital District, Hawaii Medical Center, Pacifica Hospital of the Valley, Pleasant Care Corporation, Mariner Post-Acute Network, West Contra Costa Healthcare District, Valley Health System, Palm Drive Healthcare District, and Associated Physicians of St. Johns.

Additional Miscellaneous Representations and Roles

- Sam represented individual creditors in Sun Healthcare Group, NewCare Health Corporation, Integrated Health Services, Assisted Living Concepts, Alpha Healthcare Foundation, FPA Medical Management, MedPartners Provider Network.
- Sam served as counsel to hospital purchasers in Karykeion and Santa Paula Memorial Hospital.
- Sam served as patient care ombudsman and consumer privacy ombudsman in Upland Surgical Institute.
- Sam served as an Examiner in Metropolitan Mortgage & Securities.
- Sam acted as special counsel to the Chapter 11 debtors in Intrepid USA and Fairmont General Hospital, and to the SEC Receiver in Comprehensive Care of Oakland, LLC.
- Sam led the representation of the National Association of Attorneys General (46 states and six territories that were parties to the master settlement agreement with the tobacco industry) since 2000 and as part of that engagement served as counsel to governmental entities in Alliance Tobacco and Carolina Tobacco.
- Sam led the out-of-court restructuring of Health Line Clinical Laboratories.
- Sam served as counsel to the Chapter 7 trustee in Rodeo Canon and Chapter 11 trustee in Estate Financial.

Recognition

Honors and Awards

- Ranked for Outstanding Restructuring Lawyers by Turnarounds & Workouts (December 2019)
- Ranked for Bankruptcy and Restructuring in California by *Chambers USA* (2019)
- Ranked for Healthcare in California by *Chambers USA* (2015-2019)
- Recognized by *Best Lawyers in America* (2015-2020), the leading peer-review-based directory of legal practitioners, for Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law, Health Care Law and Litigation - Bankruptcy

- Recognized for Bankruptcy in Southern California in *Super Lawyers* magazine (2007-present)
- Recommended for Healthcare - Service Providers by *The Legal 500 US* (2016)
- Listed in *Los Angeles Magazine's* Best Lawyers list for Bankruptcy and Health Care Law (2016)
- Recognized with the Martindale-Hubbell AV Preeminent Rating, Martindale-Hubbell's highest ranking in both legal ability and ethical standards

In the Media

- "Officials scramble for Seton," *The Daily Journal*, March 6, 2020
- "Daly City Fights to Save Hospital," NBC Bay Area, March 5, 2020
- "County officials: Daly City hospital could shut down as soon as next week," *San Francisco Examiner*, March 4, 2020
- "San Mateo County Holds Emotional Meeting About Closing Seton Medical Center," CBS Bay Area, March 4, 2020
- "San Mateo County Meeting on Seton Medical Center," *Peninsula TV*, March 4, 2020
- "Judge: No turning back Yakima hospital closure," *The Daily World*, January 16, 2020
- "Astria's Yakima hospital's closing may be a symptom of a bigger crisis," *Yakima News*, January 15, 2020
- "Hospital Bankruptcies Leave Sick and Injured Nowhere to Go," *Bloomberg*, January 9, 2020
- "In Rejecting SGM's Allegations of 'Material Adverse Effects' Under APA for Remaining Verity Health Hospitals, Judge Robles Says SGM Operating 'Very Close' to Bad Faith," *Reorg*, Nov. 26, 2019
- "Judge Robles Denies DHCS Request for Stay Pending Appeal of Verity Health Debtors' Sale of Medi-Cal Provider Agreements Free and Clear of DHCS Interests; Sale Order Will Be Certified for Direct Appeal to Ninth Circuit," *Reorg*, Oct. 22, 2019
- "Judge Robles to Rule 'in Due Course' on Verity Health Debtors' Ability to Sell Medi-Cal Provider Agreements Free and Clear of DHCS Interests," *Reorg*, September 25, 2019
- "Circuit Split Deepens: Bankruptcy Court's Jurisdiction over Social Security and Medicare Claims," *Business Law Today*, August 8, 2019
- "The Road to Recovery – Bankruptcy judge approves additional funding for Astria Health," *Yakima Herald*, June 13, 2019
- "Astria Health and Its Biggest Lender Have Different Takes on Bankruptcy, Reorganization," *Yakima Herald*, May 13, 2019
- "Astria Health Says News Billing Vendor Part of Turnaround Plan After Company Went From a 'Banner Year' to Struggling to Pay Vendors," *Yakima Herald*, May 13, 2019
- "Washington Astria Health Files for Ch. 11," *The Deal*, May 7, 2019
- "Verity Collects Approval to Sell Remaining Hospitals," *The Deal*, April 18, 2019
- "Altavita Village Latest Retirement Community Casualty," *The Deal*, March 12, 2019
- "\$610M Stalking Horse Bid For 4 Verity Hospitals Approved," *Law 360*, February 20, 2019
- "Verity Reveals Sale of Remaining Hospitals," *The Deal*, January 18, 2019
- "Verity Health Collects Bid Procedures Approval," *The Deal*, October 25, 2018

- "Verity to Seek Sale of Hospitals in Chapter 11," *The Deal*, September 1, 2018
- "Verity Health System Files For Bankruptcy In California," *Law360*, August 31, 2018
- "Reorganization of Bankrupt Applebee's Franchisee Could Include Existing Owner," *The Wall Street Journal*, April 16, 2018
- "Applebee's Wins First Round in Fight With Bankrupt Franchisee," *Bloomberg*, June 28, 2018
- "RMH Points to Dine Brands for Chapter 11 Filing," *The Deal*, May 10, 2018
- "Freestanding emergency room operator Adeptus may soon emerge from bankruptcy," *The Dallas Morning News*, September 28, 2017
- "With 238 bankruptcies in 18 months, does Texas have an ailing health industry?," *The Dallas Morning News*, September 2017
- "Judge rejects attorney general's bid to block sale of closed hospital," *Daily Journal*, June 9, 2017
- "Maizel '77 Elected to CSHA Board of Directors," *West Point Grad News*, March 9, 2017
- "Healthcare Law 2016: Virtual Round Table," *Corporate LiveWire*, December 2016
- "West Contra Costa Healthcare files Chapter 9," *The Deal*, October 25, 2016
- "Judge clears Gardens Regional sale," *The Deal*, August 1, 2016
- "Gardens Regional auction sees price soar," *The Deal*, July 21, 2016
- "Gardens Regional secures bidding procedures nod," *The Deal*, July 07, 2016
- "DIP dimensions: Loan transplant," *The Deal*, June 23, 2016
- "ABA Says 9th Circ. Decision Disrupts Bankruptcy Appeals," *Law360*, June 14, 2016
- "Gardens Regional looks to resuscitate operations with DIP," *The Deal*, June 07, 2016
- "Riverside's American Hospice gets buyers for all assets, by Kelsey Butler, Posted on May 03, 2016
- "American Hospice gets OK to auction Texas, Virginia operations," *The Deal*, April 08, 2016
- "American Hospice to sell business in Chapter 11," *The Deal*, March 21, 2016
- "Rural hospitals, LTACs tagged for distress amid physician retention, reimbursement risk," *Debtwire*, October 7, 2015
- "PARTNER MOVES - Dentons Adds Health Care Bankruptcy Lawyer Samuel R. Maizel in Los Angeles," *Legal Monitor*, June 29, 2015
- "Dentons Adds Health Care Expert and Bankruptcy Partner," *Law360*, June 25, 2015
- "Sam Maizel Profiled," *California Health Law News*, June 2015
- "Lab Files for Bankruptcy After Settlement of Probe," *The Wall Street Journal*, June 8, 2015
- "Millions remain to be disbursed in SD Hospice," *The San Diego Union-Tribune*, September 16, 2014

Insights

Books and Treatises

- Chapter author, "Unique Issues That Arise in Healthcare Business Bankruptcies," *Reorganizing Failing*

Businesses, American Bar Association, July 2017

- Contributing author, *Health Care Insolvency Manual*, American Bankruptcy Institute 1997; revised 2005 and 2012
- Co-author, "Winning Your Bankruptcy Appeal," *ABI's Bankruptcy Appeals Manual*, June 2007; 2nd ed. 2010
- Contributing author, *Collier on Bankruptcy*, Matthew Bender, 2005 - present (on sections 333 and 351)
- Contributing Author, "Workout Issues in the Healthcare Industry," *Business Workouts Manual*, November 26, 2006

Law Review Articles

- Co-author, "The Medicare Provider Agreement: Is It a Contract or Not? And Why Does Anyone Care?" *The Business Lawyer* (Vol. 71), Fall 2016
- Co-author, "Killing the Patient to Cure the Disease: Medicare's Jurisdictional Bar Does Not Apply to Bankruptcy Courts," *Emory Bankruptcy Developments Journal* (Vol. 32), February 2016
- Co-author, "Injunctive Relief in Health Care Insolvencies," 24 *California Bankruptcy Journal* 215, 1998
- Co-author, "The Government's Contractual Rights and Bankruptcy's Automatic Stay," 25 *Public Contract Law Journal* 711, 1996
- Co-author, "The Medicare Contract in Bankruptcy: In Which Direction Does University Medical Center Lead?" 11 *Bankruptcy Developments Journal* 405, 1995
- Author, "Intervention in Grenada," 35 *Naval L. Rev.* 47, Spring 1986

Recent Magazine Articles

- Co-author, Navigating the Pitfalls of Chapter 11 Deposit Management, *ABI Journal*, April 2019 (Selected for *Best of ABI 2019: The Year in Business Bankruptcy*)
- Co-author, "Not So Fast: Bankruptcy Court Reject Attorney General's Review of Sale of Assets of a Closed Hospital," *California Health Law News*, Volume XXXVI, Issue 1, Fall 2017/Winter 2018.
- Co-author, "Binding the Government in Health Care Restructurings: What Notice Is Required?," *ABI Bankruptcy Litigation Committee*, January 2018
- Co-author, "Revising § 351: Dealing with Unwanted Medical Records," *Problems in the Code* column, *ABI Journal*, May 2017
- Co-author, "Ozenne v. Chase Manhattan Bank (In re Ozenne): Gone for Now, But Not Forgotten," 26 *Norton Journal of Bankruptcy Law and Practice*, Art. 2, April 2017
- Co-author, "Extent of State's Power at Issue in Nonprofit Hospital's Asset Sale," *Journal of Corporate Renewal* (Vol. 30), March 2017
- Author, "Liquidating Healthcare Facilities in California," *Receivership News* (Issue 58), Summer 2016
- Author, "Lending to the Healthcare Industry: What to Expect From Medicare Receivables," *ABF Journal*, September 2015
- Author, "Does Bankruptcy Avoid Medicare's Exhaustion-of-Administrative-Remedies Requirement?" *California Health Law News*, June 2015
- Author, "Can Bankruptcy Short-Circuit Medicare's Appeal Process?" *Intensive Care* column, 34 *Amer. Bankr. Inst. J.* 48, April 2015.
- Author, "The Poor Get Poorer: The Fate of California's Hospitals Under the Affordable Care Act," 32 *California*

Health Law News, Winter 2014

- Author, "Healthcare Law 2014," *Corporate LiveWire*, June 2014
- Author, "The Poor Get Poorer: The Fate of Distressed Hospitals Under the Affordable Care Act," *Norton Bankruptcy Law Adviser* 1, December 2012
- Co-author, "California's Experiment With Federal Judicial Control Over Its Prison Healthcare System," 29 *California Health Law News* (No. 3), Summer 2011
- Author, "The Impact of Healthcare Reform on Financing in the Healthcare Industry," 65 *Consumer Finance Law Quarterly Report* 168, Spring/Summer 2011
- Author, "The Sale of Nonprofit Hospitals Through Bankruptcy: What BAPCPA Wrought," 30 *Amer. Bankr. Inst. J.* 12, June 2011
- Author, "A Guide for the Patient Care Ombudsman," *American Bar Association*, February 2011
- Author, "Repercussions of the Collision of Labor Law and Healthcare Industry Bankruptcies," 29 *Amer. Bankr. Inst. J.* 18, No. 7 September 2010
- Co-author, "Rejection of CBAs in a Liquidating Chapter 11 of a Healthcare Entity," 4 *ABI Healthcare Committee Newsletter* (No. 4), August 2010
- Author, "Patient Care Ombudsman: What About Counsel?" 29 *Amer. Bankr. Inst. J.* 14, Feb. 2010
- Author, "The Financial Crisis Facing America's Hospital Industry: Part II," 28 *Amer. Bankr. Inst. J.* 16, February 2009
- Author, "The Financial Crisis Facing America's Hospital Industry: Part I," 27 *Amer. Bankr. Inst. J.* 16, Dec./Jan. 2009
- Author, "The Patient Care Ombudsman Comes to California," 26 *California Health Law News* 2 (No. 3), Winter 2009
- Author, "Evolving Standards for Appointment of a Patient Care Ombudsman: Section 333 in 'Operation'," 27 *Amer. Bankr. Inst. J.* 40, March 2008
- Author, "The First Year of the Patient Care Ombudsman in Review: Part II," 26 *Amer. Bankr. Inst. J.* 18, March 2007
- Author, "The First Year of the Patient Care Ombudsman in Review: Part I," 26 *Amer. Bankr. Inst. J.* 18, March 2007

Activities and Affiliations

Presentations

- National Webinar, "Hospital Bankruptcies - Unique Challenges and Current Hot Topics," American Bankruptcy Institute, October 17, 2019
- Panelist, "Resuscitating the Patient - Restructuring Healthcare Entities in the Current Environment" for the Debtor/Creditor Rights Committee of the Business Law Section of the State Bar of Michigan in Detroit, Michigan, July 24, 2019
- Panelist, "Healthcare Restructuring Case Studies", Expert Webcast, June 27, 2019
- Panelist, "The Intersection of Bankruptcy Law and the Healthcare Industry: A Clash of Conflicting Concepts" for the Bay Area Bankruptcy Forum in San Francisco, California, April 29, 2019
- Panelist, "An Overview of Healthcare, Restructuring and Bankruptcies" for the Dentons US LLP Buying

Trouble Conference, in Atlanta, Georgia, April 16, 2019

- Speaker, "Sale of California Nonprofit Healthcare Entities in Bankruptcy: When An Irresistible Force Meets An Immoveable Object," California Lawyers Association Nonprofit Organizations Committee, February 21, 2019
- Panelist, "Health Care Bankruptcy Update," 43rd Annual Paskay Memorial Bankruptcy Seminar, Tampa, FL, February 8, 2019
- Moderator, "Hear From the CEOs: What Keeps Them Up At Night?" American Bankruptcy Institute Conference, January 17, 2019
- Panelist, "Healthcare Restructuring Outlook 2019" (discussing topics such as M&A issues, bankruptcy v. out-of-court restructuring, drivers for filing and more), Expert Webcast, January 10, 2019
- Panelist, "Rescuing Hospitals From The Emergency Room" (discussing issues related to sales of hospitals in bankruptcy), American Bankruptcy Institute Southeast Bankruptcy Workshop, July 26-27, 2018
- Speaker, "Unique Issues That Arise in a California Healthcare Restructuring," California Society for Healthcare Attorneys Annual Meeting, April 14, 2018
- Panelist, "Issues Related to State Legalization of Marijuana—a Focus on Bankruptcy Law and the Impact of California's New Law Related to Recreational Use of Marijuana," Southern District of California Judicial Conference, April 4, 2018
- Panelist, "Negotiation Insights: Section 363 Sales," 44th Annual Seminar on Bankruptcy Law & Rules, Southeastern Bankruptcy Law Institute, March 23, 2018
- Moderator and Panelist, "Industry Spotlight: Healthcare Providers in Bankruptcy," 44th Annual Seminar on Bankruptcy Law & Rules, Southeastern Bankruptcy Law Institute, March 23, 2018
- Moderator and Panelist, "Unique Issues That Arise in a Healthcare Restructuring," American Bar Association Business Law Section, December 21, 2017
- Moderator and Panelist, "How Health Care Technology Changes Will Impact Your Practice," American Bankruptcy Institute Winter Leadership Conference, Palm Springs, CA, December 1, 2017
- Panelist, "The Many Commercial Roles of Government - Executory Contracts, Loans, Procurement, 525 Licensing and Grants," National Association of Attorneys General's Bankruptcy From a Government Perspective Seminar, Savannah, GA, November 13, 2017
- Guest Speaker, "Bankruptcy and Restructuring of Health Care Organizations," University of Nevada Las Vegas Boyd School of Law, October 30, 2017
- Panelist, "Debt Restructuring & Asset Sales for Health Care Businesses," Maine Health Care Association Annual Meeting, Rockport, ME, October 5, 2017
- National Webinar, "The Intersection of Healthcare Law and Bankruptcy Law," American Health Lawyers Association's Regulation, Accreditation, and Payment Practice Group, September 6, 2017
- Panelist, "The American Health Care Industry: Facing Financial Uncertainty," Association of Corporate Counsel - Southern California Chapter, Newport Beach, CA, August 2, 2017
- Panelist, "Healthcare Restructuring Issues", Los Angeles County Bar Association, April 27, 2017.
- Panelist, "Has CMS Said Goodbye to the Bankruptcy Court?" American Bar Association Business Law Section, Business Bankruptcy Committee Spring Meeting, New Orleans, LA, April 6, 2017
- Panelist, "Commercial Finance Association Healthcare Asset-based Lending Program," webinar hosted by the Commercial Finance Association, April 4, 2017
- Panelist, "Zika in the Caribbean, and Other Stinging Health Care Insolvency Issues," American Bankruptcy

Institute Caribbean Insolvency Symposium, Cayman Islands, February 11, 2017

- Panelist, "Intersection of Healthcare and Bankruptcy," The Bankruptcy Bar Association for the Southern District of Florida, February 7, 2017
- Panelist, "Delivered from Their Distress: Acquisition Challenges and Opportunities of Distressed Hospitals," National CLE Conference, Snowmass, CO, January 7, 2017
- Panelist, "The State of Play: Managing State AG Hot Button Issues in Chapter 11 Cases," American Bar Association Business Law Section's Business Bankruptcy Committee, San Francisco, CA, October 27, 2016
- Panelist, "Restructuring and Bankruptcy Challenges in the 21st Century World of Not For Profits," Commercial Law League of America, San Francisco, CA, October 27, 2016
- 2016 Visiting Distinguished Professor, Southeastern Bankruptcy Institute (SBLI), Atlanta, GA, September 26-30, 2016
- Featured Guest Speaker, "Bankruptcy by the Bayou: Lessons for Healthcare Insolvencies," SBLI and Bankruptcy Judges for the Northern District of Georgia Luncheon, Atlanta, GA, September 28, 2016
- Featured Guest Speaker, Georgia State University College of Law's The Center for Law, Health & Society Luncheon, Atlanta, GA, September 29, 2016
- Panelist, "Full of Patients But Low on Cash: Managing Conflicts Between Health-Care Needs and Budget Woes," GSU College of Law's Tower to the Trenches CLE, Atlanta, GA, September 30, 2016
- Panelist, "The Life Cycle of Intercreditor Agreements - From Cradle to Grave," American Bar Association Business Law Section, Boston, MA, September 8, 2016
- Speaker, "Healthcare Restructuring Outlook: 2016 and Beyond," Expert Webcast, June 2, 2016
- Panelist, "Can You Believe What Politicians Tell You? A Comparison of the Business of Healthcare Delivery Systems in the United States and Canada," American Bar Association Business Law Section, Montreal, Canada, April 7, 2016
- Panelist, "Introduction to Hypothetical, First Day Orders," and presenter, "Setoff and Recoupment – Hypothetical," Bankruptcy from a Government Perspective Seminar, National Association of Attorneys General/States' Association of Bankruptcy Attorneys, Seattle, WA, October 4-7, 2015
- Panelist, "Hot Topics in Healthcare: Game Show Style!," Turnaround Management Association Annual Meeting, Scottsdale, AZ, October 6, 2015
- "Intercreditor Agreements: Problem-solver or an Invitation to a Fight?" American Bar Association Business Law Section Annual Meeting, Chicago, IL, September 29, 2015
- Panelist, "Ethics Issues in Bankruptcy," and "Leadership Development," American Bar Association Business Law Section Annual Meeting, Chicago, IL, September 17-19, 2015
- Speaker, "Trends and Transactions In Acute and Specialty Healthcare," Expert Webcast, DelMorgan & Co.
- "The Healthcare Industry Post-Affordable Care Act: A Bankruptcy Perspective," Emory Bankruptcy Development Journal Symposium 2015: Corporate Panel, February 26, 2015
- "Pandemic or Panacea? The Financial Impact of the ACA on the Modern Healthcare Industry," California Society for Healthcare Attorneys Annual Meeting, Olympic Valley, CA, April 13, 2014
- "The Fate of the Healthcare Industry After the Affordable Care Act: Where Does It Go From Here and Why?" Georgia State University College of Law Center for Law, Health & Society, Atlanta, October 29, 2013
- "Role of Unions in Healthcare," California Society for Healthcare Attorneys, Newport Beach, CA, April 2013
- "Did Congress Get It Right With the Patient Care Ombudsman?" American Bar Association Business Law

Section Spring Meeting: Healthcare and Nonprofits in Bankruptcy Subcommittee Roundtable, Washington DC, April 5, 2013

- "What Healthcare Costs: Bringing Transparency to the Medical Marketplace," University of California San Francisco/University of California Hastings Consortium on Law, Science and Health Policy, January 23, 2013
- "Battling Strategies - Dueling Perspectives," How Debtor and Creditor Lawyers Approach Complex Situations, Costa Mesa, CA, May 24, 2012
- "Financially Distressed Healthcare Facilities: Restructuring and Insolvency Options," Evaluating Bankruptcy and Other Alternatives While Preserving Quality of Care, November 16, 2011
- "Winning Your Bankruptcy Appeal," Beverly Hills Bar Association, October 4, 2011
- "International Insolvencies: Basic Principles and Current Problems," American Bar Association Business Law Section 2011 Global Business Law Forum, London, UK, September 23, 2011
- "Cross-Border Insolvencies: Basic Principles of US, UK and EU Bankruptcy Law," American Bar Association Business Law Section 2011 Global Business Law Forum, London, UK, September 23, 2011
- "The Strategic Role of Examiners," 27th Annual Bankruptcy & Restructuring Conference, June 9, 2011
- "Examining Examiners and Their Impact on Creditors," American Bar Association Business Law Section, Boston, MA, April 14, 2011
- "The Beneficent Government: Federal and State Regulators in Bankruptcy Cases," Los Angeles Bankruptcy Forum, Los Angeles, CA, April 11, 2011
- "Something in the Way They Move...": Motion Practice in Bankruptcy Appeals," American Bar Association Business Law Section Business Bankruptcy Committee, New Orleans, LA, October 14, 2010
- "Bankruptcy From a Government Perspective," National Association of Attorneys General, Attorneys General Training Institute, and the States Association of Bankruptcy Attorneys, Santa Fe, CA, September 14, 2010
- "The Impact of Healthcare Reform on Financing the Healthcare Industry," American Bar Association Annual Meeting, San Francisco, CA, August 6, 2010
- "Healing Hospitals on the Brink of Bankruptcy," Georgia State University College of Law Center for Law, Health & Society, Atlanta, GA, April 19, 2010
- "Center for Health & Pharmaceutical Law & Policy Distinguished Guest Practitioner Program," Seton Hall University School of Law, Newark, NJ, March 25, 2010
- "Doing Business With (or as) a Distressed Company," California Society for Healthcare Attorneys Fall Seminar, Los Angeles, CA, November 9, 2009
- "Healthcare Bankruptcy Program," Los Angeles County Bar Association, Los Angeles, April 28, 2009
- "Reality Bites: Representing Nonprofit Organizations in Financial Distress," American Bar Association Business Law Section, Vancouver, Canada, April 17, 2009
- "Distressed Healthcare Facilities: Restructuring and Insolvency Options," Strafford Publications, Teleconference, April 8, 2009
- "Financial Meltdown: Impact on Healthcare Institutions," Healthcare Financial Management Association, Southern California Chapter, Los Angeles, CA March 19, 2009
- "Strategies for Distressed Investing and Turnaround Situations in Healthcare," Healthcare Dealmaking Symposium, New York, NY March 10, 2009

Memberships

- Fellow, American College of Bankruptcy (2017)
- American Bar Association
 - Chair, Standing Committee on Armed Forces Law (2017 - present)
 - Co-Chair, Business Law Section Business Bankruptcy Committee, Healthcare and Non-Profit Subcommittee (2017 - present)
 - Member, Standing Committee on Armed Forces Law (2013-2017)
 - Chair, Business Law Section Healthcare Committee (2016-present)
 - Chair, Business Law Section Business Bankruptcy Committee, Programs Subcommittee (2010-2013)
 - Chair and previously Vice-Chair, Judicial Division Bench-Bar Bankruptcy Council (2007-2012)
 - Chair, Business Law Section Business Bankruptcy Committee, Secured Creditor Subcommittee
 - Chair, Business Law Section Business Bankruptcy Committee, Litigation Subcommittee
 - Chair, Business Law Section Business Bankruptcy Committee, Executory Contracts Subcommittee
 - Member, Business Law Section Business Bankruptcy Committee, Special Task Force on Bankruptcy Rule 2019 (2008)
- Member, Board of Directors, California Society for Healthcare Attorneys (2017-present)
- Member, Board of Editors, California Health Law News (2010-present)
- Co-Chair, American Bankruptcy Institute Healthcare Insolvency Committee (2003-2007)
- Board of Directors, Turnaround Management Association Southern California Chapter (2008-2010) and Program Chair (2008)
- Financial Lawyers Conference, Board of Governors (2011)

Areas of focus

Practices

- Creditor and Equity Committee Representation
- Cross-Border Restructuring Matters
- Debtor Representation
- Distressed M&A, Investing and Debt Trading
- Insolvency Litigation and Enforcement
- Out-of-Court Restructurings and Work-outs
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Government
- Life Sciences and Health Care

- Cannabis

Region

- United States
- Los Angeles

Education

- George Washington University School of Law, 1985, JD
- Georgetown University, 1983, MA
- United States Military Academy, 1977, BS

Admissions and qualifications

- California
- Pennsylvania

Sam J. Alberts

Partner



Partner

Washington, DC
D +1 202 408 7004

sam.alberts@dentons.com

Overview

Sam J. Alberts is a partner in Dentons' Restructuring, Insolvency and Bankruptcy group. Ranked by *Chambers USA* for the twelfth consecutive year, Sam has extensive experience in both in- and out-of-court restructurings, in the United States and abroad. Named in *Best Lawyers in America* (2020) for the tenth consecutive year, Sam is well-known for his work representing clients in high-value restructurings, investigations, workouts, litigation and sale transactions. Sam has served as and represented trustees in bankruptcies, as well as creditors, debtors, and other parties, including governmental and quasi-governmental entities. Recommended by *The Legal 500 US*, Sam has extensive work experience with respect to distressed financial institutions, pensions and healthcare.

Experience

- **Verity Health System** (Chapter 11 - Los Angeles, California). Serving as counsel to the debtors, a large California-based health care system, in the second largest chapter 11 hospital bankruptcy in American history, filed in the US Bankruptcy Court for the Central District of California (Los Angeles) on August 31, 2018. Issues include the marketing and sale of 6 hospitals and related assets, debtor in possession financing of \$185 million, resolving labor issues and collective bargaining agreements, and the treatment of hundreds of millions of dollars of claims arising in connection with pension plans.
- **Astria Health** (Chapter 11 - Washington). Representing Astria Health System in a recent filing of 13 related chapter 11 cases. Located in Yakima, Washington, the health system includes three operating acute care hospitals.
- **International Finance Corporation - World Bank Group**. Leads the firm's panel representation for IFC with respect to various workouts across the globe, including the Juan Santamaria Airport, Costa Rica, which received IFC's Award for Best Recovery for FY 2010.
- **United States Department of the Treasury** (Washington, DC). Special Master to the Treasury Department on applications for suspensions to financially distressed multiemployer pension plans under the Multiemployer Retirement Act (MPRA) of 2014.
- **Federal Deposit Insurance Corporation (FDIC)** in First NBC Bank (Louisiana), Washington Mutual Bank

(WAMU) (Delaware), K Bank (Maryland), First Regional Bank (California), Corus Bank (Illinois), Capital Bancorp (Michigan) and Image Master (Washington, DC). These in- and out-of-court matters have included investigations of potential director and officer liability claims, liquidations of bank assets, multi-million dollar tax claim recovery litigation and other matters.

- **Puerto Rico.** Represented the Fiscal Agency and Financial Advisory Authority and the Government Development Bank for the Commonwealth of Puerto Rico in its restructuring advice prior to Commencement of Title III and VI proceedings under PROMESA.
- **The City of Detroit, Michigan, Chapter 9 (E.D. Michigan).** Represented the Official Committee of Retirees in the largest municipal bankruptcy case in US history. The Committee represented approximately 23,500 retirees who held more than \$9 billion in claims for pension and other post-employment benefits, including health care. The representation resulted in the protection of almost all pension benefits and continued health care benefits under first-of-kind municipal retiree voluntary employment benefit association (VEBA) trusts.
- **Hovensa LLC, Chapter 11 (St. Croix).** Counsel to the Plan Trustee (previously the Official Committee of Unsecured Creditors of Hovensa LLC), which had been the second largest oil refinery and terminal facility in the North Hemisphere. Unsecured claims in the case total more than \$2 billion. Issues involve the sale of assets, assessment of insider claims and related causes of action. This deal won Private Equity Turnaround of the Year award by the Global M&A Network in association with ArcLight, and thus far has resulted in 100% distributions to trade creditors.
- **Greater Southeast Community Healthcare Corporation. et al. and The DCHC Liquidating Trust, Chapter 11 (Washington, DC).** Represented the Official Committee of Unsecured Creditors during bankruptcy and, post-confirmation, served as the Plan Trustee in one of the largest restructuring matters ever filed in the District of Columbia. The cases involved five failed hospitals and a management company and led to multi-million dollar recoveries from the sale of assets and claims for director, officer and third party malfeasance, as well as fraudulent conveyance and other avoid actions.
- **Arcapita, Chapter 11 (S.D. New York).** Represented two non-U.S. financial institutions in this first-of-its-kind bankruptcy of a Middle Eastern bank on issues involving Sharia financing.
- **European Investment Bank (EIB) (Europe).** Advised EIB on a \$1 billion financial transaction with Ford (Europe) at a time when the automobile industry was in significant financial distress.
- **Kodak, Chapter 11 (S.D. New York).** Represented the Pension Benefit Guaranty Corporation (PBGC) individually and on the Official Committee of Unsecured Creditors. The PBGC held a claim of more than \$1 billion, which was preserved and protected.
- **Nuo Therapeutics Inc., Chapter 11 (Delaware).** Representing Nuo Therapeutics Inc., a publicly traded biomedical wound care company, in its Chapter 11 proceedings.
- **New York University and NYU School of Medicine.** Representation of NYU and NYUSOM on several in- and out-of-court restructuring and litigation matters.
- **The Clare at Water Tower, Chapter 11 (N.D. Illinois).** Represented the Official Committee Unsecured Creditors (and Residents), which resulted in the successful sale of one of the most valuable continuing care retirement communities (CCRC) in the United States and the protection of residents' interests.
- **Middlebrook Pharmaceuticals, Chapter 11 (Delaware).** Represented the Official Committee of Creditors, which resulted in the sale of assets and 100% plus recovery to unsecured creditors.
- **Allegheny Health, Education and Research Foundation (AHERF), Chapter 11 (W.D. Pennsylvania).** Represented the Commonwealth of Pennsylvania in one of the largest hospital system bankruptcy cases in US history.
- **Lehman Brothers.** Represented various creditors against Lehman Brothers entities in the United States, England and the Netherlands.
- **Refco, Chapter 11 (S.D. New York).** Represented creditors holding approximately \$100 million in claims.

- **Mirant**, Chapter 11 (N.D. Texas). Represented Mirant and its affiliates in one of the largest energy bankruptcy cases filed in the United States.
- **Response Oncology, Inc.**, Chapter 11 (W.D. Tennessee). Represented the debtor, a nationwide group of oncology practices, in its restructuring and ultimate sale of assets.
- **Computer Learning Centers**. Represented SLM Corp. (Sallie Mae) in one of the largest educational bankruptcy case filings in the United States. Assisted SLM on recovery of millions of dollars in claims.
- **MSCi, Inc.**, Chapter 11 (Baltimore, MD). Represented the Official Committee of Unsecured Creditors in the reorganization of MSCi, a publicly traded audio-visual integration company.

Recognition

Honors and Awards

- *Chambers USA*, 2005–present
- *Best Lawyers in America* for Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law and Litigation - Bankruptcy, 2010–present
- *The Legal 500 US*, 2015–2016
- The M&A Advisor's 2014 Restructuring of the Year Award (City of Detroit Chapter 9)
- *The Deal Pipeline's* "Top Bankruptcy Lawyers" league table, 2015–present
- *Benchmark Litigation* as a "Local Litigation Star" in the District of Columbia, 2015-2016
- *Northern Virginia Magazine's* Top Lawyer listing, 2016
- *The Washingtonian* magazine's Best Lawyers list, 2011–present
- Martindale Hubbell A/V, 2003–present
- Top Lawyer, Bankruptcy, by *The Washington Business Journal*, 2006 and 2007 (finalist 2008)

In the Media

- "Astria Health receives approval for new financing," *Yakima Herald*, December 19, 2019
- "Judge in Astria bankruptcy case orders company to provide ICU nurses," *Yakima Herald*, May 29, 2019
- "Washington's Astria Health Files for Ch. 11," *The Deal*, May 7, 2019
- "Líder de la Cámara de Comercio destaca importancia crucial de foro en desarrollo a pesar de protesta (Leader of the Chamber of Commerce forum highlights crucial importance of developing despite protest)," *Primera Hora*, August 31, 2016
- Guest, "The White House and Congress Debate Efforts to Address Puerto Rico's Growing Economic Crisis," *The Diane Rehm Show*, NPR, February 03, 2016
- "Citing Possible Collusion Between Governor Mapp And ArcLight, Judge Pushes HOVENSA Case To December 17," *The Virgin Islands Consortium*, November 20, 2015
- "Detroit Pension Proposal Gets an Angry Reception," *The New York Times*, May 21, 2014
- "Detroit Union Group Agrees to Add Cash to Grand Bargain Bankruptcy Deal," *Detroit Free Press*, May 20, 2014

- "Detroit Retiree Committee Reaches Deal on Pensions, Healthcare," *Reuters*, April 26, 2014
- "Judge Allows Legal Challenge to Detroit's Plans to Cut Retiree Health Benefits," *Detroit News*, November 4, 2013
- "Unfinished Business," *The Wall Street Journal*, October 21, 2011
- Guest, "Should States be Allowed to Declare Bankruptcy?" Fox News segment, January 31, 2011
- Guest, "Government Regulation of Executive Compensation," Atlantic Television Network segment, August 2009

Insights

- Contributor, "Doing Business 2016: Measuring Regulatory Quality and Efficiency", 13th ed. *World Bank Group*, October 27, 2015.
- Co-author, "When Your Oil And Gas Operator Goes Bankrupt," *Law360*, June 4, 2012
- Co-author, "Case Study: Jefferson County," *Law360*, January 23, 2012
- Co-author, "Restructuring Municipalities: A Primer for the Potentially Approaching Storm," *The National Law Journal*, February 21, 2011
- Co-author, "Healthcare Cases—Get Thee to a Specialist, Stat," *The Bankruptcy Strategist*, November/December 2008
- Author, "After Takeover Comes the Hard Part," *The Atlanta Journal-Constitution*, September 2008
- Co-author, "Enhancing Value Without US Tax Consequences Through Restructuring," *White & Case Global Tax Report*, September 2008
- Co-author, "Foreign Debtors Beware! Globopar Recognizes That You May Be Hauled into a US Bankruptcy Case Involuntarily," *American Bankruptcy Institute Journal*, March 2005
- Co-editor, *Health Care Insolvency Manual*, 2nd Edition, American Bankruptcy Institute, 2005
- Contributing author, *Mid-Atlantic Institute on Bankruptcy and Reorganization Practice*, 1996 – 2001

Activities and Affiliations

Presentations

- Speaker, "Eye on Bankruptcy Series," American Bankruptcy Institute, December 2017
- Moderator, "Puerto Rico, 'Super Chapter 9' and the Future of Sovereign Debt: A Canary in a Coal Mine?" ABI Winter Leadership Conference, Rancho Palos Verdes, CA, December 2, 2016.
- Presenter and Panelist, "A Walk Through P.R.O.M.E.S.A. and the Detroit Experience," 1st PROMESA Conference, Puerto Rico Chamber of Commerce, San Juan, PR, August 31, 2016.
- Event Moderator and Panel Moderator, "Creative Solutions for Financially Challenged Municipalities," Municipal Restructuring and Reform Series, Dentons US LLP, New York, NY, October 29, 2015.
- Presenter, "The Insolvency of Government Bodies," International Association of Insolvency Regulators - The World Bank, Washington, DC, September 10, 2014.
- Moderator, "Evolving Labor Issues in Chapter 11," ABI webinar, May 23, 2012.
- Speaker, "Intercreditor Issues in Complex Bankruptcies," ABI 30th Annual Spring Meeting, National Harbor,

MD, April 21, 2012.

Areas of focus

Practices

- Banking and Finance
- Litigation and Dispute Resolution
- Real Estate
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Financial Institutions
- Government
- Infrastructure and PPP
- Life Sciences and Health Care
- Energy

Education

- George Washington University School of Law, 1992, JD, with Honors
- New York University, 1987, BA, *cum laude*

Admissions and qualifications

- District of Columbia
- Washington
- US Bankruptcy Court for Maryland
- US Court of Appeals for the District of Columbia Circuit
- US Court of Appeals for the Fourth Circuit
- US Court of Appeals for the Ninth Circuit
- US Court of Federal Claims
- US District Court for the District of Columbia
- US District Court for the District of Maryland
- US District Court for the Eastern District of Virginia
- US District Court for the Western District of Virginia
- US District Court for the Western District of Washington

Claude D. Montgomery

Partner



Partner

New York

D +1 212 632 8390

claudemontgomery@dentons.com

Overview

Claude D. Montgomery is a partner in Dentons' New York office and a member of the Restructuring, Insolvency and Bankruptcy practice group. He has been a member of the Global Executive and Compensation Committees and is the legacy past managing partner of the New York Office. He was also the global head of the Reorganization, Restructuring, and Insolvency practice group at Salans LLP and a member of its Global Banking and Finance group.

Claude is "acclaimed as 'a highly skilled lawyer and a great case manager'" by *The Legal 500 US*. He is an experienced litigator at both the trial and appellate level, and specializes in business reorganizations and municipal restructurings. His business reorganization clients include lenders; debtors; official Chapter 11 and Chapter 9 creditor and retiree committees, and chapter 11 equity committees; indenture trustees; Chapter 7 and 11 trustees; asset buyers; and committees of corporate directors and officers. His hotel industry clients have included owners, operators, leasees and franchisees of hotel properties.

Experience

- Represented the Official Retiree Committee in Detroit, Michigan's Chapter 9 municipal debt adjustment proceedings. This representation was honored by *The M&A Advisor* with the 2014 "Restructuring of the Year" Award.
- Represented the Fiscal Agency and Financial Advisory Authority (AAFAF) for the Commonwealth of Puerto Rico in its restructuring advice prior to Commencement of Title III proceedings under PROMESA by the U.S. President's appointed Financial Oversight and Management Board of Puerto Rico.
- Represented the Official Retiree Committee for Allis-Chalmers Corporation in its ground breaking multi-national Chapter 11 reorganization case.
- Represented Gibson Brands Inc. as Special Overseas Insolvency Coordinating Counsel in Chapter 11 reorganization case.
- Representing Japanese mobile device manufacturer in restructuring Swedish law contract with distressed multinational logistics company with relevant operations in the Czech Republic, Netherlands, Singapore and the United States.

- Representing Hong Kong based retailer distributor in Nine West chapter 11 reorganization case.
- Representing Hong Kong energy company in Transmeridian Exploration reorganization case as bondholder, disputed creditor and competing Chapter 11 buyer for Kazakhstan assets.
- Representing Russian space technology company in Sea Launch US reorganization case as investor and technology supplier
- Representing China joint venture fund liquidator in fraud investigation of US manager
- Representing two Scandinavian Banks regarding Lehman Brothers in the US Reorganization and UK and Swiss Administration cases as creditors and OSLA and ISDA counterparties.
- Representing a Scandinavian Bank regarding enforcement of Master Whole Loan Repurchase Agreement from Chapter 11 seller
- Representing a Scandinavian Bank regarding restructuring secured hotel/condominium projects
- Representing the Turkish SDIF in insolvency planning relating to pursuit of assets of shareholders involved in a bank fraud
- Representing Telsim Telekomunikasyon by appointment from Turkish SDIF in Motorola v. Telsim regarding enforcement of Swiss Arbitration Award
- Representing Caribbean hotel and casino developer in debt work and partnership restructuring
- Representing Scandinavian bank in liquidity facility workout and structured finance termination
- Recent reorganization and bankruptcy cases: Verity Health Systems of California, Inc. (Debtors' prepetition debt restructuring and DIP financing counsel); Gibson Brands, Inc. (Debtors' Special Coordinating Overseas Insolvency Counsel); Nine West (Hong Kong retailer and Asia Distributor); SunEdison (UK joint venture purchaser of Spanish solar energy generation business) Sea Launch Company (investor and technology supply creditor); Transmeridian Exploration (Bondholder and potential asset purchaser); Lehman Brothers (ISDA and repurchase agreement creditors); Christian Bernard (parent company); Collins & Aikman (Supplier); Atlantic Gulf Communities Corp. (Lender Group); Owens Corning (Lender); Adelphia Communication (Lender); MSCP Holding (Equity Committee); Key3Media (Committee Member); Regal Cinema (Indenture Trustee); Pillowtex (Indenture Trustee); Cellnet (Indenture Trustee)
- Select litigation experience: Boeing v. Energia Logistics (C.D. Cal.); In re City of Detroit (B.E.D. Mich.); Uzan v. Vodafone (N.Y. Sup. Ct.); Uzan v. Telsim (N.Y. Sup. Ct.); Oxus Gold v. Barbanel (D. N.J.); Hechinger v. GECC (D. Del.); Eden Toys v. Miller (B.S.D.N.Y.); Renaissance Cruise Lines v. Flosse (B.M.D. Fla.); Cohen v. Forman (B.S.D.N.Y.); 800 Canal Street v. Sonesta (Arbitration); Dunes Hotel Assoc. v. Hyatt (Arbitration)
- Recent mediation experience: Ames Dept. Stores (B.S.D.N.Y.) (preference cases)

Recognition

Honors and Awards

- Recommended by *The Legal 500 US* (2015-2016)
- Co-led team recognized by *The M&A Advisor's* 2014 Restructuring of the Year Award (City of Detroit Chapter 9)
- Recognized with the Martindale-Hubbell AV Preeminent Rating, Martindale-Hubbell's highest ranking in both legal ability and ethical standards (1995-2015)
- Led team recognized by *The M&A Advisor* 2011 Distressed Turnaround Cross Border Transaction of Year (Sea Launch Chapter 11)

- Recognized for Bankruptcy in *Super Lawyers* magazine (2006-2018)
- AV Preeminent rating by Martindale-Hubbell (2013-2018)

Insights

- "Dentons advises Gamma Energy on Stokes Marsh solar PV acquisition," *Dentons client alert*, May 19, 2017
- Co-author, "Puerto Rico: Is the Sovereign in or out of the Dollar Zone?," *Eurofenix*, Autumn 2015
- "New Developments: Plan Process - Voting and Conformation," *Current Bankruptcy Developments*, Practising Law Institute, 2001
- "Solicitation Under Section 1125 of the Bankruptcy Code: Century Glove and the First Amendment," *Seton Hall Law Review*, 1993
- "The Impact of the Collective Bargaining Agreement On The Corporate Reorganization Process in Chapter 11 of the Bankruptcy Code," *Labor Law Development*, 1985
- "Rejection of Collective Bargaining Agreements During Chapter 11 Proceedings Under the U.S. Bankruptcy Code," Practising Law Institute, ERISA and Bankruptcy, 1983

Activities and Affiliations

Presentations

- Panel Member, ABA Business Bankruptcy Committee, "Municipal Insolvencies in the Aftermath of Puerto Rico," National Conference of Bankruptcy Judges, San Antonio, TX, 2018
- Panel Member, "I Spy and the Limits of Private Investigation for Lawyers" INSOL Europe, Athens, Greece, 2018
- Panel Moderator, "Creative Solutions for Financially Challenged Municipalities," Municipal Restructuring and Reform Series, Dentons US LLP, Chicago, IL, November 5, 2015
- Panel Moderator, "Hot Topics, Legal Issues and Uncertainties Surrounding the Rights of Parties in a Municipal Insolvency, Including Chapter 9," Municipal Restructuring and Reform Series, Dentons US LLP, New York, NY, October 29, 2015
- ACB Fifth Circuit Panel on Chapter 9 municipal bankruptcy and restructuring, Seminar co-hosted by United States Court of Appeals for the Fifth Circuit and the American College of Bankruptcy, New Orleans, May 2014
- Panelist, "Obamanomics and the Future of Bankruptcy Judges," National Conference of Bankruptcy Judges, Las Vegas, October 2009
- International Society of Hospitality Consultants, Budapest, 2001
- Association of the Bar of the City of New York, New York, 1993
- Pacific Coast Labor Law Symposium, Seattle, 1989
- Practising Law Institute, New York, 1983; San Francisco, 1986; New York, 1994; New York, 2001
- American Bar Association, Labor Section, Chicago, 1985
- AFL-CIO Lawyers Conference, 1981, 1982, 1986

Memberships

- International Insolvency Institute, Member
- American Bankruptcy Institute, Member
- INSOL Europe, Member
- International Society of Hospitality Consultants, Member (1995-2016)
- American Bar Foundation, Member
- American Bar Association, Member
- Committee on Bankruptcy and Corporate Reorganization, Association of the Bar for the City of New York, Member (1991–1993)

Prior and Present Employment

Claude joined Salans (now Dentons) from Phillips Lytle Hitchcock Blaine & Huber where he was a member of the Governing Committee. He is a past Vice Chair of the Ethics Subcommittee for the ABA Business Bankruptcy Committee, Business Law Section and a past Vice-Chair and Chair of the European Working Group for the International Bankruptcy Subcommittee 2002-2004. Claude was also Vice-Chair of the Avoiding Power Subcommittee, ABA Business Bankruptcy Committee, Business Law Section from 1997-1999.

Areas of focus

Practices

- Banking and Finance
- Litigation and Dispute Resolution
- Restructuring, Insolvency and Bankruptcy
- Cross-Border Restructuring Matters
- Distressed M&A, Investing and Debt Trading
- Financial Institution Insolvency
- Insolvency Litigation and Enforcement

Industry sectors

- Aviation and Aerospace
- Commercial Banks
- Hotels
- Hotels and Leisure
- Investment Banks and Broker Dealers

Education

- Stanford University, 1978, JD

- Brown University, 1975, BA, double major in History and Economics

Admissions and qualifications

- Michigan
- New York
- US Court of Appeals for the District of Columbia Circuit
- US Court of Appeals for the First Circuit
- US Court of Appeals for the Second Circuit
- US Court of Appeals for the Sixth Circuit
- US Court of Appeals for the Third Circuit
- US District Court for the District of Connecticut
- US District Court for the Eastern District of Michigan
- US District Court for the Eastern District of New York
- US District Court for the Southern District of New York
- US District Court for the Western District of Michigan
- US Supreme Court

Oscar N. Pinkas

Partner



Partner

New York

D +1 212 768 6701

oscar.pinkas@dentons.com

Overview

Oscar is a Global Leader in Dentons' Restructuring, Insolvency & Bankruptcy practice. He represents clients in and out of court in underperforming, distressed, workout, receivership, insolvency and bankruptcy situations involving strategic, operational, or financial issues, with an emphasis on M&A, equity or debt financing transactions.

Clients include investors, purchasers, lenders/agents, indenture trustees, estate fiduciaries, committees and debtors. As a result of his multi-faceted practice, Oscar is able to anticipate and navigate the interests of competing constituencies for the benefit of clients. Known for his creativity, ability to execute and practicality, Oscar is frequently called upon by clients in situations that are unique, sensitive or complex. Clients describe him as an "out of the box thinker" and a "pleasure to work with," guarding their interests at every turn.

Oscar has received several accolades, including being named a 40 Under 40 Leader in Insolvency by the *American Bankruptcy Institute*, an Emerging Leader in M&A, Financing and Turnaround by *The M&A Advisor*, a Top 50 Rising Star Dealmaker in the Americas by *Global M&A Network*, a Top Rated Bankruptcy Attorney by *Super Lawyers*, and a Top Attorney Under 40 by *Bankruptcy Law360*. Restructurings or transactions he has been at the center of have received equal praise as Out of Court Restructuring of the Year or Cross-Border Turnaround of the Year by *Global M&A Network's Turnaround Atlas Award*, and M&A Deal of the Year, Restructuring Deal of the Year or Industry Deal of the Year by *The M&A Advisor*.

Experience

Cases and matters Oscar has been heavily involved in include: Accuride, ATP-UK, bebe stores, CIT Group, Fontainebleau, Gasfrac Energy, Global A&T Electronics, Lehman Brothers, Magnetation, Mesabi Metallics, Movie Gallery, NewComm Wireless, Ranger Offshore, Refco, Sanjel, Sea Containers, Toys "R" Us, Tropicana Entertainment, Walter Energy, Westpoint Home and Young Broadcasting. Representative engagements are below.

Investor

- Automotive: Represented purchaser in take-private transaction that closed simultaneously with a recapitalization, new financing and introduction of a new management team.

- Maritime: Represented purchaser in acquisition of barge fleet through an out of court restructuring. A consensual deal was obtained after acquiring a large stake in defaulted debt of the seller.
- Mining: Represented purchaser in acquisition of assets with a book value of \$750 million from mining company.
- Mining: Represented investor in acquisition of equity interest in mining company as part of a restructuring that discharged over US\$3.5 billion of debt.
- O&G: Represented purchaser in acquisition of liquefied petroleum fracking company for US\$100 million.
- Financial Services: Represented purchaser of US\$500 million of non-performing loans and REO properties.
- Financial Services: Represented acquiror of insolvent partner's interest in joint venture concerning MSRs.
- Hotel/Leisure: Represented investor in acquisition of controlling interest in casino enterprise valued in excess of US\$1 billion as part of restructuring that discharged over US\$2.4 billion of debt.
- Financial Services: Represented acquiror of equity interest in commercial lender with over US\$65 billion of assets.
- Real Estate: Represented investor in acquisition of stalled US\$2 billion hotel construction project.

Lender

- Financial Services: Represented hedge fund in six separate lending transactions to financial services companies.
- Retail: Represented lending syndicate in bridge financing to keep company out of bankruptcy and effectuate its restructuring to an online platform.
- O&G: Represented lending syndicate that received paydown of first-lien debt in restructuring and recapitalization of frac sand production company.
- Financial Services: Represented lenders with exposure to troubled servicer of residential and commercial loans.
- Real Estate: Represented debtor-in-possession lender in financing to fund bankruptcy proceeding of real estate development, which enabled a sale of the development for over US\$150 million.
- Hotel/Leisure: Represented lender in US\$150 million exit financing facility to consummate restructuring.

Indenture Trustee/Collateral Agent

- Retail: Representing DIP indenture trustee as foreign counsel across multiple European countries and Australia, including coordinating recovery on US\$455 million of notes in insolvency filings in several of those countries.
- Manufacturing: Represented indenture trustee as global counsel in the US, Europe and multiple Asian countries in issuance of US\$665 million of notes upon consummation of prepackaged plan of reorganization.
- Trust Services: Represented corporate trust services provider in sale of a portion of its trust business.
- Retail: Represented indenture trustee of jewelry store operator. Despite liquidation, bondholders were paid in full.

Cross-border

- Mining: Represented purchaser in the acquisition and restart of mines previously acquired for US\$3 billion. Since that time, all three mines have reopened, original investors took a large paydown in a partial exit, and

the company has refinanced with bank debt.

- O&G: Represented purchaser in US\$150 million cross-border acquisition of cementing and fracturing operations.
- O&G: Represented purchaser in US\$100 million cross-border acquisition of fracturing operations.
- Oilfield Services: Represented Canadian receiver of drilling services and equipment rental company in asset sale.
- O&G: Represented UK administrator of oil and gas producer regarding substantial claims against US affiliates.
- Financial Services: Represented German administrator regarding over US\$8 billion of claims against US affiliates.

Creditor and Equity Committees

- Automotive: Represented equity committee of manufacturer and supplier of commercial vehicle components. Waged a successful valuation fight, resulting in the issuance of warrants to equity holders.
- Shipping: Represented UK pension on official pensioners' committee in contested restructuring. Enhanced pensioner recoveries through issuance of Financial Support Directions creating joint and several liability of the debtors, the first ever issued by The Pensions Regulator of the United Kingdom.
- Manufacturing: Represented creditors' committee of manufacturer of electric generators and air compressors.

Company/Debtor

- TMT: Represented radio broadcast companies in their successful restructuring of over US\$800 million of debt. Highest value was obtained by terminating exclusivity and submission of competing plans of reorganization.
- Insurance: Represented reinsurance brokerage in extended negotiation of forbearance. As a result of extended negotiations, company was able to negotiate a reduced loan payment and sell assets to payoff the lender.
- TMT: Represented debtor in restructuring involving sale of substantially all assets that resulted in full payment to creditors and a significant recovery to equity holders.

Litigation

- Financial Institutions: Represented non-profit educational institution as defendant in litigation concerning the propriety of termination of interest rate swaps. Settled without admission of liability for nuisance value.
- Textiles: Represented purchaser in three litigations by second-lien lenders seeking majority of equity in the enterprise. Prevailed in all three litigations.
- Hotel/Leisure: Represented companies in litigation over ownership of trademarks they were operating under. Settled without admission of liability and retained ownership of trademarks for the companies' operations.

Recognition

Honors and Awards

Oscar has received several accolades for his accomplishments:

- "Outstanding Young Restructuring Lawyer", *Turnarounds & Workouts*

- "40 Under 40" Leader in Insolvency, *American Bankruptcy Institute*
- Emerging Leader in M&A, Financing and Turnaround, *The M&A Advisor*
- Top 50 Rising Star Dealmaker in the Americas, *Global M&A Network*
- Top Attorney in Bankruptcy, *Super Lawyers*
- Top Attorney Under 40, Bankruptcy, *Law360*
- Top 12 Young Restructuring Lawyer, *Turnarounds & Workouts*

Restructuring, M&A or lending transactions Oscar has been at the center of have also received several accolades:

- "M&A Deal of the Year (\$75M - \$100M)," *The M&A Advisor*
- "Distressed M&A Deal of the Year (Mid-Market)," *Global M&A Network Americas M&A Atlas Award*
- "Cross-Border Turnaround of the Year," *Global M&A Network's Turnaround Atlas Award*
- "Out of Court Restructuring of the Year," *Global M&A Network's Turnaround Atlas Award*
- "Restructuring Deal of the Year," *The M&A Advisor*
- "Materials Deal of the Year," *The M&A Advisor*
- "Consumer Discretionary Deal of the Year," *The M&A Advisor*
- "Community Impact Deal of the Year," *Global M&A Network's Turnaround Atlas Award*

Insights

Oscar stays current on developments in his areas of expertise. As a result, he is frequently sought out for commentary on cases or hot topics, and regularly speaks on panels regarding them. He also frequently publishes articles on the impact of significant changes in the law, including over 20 articles in the *ABI Journal*, the *New York Law Journal*, *Law360*, *ABF Journal* and *Private Debt Investor*.

Activities and Affiliations

Memberships

- ABI, ABA, AIRA, INSOL and TMA-NYC
- Member of an Advisory Board of the ABI
- Co-Chair of the ABA's Committee on Business Transactions
- Member of the Host Committee for the 9th Annual Resolve Gala. Resolve is a not for profit that provides grants to young entrepreneurs in social ventures that span the globe (73 countries) so that they can help millions of people.

Prior and Present Employment

- Prior to joining Dentons, Oscar served as judicial clerk to the Hon. Donald H. Steckroth, US Bankruptcy Judge for the District of New Jersey (Ret.)

Areas of focus

Practices

- Cross-Border Restructuring Matters
- Distressed M&A, Investing and Debt Trading
- Finance
- Insolvency Litigation and Enforcement
- Mergers and Acquisitions
- Out-of-Court Restructurings and Work-outs
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Hedge Funds
- Private Equity

Education

- Seton Hall University School of Law, 2006, JD, Publishing member, *Seton Hall Journal of Sports and Entertainment Law*
- Solvay Business School, Université Libre de Bruxelles (ULB), 2002, MBA, with honors
- Rollins College, 2001, BA, Economics

Admissions and qualifications

- Florida
- New Jersey
- New York
- US District Court for the District of New Jersey
- US District Court for the Eastern District of New York
- US District Court for the Southern District of New York

Robert B. Millner

Senior Counsel



Senior Counsel

Chicago

D +1 312 876 7994

robert.millner@dentons.com

Overview

Robert Millner practices in bankruptcy and commercial litigation. Ranked in *Chambers USA* since 2004, (Bankruptcy/Restructuring—Illinois), Robert is noted as “highly regarded by clients and peers, who say: ‘He is one of the most intelligent, far-seeing and academic attorneys I’ve ever met. He’s a brilliant person.’” (2017); (“accomplished in handling matters for clients in the insurance sector...his work is excellent.”) (2019).

Among other things, he represents financial institutions and insurance companies in significant bankruptcy litigation and lenders and debtors in complex real estate matters.

Robert is a frequent lecturer at major seminars and is author of numerous articles and papers on bankruptcy topics.

Experience

- Robert's representations include the Official Committee of Unsecured Creditors in the Federal Mogul bankruptcy in Delaware, and insurance carriers in several Catholic Church bankruptcies, and in the USA Gymnastics chapter 11 case pending in Indianapolis, Indiana.
- Robert has also represented insurance carriers in most of the major asbestos-related bankruptcies filed in the United States in the last decade, most recently in *In re: Budd Company* and *In re: Oakfabco*, in the Northern District of Illinois, in *In re The Fairbanks Company*, in the Northern District of Georgia.
- Robert has also represented a principal energy-contract counterparty in Enron in New York, significant landlords in retail and commercial bankruptcies, including the landlord in the Stonebridge bankruptcy (where the United States Court of Appeals for the 5th Circuit clarified letter of credit rights), major parties in interest in the SNTL bankruptcy (where the United States Court of Appeals for the 9th Circuit clarified guarantor rights), and the former chairman of the Board of Fruit of the Loom in Delaware.
- Robert has restructured a vast amount of mortgage debt on behalf of lenders to single-asset entities, and was counsel for the principal secured lender in the Carter Hawley Hale bankruptcy in Los Angeles, which involved a highly complex real estate restructuring, and was counsel for the same lender in other significant restructurings.
- Robert has handled cross-border matters both on the debtor side (representing a US flag carrier whose

principal routes were to South Africa) and the creditor side, including representation of the National Organization of Life and Health Guaranty Associations in the Confederation Life insurance insolvency in Toronto, Canada and Lansing, Michigan.

Recognition

Honors and Awards

- Ranked in Illinois for Bankruptcy/Restructuring by *Chambers USA* (2004-2019)
- Ranked by *The Best Lawyers in America* for Bankruptcy and Creditor Debtor Rights/Insolvency and Reorganization Law and Bankruptcy Litigation (2019-2020)
- Ranked in *Legal Leaders'* "Chicago's Top Rated Lawyers" for Bankruptcy and Commercial Litigation
- Recognized for Bankruptcy in *Super Lawyers* magazine

Insights

- Author of numerous other articles and papers, available on request.
- *Insurance Issues in Bankruptcy*. A Collier Monograph, Lexis Nexis, 2014

Activities and Affiliations

Memberships

- American Bar Association
 - Chair, Mass Tort Subcommittee, Business Bankruptcy Committee
 - Co-chair, Bankruptcy and Insolvency Committee, Litigation Section, 1992 – 1995, 2001 – 2004
 - Former Chair, Bankruptcy Insurance Committee
 - Former Vice-Chair, Task Force on Current Developments in Bankruptcy, Business Law Section
 - Vice-Chair, Joint Ad Hoc Committee on Bankruptcy Court Structure and Insolvency Process, 1993 – 1997
- Fellow, American College of Bankruptcy; Chair, International Committee
- Life fellow, American Bar Foundation
- Member, International Insolvency Institute
- Honorary overseas member, Commercial Bar Association, London

Prior and Present Employment

Robert served as law clerk to the late George C. Edwards of the United States Court of Appeals for the Sixth Circuit (1975 – 1976).

Areas of focus

Practices

- Capital Markets
- Corporate Governance
- Litigation and Dispute Resolution
- Mergers and Acquisitions
- Real Estate
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Financial Institutions
- Insurance

Education

- University of Chicago, 1975, JD, Member, *University of Chicago Law Review*
- Wesleyan University, 1971, BA, *magna cum laude*; Phi Beta Kappa

Admissions and qualifications

- Illinois
- US Court of Appeals for the Fifth Circuit
- US Court of Appeals for the Ninth Circuit
- US Court of Appeals for the Seventh Circuit
- US Court of Appeals for the Sixth Circuit
- US Court of Appeals for the Third Circuit
- US District Court for the Eastern District of Wisconsin
- US District Court for the Northern District of Illinois
- US District Court for the Northern District of Illinois, Trial Bar
- US Supreme Court

Arthur H. Ruegger

Senior Counsel



Senior Counsel

New York

D +1 212 768 6881

arthur.ruegger@dentons.com

Overview

Arthur Ruegger is a member of Dentons' Restructuring, Insolvency and Bankruptcy practice. He practices in bankruptcy litigation, commercial litigation, securities litigation and arbitration.

Art has extensive experience in bankruptcy court adversary proceedings and other contested matters, securities regulatory proceedings, securities arbitrations, and a wide variety of commercial litigation in the federal and state courts. Art's areas of substantive concentration include avoidance actions; valuation contests; securities fraud; general securities law work, including broker/dealer regulation; and contract and corporate law.

Experience

Representative Experience

Art has represented numerous entities and individuals, including debtors, creditors, committees and financial advisors, in a variety of high-profile bankruptcy cases and related litigations, including:

- **City of Detroit, Michigan** (Bankr. E.D. Mich.): as part of the restructuring and litigation teams, represented the Official Committee of Retirees, with contested hearings on eligibility and restructuring.
- **Lehman Brothers v. Saint Louis University** (Bankr. S.D.N.Y.): leader of the team defending Saint Louis University in matters related to the termination of interest rate swaps.
- **In re Federal Mogul** (Bankr. D. Del.): part of the team representing the Official Committee of Unsecured Creditors in this asbestos-related auto parts manufacturer's reorganization.
- **Westpoint Stevens** (Bankr. D. Del.): part of the team defending the asset sale in bankruptcy.
- **Wave Division Holdings v. Highland Capital and Trimaran Capital** (Del. Chancery and Supreme Court): leader of the team defending Trimaran Capital Management in this contract and tort claim litigation.
- **Refco** (Bankr. S.D.N.Y.): leader of team representing estate administrator in various litigation and arbitration matters.

In addition, Art has represented various financial advisors as valuation and other expert witnesses, including the related document productions, depositions and hearing testimony, in a number of high-profile restructurings, including:

- Adelphia
- BearingPoint
- Capmark
- Charter Communications
- Chemtura
- Dynegy
- Exide Technologies
- Extended Stay
- Hawaiian Telecom
- Hayes Lemmerz
- Horsehead Holding
- Indianapolis Downs
- Smurfit Stone
- Tribune
- Tropicana

Activities and Affiliations

Presentations

- Speaker, "Taking and Defending Depositions," National Association of Chapter Thirteen Trustees Annual Seminar, August 2013

Areas of focus

Practices

- Commercial Litigation
- Financial Services Litigation
- Insolvency Litigation and Enforcement
- Litigation and Dispute Resolution
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Global Financial Services Firms

- Investment Banks and Broker Dealers

Education

- Fordham University, 1977, JD, *cum laude*
- Georgetown University, 1974, AB, *cum laude*

Admissions and qualifications

- New York
- US Court of Appeals for the Fourth Circuit
- US Court of Appeals for the Ninth Circuit
- US Court of Appeals for the Second Circuit
- US District Court for the Eastern District of Michigan
- US District Court for the Eastern District of New York
- US District Court for the Southern District of New York

Stephen J. O'Brien

Partner



Partner

St. Louis

D +1 314 259 5904

M +1 314 566 0468

stephen.obrien@dentons.com

Overview

Stephen is a veteran trial lawyer and economist who focuses his practice on complex commercial and regulatory matters, particularly involving economic or statistical analyses. In his more than 20 years of practice, Stephen has first-chaired 14 trials, 18 arbitration hearings, and more than 30 emergency hearings for temporary relief of an immediate problem, including requests for temporary restraining orders and preliminary injunctions.

In tandem with and complementing his legal practice, Stephen is dedicated to scholarly pursuits, particularly in the field of economics, in which he holds a PhD. He has taught in the Department of Economics at Washington University and, since 1996, has served as an adjunct professor at St. Louis University, teaching courses in Intermediate Microeconomic Theory and Law and Economics.

After graduating from Harvard Law School, Stephen served as a law clerk to Judge Sidney A. Fitzwater of the US District Court for the Northern District of Texas.

Experience

- **High-net-worth individual:** Served as lead trial attorney in a \$40 million dispute over a business valuation in the context of a divorce proceeding.
- **Agricultural company:** Advised and represented a Fortune 500 company regarding damages and financial issues in connection with a series of lawsuits resulting from a Ponzi scheme.
- **Insurance company:** Defending company and its retirement plan fiduciaries in an ERISA "whipsaw" class action challenging benefits paid out under a cash-balance pension plan.
- **Transportation network company:** Led a four-day preliminary injunction trial and subsequent lawsuit for the TNC in a matter involving regulatory requirements and their impact on the fast-developing peer-to-peer economy.
- **Commercial bank:** Represented a large national bank in a trust litigation regarding investment suitability decisions during global financial crisis.
- **Financial Services:** Negotiated a criminal plea and restitution agreement in a case arising from losses

sustained as a result of a Ponzi scheme involving certificate of deposit (CD) investments that went south during a financial crisis.

- **Life-sciences company:** Served as the lead attorney for the defense in a two-day damages trial in federal district court case brought by former executives alleging violations of the terms of a non-qualified plan deferred compensation plan.

Insights

- Co-author, "Arbitrage Risk and Market Efficiency-Applications to Securities Class Actions," *Santa Clara Law Review*, Vol. 55 No. 3, 2015
- "Illegal Insider Trading, Mergers and Market Efficiency", a dissertation submitted in partial fulfillment of requirements for Ph.D degree, University of North Carolina, Department of Economics (1995).

Activities and Affiliations

Memberships

- Member, Missouri Bar
- Member, Bar Association of Metropolitan St. Louis

Areas of focus

Practices

- Alternative Dispute Resolution (ADR)
- Commercial Litigation
- Competition and Antitrust
- Employment and Labor
- ERISA Litigation
- Financial Services Litigation
- Franchising and Distribution
- Internal Investigations
- Litigation and Dispute Resolution
- White Collar and Government Investigations

Industry sectors

- Diagnostic Companies
- Health Care
- Life Sciences and Health Care

Education

- University of North Carolina, 1995, PhD, Economics
- Harvard Law School, 1991, JD, *cum laude*
- Baylor University, 1985, BA, *magna cum laude*, Economics and Political Science

Admissions and qualifications

- Missouri
- Texas
- US Court of Appeals for the Eighth Circuit
- US Court of Appeals for the Fifth Circuit
- US Court of Appeals for the Fourth Circuit
- US Court of Appeals for the Ninth Circuit
- US Court of Appeals for the Sixth Circuit
- US District Court for the Central District of Illinois
- US District Court for the Eastern District of Arkansas
- US District Court for the Eastern District of Missouri
- US District Court for the Southern District of Illinois
- US District Court for the Western District of Arkansas

Michael R. Maryn

Partner



Partner

Washington, DC

D +1 202 408 6436

michael.maryn@dentons.com

Overview

Michael Maryn is a partner in Dentons' Pension, Benefits and Executive Compensation practice, with extensive experience in all aspects of employee benefits and executive compensation.

Michael routinely counsels clients in the design and administration of qualified retirement plans, including 401(k), profit sharing, employee stock ownership plans (ESOPs) and defined benefit plans. Michael frequently negotiates administrative services agreements as well as investment advisory and investment management agreements. He also counsels plan fiduciaries with respect to their fiduciary responsibilities.

In the executive compensation area, Michael represents and counsels both employers and executives in negotiating employment agreements, change of control (parachute) agreements, severance agreements and retention agreements.

Michael also counsels employers in the design and implementation of nonqualified deferred compensation arrangements, including compliance with Section 409A of the US Internal Revenue Code, and of equity incentive plans, including stock options, restricted stock, stock appreciation rights, phantom stock, deferred stock and other performance awards. He has extensive experience handling equity and cash incentive arrangements for partnerships and limited liability companies, including arrangements utilizing profits interests and tiered partnership structures.

Michael represents tax-exempt organizations with respect to their unique executive compensation issues, including designing and implementing 403(b) annuity plans and 457 plans, as well as advising tax-exempt organizations and their boards concerning all aspects of executive compensation.

With a substantial track record addressing the Employee Retirement Income Security Act (ERISA), Michael has handled a range of issues arising in connection with investment fund formation and operation, including transactional experience involving real estate operating companies and venture capital operating companies, private equity funds and mortgage- and other asset-backed securities pools. He counsels insurance companies and financial institutions concerning prohibited transaction and fiduciary responsibilities in connection with product design, sales practices, compensation structure and service arrangements. Furthermore, he represents clients in connection with fiduciary responsibility and prohibited transaction issues involving mergers and acquisitions, corporate control and leveraged ESOP transactions.

Michael is a frequent speaker and has authored numerous articles on ESOPs, nonqualified deferred compensation plans, equity-incentive compensation and employee benefits case law developments.

Activities and Affiliations

Presentations

- "Ins and Outs of Granting Equity to Employees of LLCs and Partnerships," 31st Annual National CLE Conference: Employee Benefits, Vail, CO, January 2014
- Panelist, "409A Compliance and Correction: Continued Guidance and Lingering Issues in Administering Plans and Avoiding Operational and Documentary Failures," American Conference Institute (ACI) Employee Benefit Plans Conference, New York, NY, May 2013
- "Moving Ahead for Progress in the 21st Century (MAP-21)," ALI-CLE Course of Study: Pension, Profit Sharing, Welfare, and Other Compensation Plans, San Francisco, CA, March 2013
- "So, You Have an Error in Your Non-Qualified Deferred Compensation Plan: What to Do," 30th Annual National CLE Conference: Employee Benefits, Snowmass, CO, January 2013
- "Correcting Section 409A Errors," 29th Annual National CLE Conference: Employee Benefits, Snowmass, CO, January 2012
- "Non-Qualified Deferred Compensation from Tax Indifferent Parties (Code § 457A)," 28th Annual National CLE Conference: Employee Benefits, Vail, CO, January 2011
- Panelist "Cash Balance Plans: Keeping Pace with the Changing Requirements," American Conference Institute (ACI) Employee Benefit Plans Conference, New York, NY, May 2010
- "Severance and Retention Plans: Practical Considerations," University of Missouri-Kansas City 24th Annual Employee Benefits Institute, Kansas City, MO, April 2010
- "New Developments in Employee Benefits Litigation," 39th Annual Retirement and Benefits Management Seminar sponsored by the University of South Carolina's Moore School of Business, Charlotte, NC, April 2010

Memberships

- American College of Employee Benefits Counsel
- American Bar Association, Tax Section
- Employee Benefits Committees

Areas of focus

Practices

- Employment and Labor
- Employment Disputes
- ERISA Litigation
- Executive Employment and Severance Agreements

- Executive Compensation
- Government and Public Sector Plans
- Health and Welfare Benefits
- Investment Funds and Income Trusts
- Multiemployer Plans (MEPPs/Industry-Wide Plans)
- Partnerships and Other Pass-Through Entity Taxation
- Pensions, Benefits and Executive Compensation
- Pensions and Benefits Disputes
- Pensions and Benefits in Transactions and Reorganizations
- Pensions and Retirement Plans
- Plan Fiduciary Advice, Funding and Investments
- Plan Governance
- Real Estate
- Share Schemes and Equity/Stock-Based Incentive Plans
- Venture Technology and Emerging Growth Companies

Industry sectors

- Insurance
- Life Sciences and Health Care
- Private Equity

Education

- Columbus School of Law, The Catholic University of America, 1989, JD
- University of Maryland, 1983, BS, Economics; *magna cum laude*; with high honors

Admissions and qualifications

- District of Columbia

Bruce C. Davison

Partner



Partner

Kansas City

D +1 816 460 2514

M +1 816 728 9056

bruce.davison@dentons.com

Overview

Bruce Davison is a partner in the Tax practice, which was recognized by *The Legal 500* in 2019 for outstanding work in non-contentious tax. Bruce practices primarily in the areas of taxation of mergers and acquisitions, limited liability companies and S corporations, real estate and exempt organizations. He has served as lead counsel and as tax counsel in numerous transactions involving public companies and has obtained private letter rulings from the US Internal Revenue Service (IRS) with respect to such transactions.

Bruce represented the distributing corporation in the first "cash rich spinoff" about which Robert Willens, a leading tax commentator, publicly stated: "It's going to be one of the five or six greatest tax transactions ever. It's never been done before. It's very bold, very imaginative and very creative."

In transactions involving private companies, Bruce's work focuses on the corporate and tax aspects of private equity transactions, including the financing of such transactions. He has structured and advised limited liability companies with multiple classes of ownership interests, complex allocations of taxable income and loss and corresponding distribution provisions. In the exempt organization area, Bruce has represented the Greater Kansas City Community Foundation from its inception, two of the 20 largest private foundations in the United States, and two charitable remainder trusts each with assets in excess of US\$1 billion. He obtained a private letter ruling from the Internal Revenue Service authorizing the Community Foundation to own and operate the Kansas City Royals. He also obtained a private letter ruling from the IRS permitting a charitable remainder trust to use an offshore subsidiary to avoid unrelated business taxable income.

Bruce has been recognized in *Chambers USA*, *Best Lawyers in America* (including as a 2019 "Lawyer of the Year"), and Missouri "Super Lawyers."

Recognition

Honors and Awards

- Ranked, *Chambers USA: America's Leading Lawyers for Business*, Corporate/M&A, Missouri, 2009–2018
- Listed, *The Best Lawyers in America* (including as a 2019 "Lawyer of the Year"), Non-Profit/Charities Law,

Tax Law

- Ranked, *Legal 500 US*, Non-Contentious Tax, 2019

Areas of focus

Practices

- Taxation in Mergers and Acquisitions
- Corporate Taxation
- Joint Ventures
- Partnerships and Other Pass-Through Entity Taxation

Issues and opportunities

- Global tax guide to doing business in...

Education

- Georgetown University Law Center, 1975, JD
- The University of Kansas, 1972, BA, Economics

Admissions and qualifications

- Missouri
- US District Court for the Western District of Missouri
- US Tax Court

Languages

- English

Scott Brian Clark

Partner



Partner

New York

D +1 212 768 5375

M +1 914 843 3053

scott.clark@dentons.com

Overview

Scott Brian Clark is a partner and senior member of Dentons' Tax practice, where he focuses on state and local tax planning, audits, appeals and litigation. He also chairs Dentons' national Multi-State Tax practice. For the last 30 years Scott has been at the forefront of the state and local tax world. He is well versed in the intricacies of state tax planning, audits, tax litigation and legislation. He has handled a wide variety of cases and issues for ultra high net worth individuals, prominent entertainers and significant US and multinational corporations throughout the world.

Scott has been integrally involved with cutting-edge state tax issues, serving as an initial drafter of the early white papers on the taxation of e-commerce, technology and communications. He was involved in the formation and activities of the Congressional Advisory Commission on Electronic Commerce, as well as similar previous efforts at the National Tax Association and various commissions and industry groups at the state level, particularly in New York, Texas, California and Connecticut. He has also worked extensively with the Multistate Tax Commission and the Federation of Tax Administrators in Washington, DC, to resolve substantial national tax issues.

Scott has served as board member, officer or chair of numerous key organizations throughout the country focused on tax, legal and business issues.

Insights

- Senior editor, *State Tax Lawyer*, American Bar Association
- Board of editors, Connecticut Bar Journal

Activities and Affiliations

- Certified Public Accountant, New York State

Presentations

- Presenter, "Tax Ethics," Tax Executive's Institute ("TEI") Annual Westchester-Fairfield Tax Day Meeting, May

2017

- Presenter, "The Leading Edge of State Tax Controversy: Dominant Cases and Issues from Around the Country," TEI New Jersey Chapter, February 2016
- Presenter, "The State of Privilege," TEI Annual Conference, October 2016
- Presenter, "The Leading Edge of State Tax Controversy," Stamford Tax Association, May 2016
- Presenter, "State Tax Audit Issues," COST & Canada CPA Society, Forum on U.S. State & Local Taxes for Canadian Companies, June 2015
- Presenter, "Sales Tax Treatment of Cloud Computing, Digital Products and Related Services," North Eastern State Tax Officials Organization, NESTOA, September 2015
- Presenter, "How Wynne Affects Personal Income Tax Filings," New York City Bar Association, September 2015
- Presenter, "The Leading Edge of State Tax Controversy: Apportionment and Due Process," TEI NJ Chapter, November 2014
- Presenter, "The Devil's in the Details: Calculating Apportionment Factors," TEI Annual Conference, November 2014
- Presenter, "NYS Residency Audits," NESTOA, September 2014
- Presenter, "Ethics," TEI Annual Westchester-Fairfield Tax Day Meeting, May 2014
- Presenter, "Nexus: The Current Landscape from a Personal Jurisdiction Perspective," TEI New York Chapter 50th Annual Tax Symposium, December 2013
- Presenter, "Tax Practitioner's Discussion Forum," NESTOA, September 2013
- Presenter, "Slicing a Shadow' New Developments in Apportionment of Interstate Income," Institute for Professionals in Taxation Annual Conference, June 2013

Memberships

- Member, American Bar Association, Tax Section
- Member, New York State Bar Association, Tax Section
- Member, Florida Bar Association, Tax Section
- Tax Executives Institute
- Council on State Taxation
- Westchester-Fairfield Corporate Counsel Association (now part of the American Corporate Counsel Association)
- United States Communications Association (now part of USTelecom)
- Member, Connecticut Bar Association, Tax Section Executive Committee
- Member, New York State Taxpayer's Advisory Council
- Fellow, American College of Tax Counsel
- Member, New York City Bar Association, State and Local Tax Committee
- Cornell State and Local Tax Group

- Senior advisor, The Roosevelt Group
- Advisor and counsel, Centerprise Advisors

Prior and Present Employment

Prior to joining private law practice, Scott was a partner and co-leader of PricewaterhouseCoopers' national multi-state Tax and Legal Services (TLS) Communications practice. As such, he advised on tax planning and settlements of significant tax disputes of various kinds in most of the 50 states. He also served as a senior tax advisor to many of the world's largest companies. Earlier, he served for many years as the associate tax counsel for the GTE Corporation (now Verizon), where he acted as chief legal advisor and counsel on all state tax audit, protest and litigation matters throughout the country. Scott has also litigated several of the most significant state tax cases in New York, California, Connecticut and elsewhere, including United Parcel Service (NYS Supreme Court—Appellate Division), GTE Spacenet (NYS Supreme Court—Appellate Division), GTE Corporation (KY Supreme Court), and Southern Pacific Communications Corporation (NYS Tax Appeals Tribunal), among many others. He was also integrally involved at the state level in the implementation of GTE's (US Supreme Court) Goldberg decision, which set the national standard for income/excise tax apportionment.

Areas of focus

Practices

- Business Structures and Tax Planning
- Corporate Taxation
- Individual Taxation
- Sales Taxes (including VAT, GST, and PST)
- Subnational Taxation
- Tax
- Tax Litigation and Dispute Resolution
- Transfer Pricing

Industry sectors

- Communications
- Energy
- Financial Institutions
- Luxury, Fashion and Beauty
- Manufacturing
- Retail

Education

- Elisabeth Haub School of Law at Pace University, JD
- School of Law Quinnipiac University, LL.M.

Admissions and qualifications

- Connecticut
- District of Columbia
- Florida
- New York

大成 DENTONS

Sandra R. McCandless

Partner



Partner

San Francisco/Oakland

Silicon Valley

D +1 415 882 2412

M +1 415 999 1589

sandra.mccandless@dentons.com

Overview

Sandra McCandless is the head of Dentons' Employment and Labor practice in California. She represents management in all aspects of labor and employment, including class action and individual litigation, arbitration, mediation and the provision of employment-related advice.

Sandra has a highly successful track record of representing employers in a wide variety of industries in both the unionized and nonunion sectors—technology, banking, insurance, hotels, manufacturing, automotive, food, trucking, retail, garments, maritime and trade, among others—in matters throughout the labor and employment continuum, from employment contract drafting and collective bargaining negotiations to wrongful termination and discrimination litigation. She has a long track record of winning employment cases on summary judgment and successful representation of employers before government agencies.

She is one of a handful of employment lawyers in the United States who are experienced in the representation of Indian tribes, tribal casinos and other tribal businesses.

Sandra has also practiced in the international arena throughout her career, representing many Asian and European companies doing business in the US. She has assisted multinational companies on the broad spectrum of labor and employment issues across the globe, working on matters involving Asian, European, Middle Eastern and African operations, as well as those in North America.

Sandra recently completed a three-year term on the board of governors of the American Bar Association and as chair of its Finance Committee. She is also the chair of the Employment and Immigration Committee and a council member of the Inter-Pacific Bar Association, an international association of business lawyers with a focus on the Pacific Rim; a board member of the California-Asia Business Council and of the National Native American Bar Association Foundation; and a trustee of the Tony Award-winning Berkeley Repertory Theatre.

Earlier in her career Sandra, was a lawyer for the Appellate Court Litigation Branch of the National Labor Relations Board in Washington, DC.

Recognition

Honors and Awards

- Selected as one of the "Top Labor & Employment Lawyers," *Daily Journal*, 2019
- Listed, *Best Lawyers*, Employment Law - Individuals, 2018-2020
- Listed, *Best Lawyers*, Employment Law - Management, 2018-2020
- *Chambers USA: America's Leading Lawyers for Business*, Labor & Employment in California, 2015, 2018 and 2019; Noted practitioner, Labor & Employment in California, 2014. Clients recognize Sandy as "responsive, her turnaround time is excellent and she always works towards our business needs."
- *Legal 500*: Labor and employment - Workplace and employment counseling, 2019
- Selected as one of the "Most Influential Women in Bay Area Business," *San Francisco Business Times*, 2014
- College of Labor and Employment (selected by nomination and election)
- Northern California Super Lawyer, 2005-2014
- Recipient, American Bar Association Liberty Achievement Award for enhancing diversity in the legal profession, 2010
- Recipient, National Labor Relations Board Certificate of Commendation for High Quality Performance

Insights

- Co-author, "10 new California laws your business must understand for 2020," Dentons client alert, October 22, 2019
- Co-author, "California dreaming, California nightmare - 3 takeaways from California's controversial independent contractor bill becoming law," Dentons client alert, September 23, 2019
- Co-author, "Tectonic shift - Key takeaways as California Legislature passes controversial independent contractor bill," Dentons client alert, September 12, 2019
- Author, "California's Employment Regulatory Scheme: PAGA in Wake of Epic Systems," *International Law Office*, June 26, 2019
- Co-editor, "Sexual Harassment and Retaliation: A Practical Handbook for Plaintiff and Defense," American Bar Association, Spring 2019
- Author, "Mediations and Releases," *Practitioner's Guide to Defense of Employment Practices Liability Claims*, Fourth Edition, 2018
- Co-Author, "California toughens equal pay law," Dentons client alert, October 21, 2015
- "Mediation and Releases," *The Practitioner's Guide to Defense of Employment Practices Liability Claims*, Third Edition, 2013
- "Discovery and Deposing the Plaintiff and Plaintiff's Witnesses: Defense Perspective," *Litigating the Workplace Harassment Case*, First Edition, 2010
- "Management and Control of United States Subsidiary Employees and Operations: What Roles and Responsibilities Do a Japanese Company and Its Subsidiaries Have in Relations to Employees Under United States Employment Laws?," *The Challenges of American Litigation -- A Primer for Japanese Legal Staff Managing Litigation in the United States*, 2007
- "An Employment Litigator's Summary Guide to Summary Judgment," *Employment Discrimination and Civil*

Rights Actions in Federal and State Courts, 2004

- "Representing the Employer and Individual Co-Defendant in Employment Cases: Legal Strategies and Ethical Considerations," *Trying the Employment Tort Case*, Second Edition, 2001
- "Trial as Theatre: Directing the Courtroom Drama," *Theatre, Technology and Persuading Juries in the Twenty-First Century*, 2001
- "Kiss Your Sexual Harassment Claims Goodbye," *Tort Source, American Bar Association Tort Trial and Insurance Practice Section*, 1998
- Editor, *Guide to Equal Employment Practices*, Warren Gorham & Lamont, 1997
- "Employing Workers Abroad: A Guide to Legal Requirements of Employment in Selected Nations," *THE BRIEF*, Vol. 23, No. 1, 1993
- "Examining a Psychotherapist at Trial," *THE BRIEF*, Vol. 18, No. 3, 1989

Activities and Affiliations

Presentations

- Speaker, "A Multi Jurisdiction Approach to Termination of Employees," Annual Meeting of the Inter-Pacific Bar Association, April 2019
- Speaker, "Practical Insights for US Employers Considering Adopting a Mandatory Arbitration Program in Light of the SCOTUS' Recent Decision in *Epic Systems*," July 25, 2018
- Panelist, of the Inter-Pacific Bar Association in Manila, Philippines, March 2018
- Moderator and Speaker, "Employment in Today's Global Order: Transcending Politics with Best Employment Practices," International Law Section of the American Bar Association, October 2017
- Speaker, "Changes in Federal Law and The Impact on Native America," Native Nations Human Resources Conference, Las Vegas, NV, January 26, 2015
- Panelist, "Global Mobility Forum," American Immigration Lawyers Association, Boston, MA, June 2014
- Moderator, "Cutting Edge Corporate Employment and Immigration Issues," Vancouver, BC, Canada, May 2014
- Speaker, "Privacy and Social Media in the Workplace," San Francisco, CA, January 2014
- Panelist, "Labor and Employment Law Update: The Latest Developments in Indian Country," Fourth Annual Native Nations Human Resources Conference, Temecula, CA, January 2014
- Panelist, "Social Media and the Workplace," Seoul, Korea, 2013
- Speaker, "Labor and Employment in Indian Country: Make Sure your Sovereignty is Not in Question," Third Annual Native Nations Human Resources Conference, Pala, CA, January 2013
- Panelist, "The Asia-Pacific Market Update: A Look Ahead to the Challenges and Opportunities in 2013 and Beyond," Hildebrandt Institute/West LegalEdcenter's 20th Annual Marketing Partner Forum, Los Angeles, CA, January 2013
- Speaker, "Labor and Employment Law Update," Second Annual Native American Human Resources Conference, San Diego, CA, June 2012
- Panelist, "The Rising Significance of Cross-Border Employment: Issues, Difficulties and Solutions," Inter-Pacific Bar Association, New Delhi, India, March 2012

- Speaker, "Resurgence of Disparate Impact Class Litigation, Statistical and Other Expert Testimony, and the Role of the OFCCP," ALI-ABA Current Developments in Employment Law: The Obama Years at Mid-Term, Santa Fe, NM, July 2011
- Speaker, "The Obama NLRB: What the New Board Means for Employers and for Unrepresented Employees," ALI-ABA Current Developments in Employment Law: The Obama Years at Mid-Term, Santa Fe, NM, July 2011
- Speaker, "Leveraging Social Media—While Avoiding the Risks," Palo Alto, CA, March 2011
- Speaker, "Practical Tips for Chinese Employers Doing Business in the United States," American Bar Association Tort Trial and Insurance Practice Section, Beijing, China, September 2009

Memberships

- California-Asia Business Council, member, board of directors
- National Native American Bar Association Foundation, member, board of directors
- Korean-American Chamber of Commerce of San Francisco
 - Member, board of directors
 - Former chair
- Berkeley Repertory Theatre
 - Trustee
 - Former vice president
 - Former Corporate Council chair
- Arbitrator, American Arbitration Association Labor and Employment Panel
- Early neutral evaluator, US District Court for the Northern District of California
- Inter-Pacific Bar Association
 - Chair, Employment and Immigration Committee
 - Member, Governing Council
- Member, College of Labor and Employment Lawyers
- Past governor, board of governors of the American Bar Association
- Past chair, Tort Trial and Insurance Practice Section, American Bar Association and its Committee on Employer-Employee Relations
- Past chair, Committee on Labor Law, San Francisco Barristers Club
- Serves on Dentons' Ethics Committee

Areas of focus

Practices

- Arbitration
- Employment and Labor

- Litigation and Dispute Resolution
- Mergers and Acquisitions
- Native American Law and Policy (United States)

Industry sectors

- Hotels and Leisure
- Life Sciences and Health Care
- Luxury, Fashion and Beauty
- Manufacturing
- Media, Entertainment and Sports
- Professional Services
- Retail
- Technology
- Cannabis

Issues and opportunities

- Cannabis in the United States

Education

- Georgetown University Law Center, JD
- Harvard University, BA, Government; with honors

Admissions and qualifications

- California
- US Court of Appeals for the First Circuit
- US Court of Appeals for the Ninth Circuit
- US Court of Appeals for the Seventh Circuit
- US Court of Appeals for the Sixth Circuit
- US District Court for the Central District of California
- US District Court for the District of Colorado
- US District Court for the Eastern District of California
- US District Court for the Northern District of California
- US Supreme Court

Timothy J. Santoli

Partner



Partner

New York

D +1 212 768 6885

timothy.santoli@dentons.com

Overview

Timothy Santoli is a member of Dentons' Taxation practice. He has expertise in a wide variety of domestic and international federal income tax matters, including domestic and cross-border tax-planning strategies as well as taxable and tax-free mergers, acquisitions and dispositions of domestic and foreign corporations.

Insights

- "IRS and Treasury finalize Section 199A rental real estate safe harbor guidelines," Dentons client alert, October 9, 2019
- "Partnership Buyers, Beware IRS Withholding Proposal," *Law360*, May 20, 2019
- Co-author, "Tax Planning for Single Member Entities: Check-the-Box, Qualified REIT Subsidiaries and S-Corp Subsidiaries," *Practising Law Institute*, 2006
- Co-author, "Partnership Noncompensatory Options and Convertible Instruments: Proposed Treasury Regulations Clarify Tax Treatment," *Corporate Business Taxation Monthly*, August 2003
- "A Decade After Employment Division v. Smith: Examining How Courts Are Still Grappling with the Hybrid-Rights Exception to the Free Exercise Clause of the First Amendment," *Suffolk University Law Review*, 2001

Activities and Affiliations

Presentations

- Speaker, Tax seminar, "US inversion rules and accidental inversion", March 17, 2015

Memberships

- Member, Tax Section New York State Bar Association,

- Member, USA Branch of the International Fiscal Association
- Member, Foreign Activities of U.S. Taxpayers
- Member, US Activities of Foreigners
- Member, Tax Treaties Committee, Tax Section, American Bar Association

Areas of focus

Practices

- Corporate
- Corporate Taxation
- Individual Taxation
- International Taxation
- Partnerships and Other Pass-Through Entity Taxation
- Tax
- Taxation in Mergers and Acquisitions

Industry sectors

- Cannabis

Issues and opportunities

- Cannabis in the United States

Education

- New York University, 2002, LL.M., Taxation
- Suffolk University, 2001, JD, *magna cum laude*, *Suffolk University Law Review*
- The State University of New York at Stony Brook, 1998, BA

Admissions and qualifications

- Massachusetts
- New York

Mark Wege

Retired Partner



Retired Partner

Houston

D +1 713 658 4640

mark.wege@dentons.com

Overview

Mark Wege is a retired partner in Dentons' Restructuring, Insolvency and Bankruptcy group. Mark's practice focuses on restructuring businesses, both in and out-of-court, with a concentration on energy related companies. His experience includes extensive work with exploration and production companies, as well as oil field service, petrochemical and alternative energy entities.

Mark also represents entities in corporate reorganizations, including out-of-court restructurings, acquisitions and formal bankruptcy proceedings, in a wide variety of industries. In Chapter 11 and 15 cases, he has represented debtors, DIP lenders, creditor committees, sellers, purchasers and secured and unsecured creditors in bankruptcy courts across the United States. Mark has also worked extensively on bankruptcy related litigation and associated appellate proceedings.

Mark has practiced in financial restructuring for more than 28 years, representing companies in industries such as oil and gas exploration and production, petrochemicals, refining, electrical generation and transmission, oil field service and supply, alternative energy, transportation, telecommunication, retail grocery, wholesale product production and distribution, retail restaurant, commercial real estate and healthcare.

Experience

- Representation of debtors as primary or special counsel in various Chapter 11 and 15 proceedings including the following entities: Kodiak Services USA, Inc., Juniper GTL LLC, KiOR, Inc., SpectraWatt, Inc., Bigler, LP, Propex Inc., Cygnus Oil & Gas Corp., Souper Salad Inc., Texas Petrochemicals LP, Calpine Corp., Encompass Services Corp., Alma Energy Corp./Equinox Oil Company, Inc., LifeStream International Inc., Hepatix, Inc., Texas State Optical Inc., Food Barn Stores Inc., 50-Off Stores Inc., and Dow Corning Corporation.
- Representation of creditors, including DIP lenders, secured lenders and unsecured creditors, in the following bankruptcy cases: EMAS Chiyoda, ERG Intermediate Holdings, MFGlobal, ATP Oil & Gas Corp., Sadler Clinic PLLC, Reddy Ice Holdings, ASARCO, Seahawk Drilling, Lyondell Chemical Company, SemCrude, L.P., Flying J, Scotia/Pacific Lumber Company, Mansions at Hastings Green, Wilshire Homes, BNP Petroleum, Easy Gardener, Yukos Oil Company, Zounds, Inc., Philip Services Corporation, Mirant Corp.,

Superior Offshore International, Orion Refining, Paracelsus Healthcare Corp., Highland Health Services Inc., Perry Gas Inc., Crescent Machinery Company, Consolidated Equipment Companies Inc., Drypers Corp., Iridium LLC, Sunset Tours Inc., and El Paso Refinery, LP.

- Representation of plan agents or liquidating trustees in the following bankruptcy cases: SpectraWatt, Inc., Cygnus Oil & Gas Corp., LifeStream International, Inc., WRT Energy Corp., Fruehauf Trailer Corp., and Gasmark Ltd.
- Representation of purchasers or potential purchasers of assets in the following cases: Offshore Specialty Fabricators, SunEdison, Pacific Lumber Co., VecTour Inc., CoServ, Kaiser Aluminum Corp., and Cajun Electric Power Cooperative Inc.
- Representation of official creditor committees in the following cases: Denali Inc., Agrifos Fertilizer LP, and Pioneer Companies Inc.
- Representation as expert witness: Vitro S.A.B. de C.V.

Recognition

Honors and Awards

- Ranked for Bankruptcy/Restructuring in Texas by *Chambers USA* (2013-2019)
- Recognized by *Best Lawyers in America* (2007-2020) for Bankruptcy and Creditor Debtor Rights/Insolvency and Litigation - Bankruptcy
- *Turnaround Management Association*, winner of the 2017 Transaction of the Year: Small Company for the sale of Juniper GTL LLC
- *M&A Advisor*, 2016 Energy Deal of the Year (US\$10 million to US\$100 million) for the sale of Juniper GTL LLC
- Recognized for Bankruptcy and Workout Law *Texas Super Lawyers* (2004, 2006-present)
- Recognized with the Martindale-Hubbell AV Preeminent Rating (2012)

Insights

- Co-Author, "Does the Second Circuit in Sabine Have the Final Word on Texas Law?," *American Bankruptcy Institute Journal*, August 2018
- Author, "Fifth Circuit Refuses to Adopt 'Artificial Impairment' Standard," *Pratt's Journal of Bankruptcy Law*, June 2013
- Co-author, "Civil Forfeiture and Bankruptcy: The Conflicting Interest of the Debtor, Its Creditors and the Government," 69 Am. Bankr. L.J., Winter 1995

Activities and Affiliations

Presentations

- Speaker, "Juniper: A lesson in flexibility, perseverance and communication in the restructure process," Turnaround Management Association - Houston Chapter, January 10, 2018
- Guest lecturer, "Advanced Financial Restructuring," Rice University: Jones Graduate School of Business, March 2017

- Panelist, "Oil and Gas Environmental Concerns and Issues," 35th Annual Jay L. Westbrook Bankruptcy Conference, Austin, TX, November 17-18, 2016
- Panelist, "Everything You've Always Wanted to Know About Energy Issues in Bankruptcy But Were Afraid to Ask," ICLE, Business and Consumer Bankruptcy Program, State Bar of Georgia, November 5-6, 2015
- Panelist, "Non-Standard Plan Confirmation, Combined Plan and Disclosure Statement Hearings, Creditor Plans, and Exclusivity," 32nd Annual Advanced Business Bankruptcy Program, February 19-20, 2015
- Speaker, "The Plight of Renewable Energy and the Story of SpectraWatt, Inc.," Turnaround Management Association, September 12, 2012
- Panelist, "Section 363(k) Credit Bidding Issues," 28th Annual Jay L. Westbrook Bankruptcy Conference, Austin, Texas, November 19-20, 2009
- Speaker, "Use of Deposition Testimony in Direct and Cross-Examination," University of Texas Bankruptcy Litigation, Advanced Pre-Trial and Procedure Workshop, February 6, 2009

Memberships

- Member, State Bar of Texas
- Member, State Bar of New York
- Member, American Bankruptcy Institute
- Life Fellow, Houston Bar Foundation
- Sustaining Life Fellow, Texas Bar Foundation
- Former Chair, Bankruptcy Section, Houston Bar Association
- Former President, Turnaround Management Association, Houston Chapter

Prior and Present Employment

Mark began his legal career as a law clerk for the Honorable William Greendyke, former chief bankruptcy judge for the Southern District of Texas in Houston.

Prior to becoming a lawyer, Mark was a commercial loan workout officer and directed the workout of numerous syndicated/agented loans in excess of US\$100 million in the energy and real estate industries.

Areas of focus

Practices

- Creditor and Equity Committee Representation
- Debtor Representation
- Insolvency Proceeding Financing
- Distressed M&A, Investing and Debt Trading
- Energy Litigation
- Insolvency Litigation and Enforcement
- Out-of-Court Restructurings and Work-outs

- Private Equity
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Electricity
- Energy
- Financial Institutions
- Health Care
- Oil and Gas
- Real Estate
- Renewable Energy

Education

- Baylor University School of Law, 1991, JD
- University of Texas at Austin, 1984, BBA, with high honors

Admissions and qualifications

- New York
- Texas
- US Court of Appeals for the Fifth Circuit
- US District Court for the Eastern District of Texas
- US District Court for the Northern District of Texas
- US District Court for the Southern District of New York
- US District Court for the Southern District of Texas
- US District Court for the Western District of Texas

Erika L. Amatore

Counsel



Counsel

Honolulu

D +1 808 524 1800

erika.amatore@dentons.com

Overview

Erika L. Amatore is counsel in Dentons' Honolulu office. Erika's litigation practice is broad and varied, ranging from real property disputes to federal tax appeals to internal investigations. In all her cases, Erika looks for the best, most efficient resolution for her clients.

Some examples of Erika's work include: investigating a long-term fraud scheme perpetrated by a trusted employee against a Fortune 500 company, resulting in felony charges against the employee and security enhancements for the company; defending a high-profile CPA in a federal tax fraud investigation; repossessing fixed- and rotor-wing aircraft on behalf of multiple creditors; settling a land use dispute between a residential developer and the County of Maui; representing a class of landowners in a fraudulent transfer action against an Illinois banker, resulting in a \$54 million jury verdict; protecting a small business owner from a large point-of-sale company that failed to supply adequate security to prevent credit card theft, then attempted to blame the business owner for his losses; and assisting nonprofits in obtaining 501(c)(3) status from the IRS.

Erika received her B.A. from the University of Victoria in her hometown of Victoria, British Columbia. She received her J.D. from the William S. Richardson School of Law, where she was a Casenotes Editor for the University of Hawai'i Law Review. Prior to joining, Erika was a Partner and the Litigation Practice Group Leader at Carlsmith Ball LLP.

Recognition

- Hawai'i Super Lawyers-Rising Star 2013, 2014, 2015, 2016

Activities and Affiliations

- Hawai'i State Bar Association
- American Bar Association
- Federal Bar Association

Areas of focus

Practices

- Litigation and Dispute Resolution
- Real Estate
- Corporate
- Intellectual Property and Technology
- Trusts, Estates and Wealth Preservation

Education

- William S. Richardson School of Law at the University of Hawai'i, JD
- University of Victoria, BA

Admissions and qualifications

- Hawai'i
- US Court of Appeals for the Ninth Circuit
- US District Court for the District of Hawai'i
- US Tax Court

Lee P. Whidden

Partner



Partner

New York

D +1 212 632 8389

lee.whidden@dentons.com

Overview

Lee P. Whidden is a partner in Dentons' Restructuring, Insolvency and Bankruptcy group. She concentrates her practice in the areas of corporate bankruptcy reorganizations, creditors' rights and bankruptcy related litigation.

She has also participated in litigation involving the aerospace, retail and hospitality industries, and has represented and defended officers and directors in breach of fiduciary claims, and hotel owners and management companies in connection with management agreement disputes both in arbitration and federal courts. She represented the Turkish SDIF (the equivalent of the FDIC) in the recovery of assets from Turkish bank shareholders who perpetrated one of Turkey's largest bank frauds.

In 2011, Lee was part of the team that won *The M&A Advisor's* Cross-Border Deal of the Year Award for the Chapter 11 Reorganization of Sea Launch.

Experience

- Representing the leading Russian rocket space enterprise in the field of manned and unmanned space systems in its purchase of a US commercial satellite launch company, as part of a Plan of Reorganization;
- Representing Swiss and US satellite launch services providers in contract disputes and out of court restructuring of their business;
- Representing the SDIF (the Turkish equivalent of the FDIC) in bank insolvency litigation relating to pursuit of assets of bank shareholders who orchestrated the largest bank fraud in Turkish history;
- Representing Telsim Telekommunikations by appointment from Turkish SDIF in *Motorola v. Telsim* regarding enforcement of Swiss Arbitration Award;
- Defense of breach of fiduciary duty claims against the officers and directors of the French and Swiss shareholders of a US Company operating a chain of jewelry stores;
- Defense of a French citizen in a lawsuit brought by the liquidating trustee of Renaissance Cruises, Inc. alleging fraud and fraudulent conveyance;

- Representing a German company in the purchase of manufacturing assets from a US entity in Chapter 11;
- Representing Export Bank of Canada, Canada's export credit agency, as secured creditor in the recovery of assets in the Tower Automotive reorganization case;
- Representation of a Japanese Company in defense of claims of discrimination brought by a US debtor;
- Defense of president and vice president of a retail clothing chain of stores against breach of fiduciary duty claims;
- Representing a Scandinavian bank as secured creditor in restructuring real estate holdings;
- Representing the US subsidiary of a Swedish company in settlement of patent infringement litigation dispute;
- Representing a Hong Kong based retail merchandise sourcing company and its affiliates in defense of preference actions and claims objections brought against them by US debtors.

Areas of focus

Practices

- Restructuring, Insolvency and Bankruptcy
- Insolvency Litigation and Enforcement
- Litigation and Dispute Resolution
- Commercial Litigation
- Corporate Governance
- Creditor and Equity Committee Representation
- Cross-Border Restructuring Matters
- Representation of Government and Quasi-Government Organizations

Industry sectors

- Aviation and Aerospace
- Financial Institutions
- Hotels
- Luxury, Fashion and Beauty
- Retail

Education

- University of Virginia, 1988, JD
- University of South Florida, English Literature

Admissions and qualifications

- New York

- Qualified, US Court of Appeals for the Sixth Circuit, 1989
- Qualified, US District Court for the Northern District of Texas, 1989
- Qualified, US District Courts for the Southern and Eastern Districts of New York, 1989

Languages

- English
- Greek

大成 DENTONS

Sonia R. Martin

Office Managing Partner



Office Managing Partner

San Francisco/Oakland

D +1 415 882 2476

sonia.martin@dentons.com

Overview

Sonia Martin is a partner in Dentons' Litigation and Dispute Resolution practice. She serves as managing partner of the Firm's San Francisco and Oakland offices and is also a member of Dentons' Global and US Boards.

Sonia has extensive experience defending consumer class actions against insurers and financial institutions, including claims for alleged violations of California's Unfair Competition Act, Business and Professions Code Section 17200, *et seq.*

She has successfully tried cases in state and federal court, argued matters before the California Court of Appeal and the Ninth Circuit Court of Appeals and obtained published decisions in many cases of first impression.

Experience

- Tried to final decision and judgment before the Los Angeles Superior Court a class action brought under California's UCL and alleging that the state's largest underwritten title company had charged over 270,000 class members more than the permitted filed rates for escrow-related fees. The trial yielded a decision in favor of the defendant on statutory immunity grounds, affirmed in full on appeal. See *Kirk et al. v. First American Title Co.*, BC 372797 (LASC, 2014), B257508 (Cal. Ct. App., June 22, 2016)
- Trial counsel in a series of certified (*Sjobring v. First America*; *Kaufman v. First American*) and putative (*Wilmot v. First America*; *Muehling v. First American*) class actions involving alleged excessive escrow fees and title premiums. After years of significant litigation, *Sjobring* and *Kaufman* were dismissed in October 2018, on motions for judgment on the pleadings, and *Wilmot* is currently on appeal from denial of plaintiff's motion for class certification in February 2018 (*Muehling* was unilaterally dismissed by plaintiff). The plaintiffs' combined demand in these class actions exceeded \$750 million.
- Obtained summary judgment for insurer in putative class action challenging its alleged failure to pay for seatbelt inspection, repair and replacement.
- Obtained order compelling appraisal in putative class action challenging insurer's alleged failure to include shipping costs in its actual cash value payments on personal property claims.
- Trial counsel in multi-week confidential arbitration of a trade secrets dispute involving a \$99 million damages

claim. Our client prevailed.

- Obtained summary judgment for insurer in putative class action challenging its alleged failure to pay for seatbelt inspection, repair and replacement.
- Obtained order compelling appraisal in putative class action challenging insurer's alleged failure to include shipping costs in its actual cash value payments on personal property claims.
- Prepared successful motion to decertify class and oppositions to partial summary judgment motions in putative class action challenging insurer's underinsured motorist claim handling practices.
- Obtained appellate victory in the Ninth Circuit concerning dismissal of putative class action challenging an insurer's method of calculating depreciation on personal property claims.
- Obtained published opinion from California Court of Appeal on matter of first impression on behalf of coverage attorney in his appeal of an order denying anti-SLAPP motion, in *Seltzer v. Barnes*, 182 Cal. App. 4th 953 (2010). On remand, the trial court awarded her client in excess of US\$121,165 in attorneys' fees.
- Defeated class certification and obtained partial summary judgment for insurer in putative multi-state class action challenging its claim handling practices.
- Obtained dismissal of class allegations in putative class action challenging insurer's mold claim handling practices.
- Obtained summary judgment for employer in retaliation and age discrimination case.
- Obtained back-to-back trial victories in three cases pending in the US District Court for the Northern District of California. The cases involved breach of contract and bad faith claims arising from the handling of first-party property and auto claims.
- Obtained an appellate victory in the Ninth Circuit for Universal Underwriters Insurance Company in *Duarte v. Universal Underwriters*, which concerned a first-party property coverage dispute.
- Prevailed at arbitration on behalf of Bristol West Insurance Company in an alleged "whistleblower" suit.

Recognition

Honors and Awards

- Named one of the Top 50 Women Lawyers in California by the National Diversity Council, 2016
- Listed by *Benchmark Litigation* as a "Future Star" in California: first year listed, 2013; most recent listing, 2016

Activities and Affiliations

Memberships

- Treasurer, Ninth Judicial Circuit Historical Society
- Former lawyer representative, United States District Court, Northern District of California

Areas of focus

Practices

- Appellate Advocacy
- Class Action Defense
- Commercial Litigation
- Fraud, Corruption and Asset Recovery
- Litigation and Dispute Resolution

Industry sectors

- Bad Faith Defense
- Catastrophe and Major Claims Litigation
- Coverage Counseling and Defense
- Insurance
- Property, Casualty and Liability Insurance

Education

- UC Hastings College of the Law, 1997, JD, *cum laude*, Order of the Coif
- University of California, San Diego, 1994, BA, *magna cum laude*

Admissions and qualifications

- California
- US Court of Appeals for the Ninth Circuit
- US District Court for the Central District of California
- US District Court for the District of Colorado
- US District Court for the Eastern District of California
- US District Court for the Northern District of California
- US District Court for the Southern District of California

Michael J. Duvall

Partner



Partner

Los Angeles

D +1 213 892 2818

M +1 314 570 2382

michael.duvall@dentons.com

Overview

Michael Duvall defends companies in complex class actions and appeals and related regulatory enforcement actions. In just over a decade of practice, Michael has defended more than 100 class actions at all levels. He has successfully tried a class action, argued in federal and state appellate courts throughout the country and litigated class action questions in the US Supreme Court.

For much of his career, Michael has defended insurance companies in consumer fraud class actions. In recent years, Michael also has defended a number of clients in the food and beverage, diet and nutrition and personal care product industries against the wave of product labeling and advertising class actions. He defends these companies in popular litigation forums, including California, New York, New Jersey, Illinois and Missouri. Michael regularly evaluates whether settlement is in his clients' business interests and in many of these cases has reached favorable agreements prior to the initiation of suit.

Michael also leverages his defense experience and knowledge of his clients' industries to advise these companies on potential class action risk in connection with possible labeling changes, new advertising campaigns, potential corporate transactions and other strategic initiatives.

Michael also has defended bodily injury and product liability class actions, including a nationwide case involving youth football participants diagnosed with concussions and chronic traumatic encephalopathy (CTE). He has experience in data privacy, security and incident response litigation. He also has defended companies in employee misclassification and similar collective actions and has represented companies in intellectual property litigation involving copyrights, trademarks and trade dress.

An active member of the Los Angeles legal community, Michael is one of the youngest members of the Board of Governors of the Los Angeles chapter of the Association of Business Trial Lawyers (ABTL). Michael, regularly presents to in-house counsel, including the Association of Corporate Counsel—Southern California, on a range of topics, including how to avoid class actions, related regulatory enforcement considerations and the use of alternative fee arrangements (AFAs) in litigation matters.

Michael also regularly provides pro bono representation to victims of domestic violence. He has obtained restraining orders and other important protections for his clients, including through expedited and emergency hearings, trials and appeals. The Legal Assistance Foundation of Chicago named him a Volunteer of the Year in 2016.

Michael serves on the Board of Directors of Rainy Day Pennies, a Los Angeles-based charitable organization whose

mission is to involve both parents and children in supporting the needs of their area's underprivileged children.

Experience

Food and product labeling

- **Atkins Nutritionals, Inc.:** Currently leading the defense of this leading nutrition bar company against putative class actions challenging the company's "net carbohydrates" labeling statements, pending in California, New York and Missouri federal district courts.
- **Beaverton Foods:** Successfully defended this leading specialty mustard and condiment company in putative class action filed in New York federal district court challenging its "no preservatives" labeling.
- **Food and beverage companies:** Advising multiple, additional food and beverage companies on labeling matters including with respect to litigation and regulatory risks.
- **Leading nutrition supplements manufacturers, distributors and sellers:** Obtained dismissals and early resolutions of putative class actions against leading nutrition supplements manufacturers, distributors and sellers in California.
- **Personal care product companies:** Advising and defending multiple personal care product companies against threatened class actions under California's Consumers Legal Remedies Act (CLRA) and other states' consumer protection statutes.

Consumer class actions

- **Home security and alarm monitoring company:** Currently leading defense in a putative nationwide class action involving automatic contract renewals and cancellations. *Griffin v. SAFE Security, Inc. et al.*, MSC18-00869 (Contra Costa Cty.).
- **First American Title Co.:** Following a more-than-two-month-long trial in Los Angeles Superior Court, obtained a favorable final decision and judgment, fully affirmed on appeal, in a class action brought against California's largest underwritten title company. *Kirk et al. v. First American Title Co.*, BC 372797 (LASC, 2014), B257508 (Cal. Ct. App., June 22, 2016).
- **First American Title Insurance Co.:** Represented the defendant-petitioner in a closely watched and highly publicized class action argued to the US Supreme Court on constitutional question of the named plaintiff's Article III standing, in case preceding *Spokeo*. *Edwards v. First American Title Insurance Co.*, U.S.S.C. No. 93-2099.
- **First American Title Insurance Co.:** Obtaining a full dismissal in federal district court, and an affirmance after oral argument to the US Court of Appeals for the Ninth Circuit, of a putative Fair Debt Collection Practices Act (FDCPA) class action challenging several title, trustee and banking companies' statewide foreclosure practices. *Diehl et al. v. First American Title Insurance Co. et al.*, 420 F. App'x 716 (2011).
- **Credit Report Reseller:** Successfully transferring a putative nationwide Fair Credit Reporting Act (FCRA) class action and obtaining a voluntary dismissal by the plaintiff. *Grammont v. Open Dealer Exchange LLC* (C.D. Cal. & E.D. Mich.)

Insurance litigation and class action defense

- **Genworth Life Insurance Co.:** Representing long-term care insurance carrier in several litigations against policyholders based on fraud and related conduct.
- **Genworth Life Insurance Co.:** Defending long-term care insurance company in a putative class action concerning premium rate increases.
- **First American Title Insurance Co.:** Obtained full orders of dismissal and defense judgments in two class

actions pursued for more than 13 years against the state's largest title insurer. *Sjobring v. First American Title Insurance Co. et al.*, BC329482 (Los Angeles Superior Court); *Kaufman v. First American Title Insurance Co. et al.*, BC382826 (Los Angeles Superior Court).

- **United Gen. Title Ins. Co. and First American Title Ins. Co.:** Defeated class certification, obtained decertification and won affirmances on appeal in several "refinance rate" class actions filed over the course of a decade. *E.g.*, *Randleman v. Fidelity Nat'l Title Ins. Co.*, 646 F.3d 347 (6th Cir. 2011); *Hamilton v. First American Title Ins. Co.*, 423 Fed. App'x 425 (5th Cir. 2011); *Mitchell-Tracey v. United Gen. Title Ins. Co.*, 442 Fed App'x. 2 (4th Cir. 2011); *Lewis v. First American Title Ins. Co.*, 2007 WL 3269381 (D. Idaho 2017).
- **Old Republic Title Ins. Co.:** Obtained decertification of a class action and full summary judgment in favor of defendant title insurer. *Markocki v. Old Republic Title Ins. Co.*, 2015 WL 3421401 (E.D. Penn. 2015).
- **Leading insurance agencies:** Served as lead trial counsel for the defense in administrative enforcement actions brought against insurance agency and its officers involving licensing issues, obtained successful results prior to completion of hearings.
- **Insurance carrier:** Obtained full dismissal of an administrative collective action brought by the California Employment Development Department (EDD) involving allegations of misclassification of workers as independent contractors.

CTE and concussion litigation

- **National Operating Committee on Standards for Athletic Equipment (NOCSAE®):** Served as lead litigation counsel for NOCSAE® and obtained a full dismissal from a highly publicized putative nationwide class action alleging a failure to adequately protect youth football participants from the risk of brain injury. *Archie v. Pop Warner Little Scholars, Inc., et al.*, No. CV16-6603 PSG PLAX, 2017 WL 3084160 (C.D. Cal. May 12, 2017).
- **NOCSAE:** Serving as NOCSAE's lead litigation counsel, obtained a dismissal from a case alleging a failure to adequately protect youth football participant and decedent from the risk of brain injury. *Arruda v. Riddell, Inc. et al.*, No. 18-1-2072-12 (JCM) (First Circuit Court, Hawai'i).

Domestic abuse pro bono matters

- **Domestic abuse victim:** Won unanimous reversal by Illinois Court of Appeal and reinstatement of original, broader order of protection for a victim of abuse. *M.N. v. S.N.*, No. 18 OP 73128 (Ill. Ct. App. 2019).
- **Domestic abuse victim:** Obtained a precedential opinion interpreting the Illinois Domestic Violence Act (IDVA), secured a full order of protection for a victim of abuse and a full reversal of a trial court's decision denying the order. *Sanchez v. Torres*, 48 N.E.3d (Ill. Ct. App. 2016).
- **Domestic abuse victim:** Following a trial, obtained a full order of protection in an adult abuse case and, after argument to the Missouri Court of Appeals, a full appellate affirmance. *M. W. v. Mabry*, 304 S.W.3d 744 (2010).
- **Domestic abuse victim:** Obtaining, for several victims of domestic violence, expedited hearings and trials resulting in many additional preliminary orders of protection, full orders of protection and orders barring their abusers' misuse of the court system.

Insights

- "Examining California's Recent 'Slack Fill' Law and Litigation," Dentons client alert, April 5, 2019
- "'Grass-fed' case dismissed: Reasonable consumers would not expect cows to be fed 'only' grass," Dentons client alert, April 1, 2019
- "Ninth Circuit affirms summary judgment in favor of dietary supplement manufacturer in deceptive labeling

class action," Dentons client alert, January 23, 2019

- "Ninth Circuit upholds decertification of baby formula labeling class action," Dentons client alert, January 7, 2019
- "Ninth Circuit finds reasonable consumers don't confuse almond milk with cow's milk," Dentons client alert, January 3, 2019
- "Court declines to certify "slack fill" class action," Dentons client alert, October 8, 2018
- "Protein manufacturers beware: Muscle Milk in hot water again," October 2, 2018
- "Judge tosses Diet Dr Pepper False Advertising Class Action for the Fourth and Final Time," Dentons client alert, August 28, 2018
- "Consumer Class Actions Against Franchise Systems," ABA Forum on Franchising, October, 2014

Activities and Affiliations

- Association of Business Trial Lawyers (ABTL), Los Angeles
 - Board of Governors
- American Bar Association
 - Editorial Board, *Appellate Practice Journal*
 - Litigation Committee, Appellate Practice Committee and Rules Subcommittee
- State Bar of California
- Los Angeles County Bar Association
- Missouri Bar Association
- Illinois Bar Association
- Rainy Day Pennies, Board of Directors

Presentations

- "Preparing for and Handling Litigation," ACC Southern California In-House Boot Camp, November 2019
- "Long-Term Care Insurance Developments," Dentons Gotham Insurance Symposium, October 2019
- "Business-Oriented Solutions for Nuisance Litigation," Association of Corporate Counsel Southern California CLE Luncheon, June 2019
- "Legal Ethics and Alternative Fee Arrangements for In-House Counsel," Association of Corporate Counsel Southern California CLE Luncheons, May 2018
- "Document and ESI Retention: Professional and Other Responsibilities of In-House Counsel," Dentons CLE Presentations for In-House Counsel (Los Angeles and San Francisco), January 2018
- "Cross-Border Transactions," Association of Corporate Counsel Southern California CLE Presentation, August 2017
- "In House Counsel Considerations in Document and ESI Retention," Association of Corporate Counsel Southern California CLE Luncheons, August 2017
- "Breaking the Cycle: Class Action Litigation and Regulatory Enforcement," Dentons Chicago In-House

Counsel CLE, May 2017

Areas of focus

Practices

- Class Action Defense
- Commercial Litigation
- Regulatory and Administrative Tribunals
- Appellate Advocacy

Industry sectors

- Food and Beverage
- Insurance
- Title Insurance
- Media, Entertainment and Sports
- Insurance Litigation and Arbitration

Education

- University of Missouri-Columbia, 2006, JD, Order of the Coif, Order of the Barristers, Note and Comment Editor, *University of Missouri Law Review*
- Rockhurst University, 2003, BA, *cum laude*

Admissions and qualifications

- California
- Illinois
- Missouri
- US Court of Appeals for the Eighth Circuit
- US Court of Appeals for the Fifth Circuit
- US Court of Appeals for the Fourth Circuit
- US Court of Appeals for the Ninth Circuit
- US Court of Appeals for the Seventh Circuit
- US Court of Appeals for the Third Circuit
- US District Court for the Central District of California
- US District Court for the Eastern District of California
- US District Court for the Eastern District of Michigan

- US District Court for the Eastern District of Missouri
- US District Court for the Northern District of California
- US District Court for the Southern District of California
- US District Court for the Southern District of Illinois
- US District Court for the Western District of Missouri
- US Supreme Court

Patrick C. Maxcy

Partner



Partner

Chicago

D +1 312 876 2810

patrick.maxcy@dentons.com

Overview

Patrick Maxcy practices in the Firm's Restructuring, Insolvency and Bankruptcy practice. He represents creditors and other significant stakeholders in Chapter 11 cases and out of court restructurings. Patrick also has significant experience representing parties in cross-border insolvency proceedings. Among others, Patrick counsels lenders, insurers, directors and officers, private equity sponsors and asset purchasers in connection with bankruptcy and restructuring matters.

Experience

- Patrick represented the directors & officers and various related entities in the cross-border bankruptcy and insolvency proceedings of Montreal, Maine & Atlantic Railway, Ltd., a mass tort case that achieved an unprecedented \$400 million settlement fund to be administered jointly between the debtors' US and Canadian estates.
- Patrick represented the foreign insolvency administrator for Lehman Brothers Bankhaus A.G. in connection with the Lehman Brothers bankruptcy cases, negotiating numerous agreements to resolve billions of dollars of contractual claims between the US Lehman estates and their German affiliate.
- Patrick represented the purchaser of a bankrupt steel company in a Section 363 transaction for the sale of substantially all of the debtor's assets.
- Patrick has worked for numerous creditor committees, including the Official Committee of Unsecured Creditors in the United Airlines, Inc. and the Federal Mogul bankruptcy cases.
- Patrick regularly represents insurers and insurance related entities in bankruptcy cases, including in bankruptcy cases arising from mass torts such as asbestos exposure and sexual abuse claims against religious organizations.
- Patrick counsels directors and officers, private equity sponsors and other non-debtor affiliated parties in connection with their rights and obligations in bankruptcy cases.
- Patrick represents professional services firms in connection with their engagements as professionals in

bankruptcy and restructuring matters.

Activities and Affiliations

Memberships

- Member, American Bankruptcy Institute
- Member, Turnaround Management Association

Prior and Present Employment

- Prior to joining Dentons, Patrick clerked for Chief Judge Mark W. Vaughn at the United States Bankruptcy Court, District of New Hampshire.
- Patrick is a director of the University of Maine School of Law Alumni Association.

Areas of focus

Practices

- Cross-Border Restructuring Matters
- Financial Institution Insolvency
- Insurance Related Insolvencies
- Real Estate
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Insurance
- Cannabis

Education

- School of Law, University of Maine, 1999, JD, *cum laude*
- University of Maine, 1993, BA, with high distinction

Admissions and qualifications

- Illinois
- Maine
- US Court of Appeals for the First Circuit
- US District Court for the District of Maine
- US District Court for the Northern District of Illinois

Robert E. Richards

Partner



Partner

Chicago

D +1 312 876 7396

M +1 630 235 2470

robert.richards@dentons.com

Overview

Bob Richards is chair of Dentons' Global and US Restructuring, Insolvency and Bankruptcy practice groups and practices in the areas of bankruptcy and insolvency-related transactions and litigation. His practice includes Chapter 11 representations, distressed asset acquisitions, distressed loan purchases and foreclosure sales, and out of court transactions and transaction structuring. Bob is recommended by *Chambers USA* (2018), where he is praised as "a superb attorney with great legal skills and a creative mind, someone who gets things done and overcomes hurdles." He is also recommended in *Best Lawyers Illinois* (2018) and *The Legal 500 US* (2014-2015), which notes his "first rate technical skills as well as first rate business skills." BTI Consulting Group surveyed in-house counsel and named Bob as a BTI Client Service All-Star (2015) in recognition of his superior client service.

Experience

He has been heavily involved in numerous Chapter 11 debtor representations in various industries in numerous jurisdictions, including AmCom General Corporation (radio station, D. Del.), Central Hardware Company (retail hardware, ED Mo.), Custom Shop Corp. (custom clothes, D. Del.), Digital Teleport, Inc. (telecom, ED Mo.), Eddie Haggard, Ltd. (women's apparel manufacturer/wholesaler, ND Tex.), First Merchants Acceptance Corp. (subprime auto lender, D. Del.), Grossman's Inc. (retail hardware, D. Del.), Handy Andy Home Improvement Centers (retail hardware, ND Ill.), Mission Independent Practice Association (managed health care organization, ND Cal.), NewComm Wireless Services (telecom, D. Puerto Rico), Northstar Aerospace (defense subcontractor, D. Del.), Philip Services Corporation (scrap metals, hazardous waste disposal and industrial cleaning, SD Tex.), Preserve at Woodland Harbor (single asset real estate, ND Ill.), Rotec Industries, Inc. (specialized construction equipment leasing and sales, D. Del.), Specialty Equipment Companies (food equipment manufacturer, ND Ill., Rockford Division) and Sonoran Energy, Inc. (oil and gas production, ND Tex.).

Bob has represented Official Committees of Unsecured Creditors in cases such as UAL Corp. (airline), Wickes, Inc. (lumberyards), Xechem, Inc. (pharmaceuticals), and Regal Cinemas, Inc. (theaters).

Bob also regularly represents private equity funds and other acquirers of financially distressed businesses and loans including in enforcement matters.

Industry experience includes construction, energy, financing, health care, manufacturing and distribution, media and

telecom, mining, real estate, retail and technology.

Recognition

- Ranked in Illinois for Bankruptcy/Restructuring by *Chambers USA* (2015-2019).
- Named in BTI Consulting Group's 2015 BTI Client Service All-Stars in recognition of superior client service.
- Recommended for Corporate Restructuring (including Bankruptcy) by *The Legal 500 US* (2015).
- Recognized by *Best Lawyers in America* (2016-2020), the leading peer-review-based directory of legal practitioners, for Bankruptcy and Creditor Debtor Rights / Insolvency and Reorganization Law in Illinois.
- Co-recipient, Small/Medium Turnaround of the Year Award, Midwest Chapter of the Turnaround Management Association (TMA) in recognition of the out-of-court restructuring of SourceLink, Inc., a marketing services firm with multiple US locations.

Insights

- Co-author, "Bankruptcy Ruling Could Affect LIHTC Properties," *Novogradac Journal of Tax Credits*, Vol. 8 Iss. 8, August 2016
- Co-author, "Current Trends in Oil and Gas Finance," Dentons Global Energy blog, February 18, 2016
- Co-author, "Dancing with the Bear: Challenges for E&P Companies in the Unconventional Oil Market Are Not Quite Over," Dentons' *Game Changers Impacting the US Energy Sector*, 3rd ed., July 2015
- Co-author, "Contingency Planning at the Coalface," *Mining Journal*, June 19, 2015
- Author, "Intellectual Property in Bankruptcy and Other Distressed Situations," *ExecSense E-Book*, 2013
- Author, "LIHTC-Related Bankruptcies" Volume II, Issue X, *Novogradac Journal of Tax Credits* 12, 2011
- Co-author, "Reorganizing or Acquiring Businesses Free and Clear of Environmental Liabilities," Chapter in *Managing Environmental Liabilities in Bankruptcy*, Thomson Reuters/Aspatore, 2010
- Co-author, "Practical Issues in Assignments for the Benefit of Creditors," 17 *ABI Law Review* 5, 2009
- Co-author, "The Use of Fraud Examiners in the Battle Against Occupational Fraud and Abuse," Volume 5, Number 3, *The Journal of Investment Compliance* 67, 2004
- Co-author, "Debt Securities" Chapter in *Layman's Guide to the Legal Aspects of Venture Investments*, National Association of Small Business Investment Companies, 6th Edition, 1999-2000

Activities and Affiliations

Presentations

- Panelist, "Dentons Rodyk Academy Seminars: Implications of the Singapore Insolvency Law reforms for Financial Institutions - the US and English experience and the Australian perspective," Singapore, September 20-22, 2017
- Panelist, "Advanced Bankruptcy Issues," Association of Corporate Counsel, San Francisco, CA, October 18, 2016
- Co-presenter, "Distressed M&A and Successor Liability," Dentons CLE for In-House Counsel, Chicago, IL, June 8, 2016

- Testimony on "Potential Single Asset Real Estate Reforms" before the ABI Bankruptcy Code Reform Commission, Dallas, Texas, February 12, 2014
- Panelist, "LIHTC Related Bankruptcy Issues" Novogradac Affordable Housing Tax Credit Conference, New Orleans, LA, May 16-17, 2013

Memberships

- Member, American Bankruptcy Institute
- Member, Turnaround Management Association

Areas of focus

Practices

- Distressed M&A, Investing and Debt Trading
- Insolvency Litigation and Enforcement
- Out-of-Court Restructurings and Work-outs
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Energy
- Life Sciences and Health Care
- Manufacturing
- Technology
- Cannabis

Education

- University of Michigan Law School, 1988, JD, *cum laude*
- Johns Hopkins University, 1985, BA, International Studies, Departmental Honors

Admissions and qualifications

- Illinois
- US Court of Appeals for the Seventh Circuit
- US Court of Appeals for the Tenth Circuit
- US District Court for the Eastern District of Wisconsin
- US District Court for the Northern District of Florida
- US District Court for the Northern District of Illinois

Carolyn Richter

Counsel



Counsel

Atlanta

D +1 404 527 8343

carolyn.richter@dentons.com

Overview

Carolyn is a member of Dentons' Capital Markets practice. She is a seasoned finance lawyer who blends commercial law and corporate restructuring experience to advise clients on a wide variety of transactions. She closes complex deals, including asset securitizations and other structured financings, including those involving electronic mortgage notes. She has also regularly served as lead counsel on credit facilities, distressed M&A and asset sale transactions, financings involving a tax equity investor such as solar financings, titling trust equipment financings, letter-of-credit transactions and margin loans. She is also well-versed in the legal opinions required in these transactions.

Clients who seek advice, at any stage in a business relationship, on how to mitigate the effects that the insolvency of a counterparty would have on their transactions, and to structure around that risk, will benefit from Carolyn's skillset. She also advises on non-recourse real estate loans that are to be transferred to securitization trusts, and intercreditor issues arising in multi-lender structures.

A resident of Atlanta, Georgia, Carolyn enhances Dentons' Capital Markets practice group in the southeast. She is a Fellow of the American College of Commercial Finance Lawyers and is the Immediate Past Chair of the Bankruptcy Law Section of the State Bar of Georgia, and serves on its Board of Directions. She is admitted to practice in Georgia, Florida and New York. *Best Lawyers* has ranked Carolyn for Securitization and Structured Finance. Carolyn received her JD from Tulane Law School, *cum laude*, where she was a member of the Moot Court Board.

Experience

Securitizations

- Issuer's counsel in several notes offerings aggregating over US\$1.5 billion involving the securitization of timeshare promissory notes and mortgages, including electronic mortgage transactions.
- Issuer's counsel in the securitization of trade receivables aggregating US\$900 million of a building products and consumer products manufacturer.
- Counsel to an international manufacturer of agricultural equipment with regards to bankruptcy issues in the

securitization of receivables aggregating US\$600 million owing under dealer agreements.

- Issuer's local counsel in the securitization of automobile loans aggregating US\$150 million.
- Counsel to a publicly traded company in connection with the monetization of a US\$50 million secured promissory note by a bankruptcy-remote subsidiary in a private placement offering.
- Advisor on perfecting liens on electronic mortgage notes, including transfers made on a blockchain system.

International Financings

- Represent British multinational bank as lead arranger and administrative agent in a US\$525 million asset-based secured multi-currency credit facility for a Texas-based chemicals company and its co-borrower affiliates in the UK and the UAE. The facility included an option to increase to \$625 million, and some of Europe's largest financial institutions comprised the syndicate of lenders.
- Counsel to a US private equity lender providing a secured credit facility to a Colombian borrower to originate personal loans, both tangible and electronic, with consumers, and utilizing a titling trust and a custodian to maintain title to and possession or control of the personal loans serving as collateral for the business loan.
- Lender's counsel in asset-based loan with heavy exposure to South American countries, requiring the borrower to purchase trade credit insurance.
- Counsel to a public company that arranged and provided credit support for a US\$200 million loan to a South American subsidiary by a German bank. Credit support included guaranties, letters of credit, put and call arrangements, and required consideration of international tax issues.
- Counsel to a US bank in connection with a US\$24 million letter of credit facility provided to support the account party's redemption obligations to equity holders of a British publically-held corporation.

M&A Transactions

- Counsel to Chapter 11 corporate debtors in connection with the sale of their businesses, including transactions involving mortgage loan originations and the trucking industry.
- Counsel to creditors seeking to utilize an M&A transaction or 363 asset sale by the borrower in order to liquidate assets, including advising US banks and trustees for defaulted bond issuances.
- Counsel to real estate developers in joint venture transactions involving commercial properties encumbered by secured debt, including securitized mortgage loans with change of control restrictions.

Term and Revolving Credit Facilities

- Counsel to lenders and borrowers in connection with numerous loan facilities secured by personal and real property assets, including acquisition facilities, bridge loans, unitranche structures and letter-of-credit facilities.

Letters of Credit

- Counsel to the issuer of US\$350 million of commercial paper secured by a direct-pay letter of credit and for which the issuer's reimbursement obligations were supported by a secured credit facility.
- Counsel to a temporary employment agency in connection with a US\$100 million letter of credit facility obtained for the issuance of letters of credit to support its worker's compensation insurance requirements.
- Counsel to a national bank in connection with a US\$24 million letter of credit facility provided to support the account party's redemption obligations to equity holders.
- Analyze issues involving commercial and standby letters of credit and advise on disputes.

Equipment Financing

- Counsel to a national bank and its affiliate equipment finance company in connection with numerous sale/leasebacks of solar panels, including advice on a defaulted financing to a San Francisco-based solar developer.
- Counsel to a publicly traded company in sale/leaseback transactions involving the lease of a manufacturing facility and related equipment and the issuance of US\$150 million of debt via pass-through trust certificates.
- Counsel to a national bank providing a US\$35 million revolving credit facility to an owner of fleets of trucks to be leased to big box stores, including utilizing a Delaware titling trust to own and pledge the truck titles to the bank; also advised bank as agent for other warehouse lenders.
- Counsel to a national leasing company in connection with the workout of a US\$17 million equipment lease obligation owed by a US steel company.

Bankruptcy-Remote Transactions

- Close transactions using bankruptcy-remote entities to mitigate counterparty credit risks.
- Advise on Bankruptcy Code safe harbors in derivative transactions.
- Advise on contract terms to enhance client's position in the event the counterparty becomes bankrupt.

Financing for Technology Companies

- Lead counsel to a national bank in the Chapter 11 reorganization of a software company, including handling software licensing issues, inventor claims, perfection in the technology, and source code escrow arrangements.
- Counsel to a national bank in connection with a US\$100 million revolving credit facility for an Internet-based energy commodity trading company.

Hedge Funds/Margin Loans

- Counsel to a national bank in connection with a US\$160 million margin-loan revolving credit facility secured by a pledge of shares in the general partner of various US and foreign hedge funds.

DIP Financing and Cash Collateral

Counsel to borrowers and lenders in connection with debtor-in-possession credit facilities, the negotiation of cash collateral terms, and exit financing in Chapter 11 bankruptcy cases. Examples are:

- Counsel to car-haul trucking company in its Chapter 11 case, handling matters such as the company's DIP financing, cash management systems, and real property lease assumption and rejection terms, and in its previous bankruptcy case handled its DIP and exit financing. DIP loans were given super-priority lien status and had a delayed-draw format, permitting an initial one-time advance but permitting future advances to enable the company to maintain an agreed amount of cash on hand, within budget constraints.
- Counsel to national bank as bond trustee in Chapter 11 case of detention center, handling the terms for the use of cash collateral and the sale of the company's assets in a 363 sale to a buyer approved by the bond trustee.
- Counsel to national bank in Chapter 11 case of a technology company, which permitted the company to use cash collateral of the pre-petition lenders within budget guidelines, but imposed cash collateral restraints on the junior pre-petition lender in accordance with pre-petition intercreditor agreement.

Legal Opinions

Experienced in legal opinions required for financing transactions. Examples are:

- True sale opinions, including when the transferor is a FDIC-insured bank that is not eligible to be a debtor in a bankruptcy case and thus the analysis is under the Federal Deposit Insurance Act and FIRREA.
- Non-consolidation opinions.
- No preference opinions.
- Safe harbor opinions under the US Bankruptcy Code.

UCC Foreclosures

- Conduct numerous public and private foreclosure sales, and deed-in-lieu of foreclosure dispositions, for various financial institutions and other secured parties.

Financing Involving Government Sponsored Entities (GSE)

- Counsel to national banks in connection with sales of secured promissory notes to GSEs.
- Counsel to mortgage broker in connection with sales of consumer mortgage loans to GSEs.
- Counsel to national bank in connection with a revolving credit loan secured by Ginnie Mae securities.

Recognition

Honors and Awards

- *Best Lawyers in America*, Securitization and Structured Finance Law (2009–2016)
- Listed in Legal Elite for Bankruptcy/Creditors' Rights by *Georgia Trend Magazine* (2005, 2011-2014)
- Listed in *Georgia's Best Lawyers* (2009-2014)
- Recipient of Martindale-Hubbell's highest rating for legal ability and ethical standards.
- Listed in The Legal Elite List for Business Law in *Georgia Trend Magazine* (2019)

Insights

Publications

- Co-author, Chapter 4 on Bank Deposits and Collections (UCC Article 4) and Chapter 9 on Secured Transactions (UCC Article 9), *American Jurisprudence Treatise on the Uniform Commercial Code in Georgia*.
- Co-author, "How Does Losing the Absolute Right to Credit Bid in a Sale under a Plan of Reorganization Impact Lenders and Borrowers?" *Pratt's Journal of Bankruptcy Law*, Vol. 6 No. 3 at 274 (2010).

Activities and Affiliations

Presentations

- Moderator, "Views From the Bench - The Ever Changing Landscape of Chapter 11," International Women's

Insolvency & Restructuring Confederation, Atlanta Chapter, and Turnaround Management Association, Atlanta Chapter, April 12, 2018.

- Interviewer, "How High is Your Technology IQ? Professionalism and Cyber Security," Georgia State Bar Bankruptcy Conference, Lake Oconee, Georgia, November 5, 2015
- Program Author, "Ethical Dilemmas in Bankruptcy Cases," Georgia State Bar Bankruptcy Conference, Lake Oconee, GA, November 6, 2015
- Speaker, "Bankruptcy Issues in Loan Transactions and Workouts," American Bar Association's Loan Workouts and Bankruptcy Litigation Subcommittee, Los Angeles, CA, April 12, 2014
- Speaker, "When the Financing Party isn't on the 'Sunny Side' of Solar: Hot Issues and Enforcement of Remedies in Solar Financing," American Bar Association's Creditors' Rights Subcommittee, Los Angeles, CA, April 11, 2014
- Program Chair and Moderator, "The Outer Limits of Collective Action," American Bar Association's Bankruptcy Litigation Subcommittee, Los Angeles, CA, April 10, 2014
- Program Chair and Moderator, "A Practitioner's Guide to Trends in True Sale and Other Structured Finance Opinions," American Bar Association's Securitization and Structured Finance Committee, Federal Regulation of Securities Committee, Law and Accounting Committee and Legal Opinions Committee, Washington, DC, November 22, 2013
- Speaker, "When the Financing Party Isn't on the 'Sunny Side' of Solar: Hot Issues and Enforcement of Remedies in Solar Financing," American Bar Association's Creditors' Rights Subcommittee, Banking Law Subcommittee and Bankruptcy Litigation Subcommittee, San Francisco, CA, August 10, 2013
- Speaker, "Structural and Legal Considerations/Concerns for Solar, Wind and Other Renewable ABS Deals," Information Management Network's First Annual Sunshine Backed Bonds Conference, New York, NY, May 3, 2013
- Speaker, "Disclosure Issues in Loan Workouts," *Questions You Never Used to Ask: Emerging Ethical and Liability Concerns in Commercial Loan Workouts* CLE program, American Bar Association's Banking Law Committee, Commercial Finance Committee, and Securitization Committee, Boston, MA, April 16, 2011
- Speaker, "Re-Structured Financing: Voluntary and Involuntary Changes to Deal Structures," American Bar Association's Commercial Finance Committee, Denver, CO, April 23, 2010
- Speaker, "Loan Workouts: Achieving Desired Tax Results, While Not Losing Sight of Business Considerations," The American Bar Association's Committee on Taxation, Chicago, IL, July 31, 2009
- Moderator, "Hands Across the Borders - A Comparison of the Insolvency Laws of the United States, Canada and Mexico," American Bar Association's Commercial Finance Committee, Vancouver, BC, April 17, 2009
- Moderator, "Structuring Transactions to Mitigate Insolvency Risks: Use and Limitations of Escrow Agreements, Letters of Credit, Security Deposits and Other Mechanisms," American Bar Association's Creditors' Rights and Bankruptcy Litigation Subcommittees, Washington, DC, March 15, 2007
- Moderator, "Critical Questions to Ask When Analyzing a Transaction: Practice Pointers Derived From Recent Trends in True Sale and Substantive Consolidation," American Bar Association's Creditors' Rights and Bankruptcy Litigation Subcommittees, Atlanta, GA, August 7, 2004
- Speaker, "Special Problems and Issues in Dot-Com Bankruptcies," Georgia Institute of Continuing Legal Education's program on "Workouts, Turnarounds and Restructurings," Atlanta, GA, February 15, 2001
- Speaker, "Issues Arising in a Problem Loan Situation," Lorman Education Services' seminar on "Commercial Lending Requirements and Loan Documentation in Georgia," Atlanta, GA, August 24, 2000

Memberships

- Former Chair of the Bankruptcy Law Section, State Bar of Georgia (2015-2017)
- Fellow, America College of Commercial Finance Lawyers; former Chair of Fellows Nominating Committee and Regent on its Board of Regents
- Member, American Bar Association; former Chair of Bankruptcy and Creditors' Rights subcommittee
- Member, ABA Business Law Section Working Group on Volcker Rule Opinions and Risk Retention Opinions

Areas of focus

Practices

- Banking and Finance
- Capital Markets
- Corporate
- Restructuring, Insolvency and Bankruptcy

Industry sectors

- Accommodation: Hospitals, Schools, Retirement Homes, Prisons, and Government Buildings
- Commercial Banks
- Distressed Asset Investors
- Financial Institutions
- Project Finance
- Real Estate
- Renewable Energy
- Tax Credits and Tax-Advantaged Investing

Education

- Tulane University, 1987, JD, *cum laude*, Moot Court Board
- Newcomb College of Tulane University, 1984, BA, President of student senate; received Class of 1909 Award for the outstanding graduating senior

Admissions and qualifications

- Georgia
- New York

Ryan J. Zucchetto

Senior Managing Associate



Senior Managing Associate

New York

D +1 212 768 6824

ryan.zucchetto@dentons.com

Overview

Ryan Zucchetto is a member of Dentons' Tax practice, with a strong emphasis on financial and transactional matters. He has served as tax counsel to issuers and underwriters in numerous residential mortgage-backed securities transactions involving both performing loans and non-performing loans, as well as other mortgage-related asset classes and other asset classes such as auto loan receivables. Ryan has worked on a broad range of financial assets and has been involved in creating innovative securitization structures.

Insights

- "Treasury and IRS issue proposed regulations to help taxpayers transition from LIBOR and other interbank rates without incurring taxable income," Dentons client alert, October 10, 2019
- "Partnership Buyers, Beware IRS Withholding Proposal," *Law360*, May 20, 2019
- "IRS Issues Proposed Guidance on the Definition of Registered Form," Dentons client alert, September 22, 2017
- "IRS issues final debt-equity rules," Dentons client alert, October 17, 2016
- "IRS Issues Private Letter Ruling Regarding REMIC Trustees Entering Into Settlement Agreements," Dentons client alert, January 11, 2016
- "Tax Planning for Single Member Entities: Check-the-Box, Qualified REIT Subsidiaries and S-Corp Subsidiaries," Practising Law Institute, 2014

Activities and Affiliations

Memberships

- Tax Section, New York State Bar Association

Prior and Present Employment

Prior to joining Dentons, Ryan worked as a law clerk for Goldman Sachs' tax department in New York, where he analyzed individual, international, corporate and financial product tax issues.

Areas of focus

Practices

- Tax
- Capital Markets

Region

- United States
- New York

Education

- New York University, School of Law, 2013, Master of Laws, Taxation
- Benjamin N. Cardozo School of Law, 2012, JD
- Michigan State University, 2006, BA

Admissions and qualifications

- New York

R. Matthew Garms

Partner



Partner

Kansas City

D +1 816 460 2649

M +1 816 665 6288

matthew.garms@dentons.com

Overview

R. Matthew Garms joined the firm in 1999 and practices in the Corporate practice, concentrating in mergers and acquisitions and general corporate law.

He has a variety of experience in complex commercial transactions and is part of a team of Dentons lawyers that serves as general counsel for private equity groups and their portfolio companies.

Matthew has worked on the acquisition, divestiture and financing of numerous companies involving a broad range of industry groups, including automotive products, aerospace and aviation products, healthcare products and services, printing, technology and software consulting, telecommunications, construction materials, transportation, specialty plastics, films and packaging, food and beverage, information technology and e-commerce.

Recognition

Honors and Awards

- Listed, *Chambers USA: America's Leading Lawyers for Business*, Corporate/Mergers and Acquisitions, Missouri, 2012

Activities and Affiliations

Memberships

- Kansas Bar Association
- The Missouri Bar
- Kansas City Metropolitan Bar Association

Areas of focus

Practices

- Banking and Finance
- Corporate
- Mergers and Acquisitions
- Securities and Corporate Finance

Industry sectors

- Automotive
- Aviation and Aerospace
- Financial Institutions
- Health Care
- Life Sciences and Health Care
- Manufacturing
- Private Equity
- Technology
- Cannabis

Issues and opportunities

- Cannabis in the United States

Education

- The University of Iowa College of Law, 1999, JD, with high distinction
- College of Business Administration, University of Iowa, 1995, BBA, Economics, with high distinction

Admissions and qualifications

- Kansas
- Missouri

Jules Zeman

Partner



Partner

Los Angeles

D +1 213 243 6133

Jules.Zeman@dentons.com

Overview

Jules Zeman is a Partner in the firm's Los Angeles office. His practice concentrates on product liability and complex tort and business litigation, including cases arising from allegations of accountants and lawyer malpractice. He is a certified specialist in appellate law by the State Bar of California Board of Legal Specialization, has handled and/or supervised more than 250 matters in the Court of Appeals, and regularly assists trial teams and outside law firms with pre-trial and trial strategy, important law and motion activity, post-trial motions, and many other activities preliminary to an appeal.

In recent years, he has handled matters for companies and organizations that include American International Group (AIG), Citibank West, City of Los Angeles, The Riverstone Group, Specialty Claims Management, City of Chino, Orange County Fire Authority, FSB, JPMorgan Chase, Wells Fargo, Bank of America, CAMICO Mutual Insurance Company, Terex Corporation, Exxon Mobil, Pep Boys, CertainTeed Corporation, Bombardier Recreational Products, Purolator Filtration Products, Liberty Mutual Group, Maxim Crane, Air Products & Chemical, Macerich, Coleman Company, Flowserve US, Edward Valve, Peoplesoft, Hyundai Motor America, Searles Valley Minerals, Grubb-Ellis, Jon Douglas Company, Procter & Gamble Company, Hartford Specialty Company, INA-PRO, 21st Century Insurance, HDI-Gerling America Insurance, Cannondale Bicycle, Glaxo Welcome (now GlaxoSmithKline), Aetna Insurance, General Security Indemnity Company, DHL Express (USA), Fireman's Fund Insurance, Golden Eagle Insurance, Big Lots Stores, AB Ludwig Svensson and Broan-Nutone.

Experience

Notable Engagements

- *Poole v. Orange County Fire Authority(OCFA)* (2015) 61 Cal.4th. 1378. Successfully represented OCFA before the California Supreme Court in reversing a decision that incorrectly interpreted applicable law to require it (and other public agencies) to provide public employees with all written negative comments about them, even if reflective merely of private observations in informal notes that were not available to others and could not have impacted the employee's future employment status.
- *Hagberg v. California Federal Bank, FSB* (2004) 32 Cal. 4th 350. Successfully represented California Federal

Bank, FSB (now Citibank (West), FSB) before the California Supreme Court and obtained affirmance of summary judgment, in a case holding that the privilege embodied within Civil Code Section 47(b) bars claims arising from an allegedly false report to the police regarding suspected criminal conduct.

- *Cortez v. Purolator* (2000) 23 Cal.4th 163. Represented Purolator Filtration Systems with partial success before the California Supreme Court in a case which applied the Unfair Competition Law, Business & Professions Code §17200 to a violation of the Labor Code regarding overtime wages for purposes of liability under Business & Professions Code Sections 17200 and 17500.
- *Lavie v. Procter & Gamble Co.* (2003) 105 Cal. App. 4th 496. Obtained affirmance of defense verdict for Procter & Gamble, Hoffmann-La Roche and other defendants in a case holding that the reasonable consumer standard is to be applied in the determination of whether advertisements are likely to mislead the public for purposes of liability under California Business & Professions Code, sections 17200 and 17500.
- *Wells Fargo Bank v. Baker* (2012) 204 Cal. App. 4th 1063. Obtained a reversal of an erroneous superior court order that had vacated a judgment in favor of Wells Fargo Bank. The Iowa statute upon which the trial court relied, as applied to national banks, was shown to be preempted by the National Bank Act.
- *Searles Valley Mineral Operation, Inc. v. Ralph M. Parsons Service Co.* (2011) 191 Cal. App. 4th 1394. On behalf of global mineral company, obtained reversal of trial court's order dismissing its action to recover attorneys' fees payments it made on behalf of Kerr-McGee after indemnitor wrongfully refused.
- *Sexton v. Chino Hills Fire Protection District*, 7 Fed.Appx. 610, U.S. App. LEXIS 5354 (9th Cir 2001). Represented Fire Authority before the Ninth Circuit Court of Appeals and obtained affirmance of summary judgment, thereby dismissing claims for violations of 42 U.S.C. § 1983, 43 U.S.C. § 1885(2), including violations of substantive and procedural due process rights, malicious prosecution and abuse of process. This was the last in a series of cases arising out of a government employee's claim that his lack of promotion to Fire Captain was based upon retaliation and other wrongful motives.
- *Clarendon America Insurance Company v. General Security Indemnity Company of America* (2011) 193 Cal. App. 4th 1311. Obtained affirmance of summary judgment upholding the plain meaning of an insurance company's "products-completed operations hazard coverage" provision and "faulty workmanship" exclusion.
- *Golden Eagle Ins. Corp. vs. Cen-Fed, Ltd.* (2007) 148 Cal. App. 4th 976. On behalf of insurer, obtained reversal of adverse judgment and instead compelled enforcement of its "Supplementary Payments Provision."

Other Notable Appellate Decisions

- *Mettias v. Pep Boys Manny Moe & Jack of California* (2019) 2019 WL 2098403
- *Cardoza v. Gonsalves* (2019) 2019 WL 1771508
- *Johnson v. ArvinMeritor* (2017) 9 Cal.App.5th 234.
- *Lone Star Security and Video, Inc. v. City of Rancho Cucamonga*, 827F.3d1192 (9th Cir. 2016)
- *Shoen v. Zacarias* (2015) 237 Cal. App. 4th 16
- *Chaudhry v. City of Los Angeles*, 751 F. 3d 1096 (9th Cir. 2014).
- *Julius Castle Restaurant v. James Payne* (2013) 216 Cal. App. 4th 1423.
- *Dow Chemical Canada, ULC v. Superior Court* (2011) 202 Cal. App. 4th 170.
- *Steffel Levitt & Weiss v. Astor Holdings*, 278 Fed. Appx. 718, 2008 U.S. App. LEXIS 165209 (9th Cir. 2007).
- *Tang v. City of Westminster*, 92 Fed. Appx. 424, 2004 U.S. App. LEXIS 1100 (9th Cir. 2003).
- *Mora v. Hollywood Bed and Spring* (2008) 164 Cal. App. 4th 1061.
- *Schwab v. So. Cal. Gas Co.* (2004) 114 Cal. App. 4th 1308.

- *20th Century Ins. Co. v. Schurtz* (2002) 92 Cal. App. 4th 1188.
- *Roulier v. Cannondale* (2002) 101 Cal. App. 4th 1180.
- *Truck Ins. Exch. v. Bennett* (1997) 53 Cal. App. 4th 75.
- *Tushinsky v. Arnold* (1987) 195 Cal. App. 3d 666.

Insights

- "Lead Paint As A Public Nuisance In California," *Law360*, December 6, 2017
- Co-author, "Sargon Update: Reforming the CA Standard for Expert Testimony," *Law Journal Newsletters: Product Liability Law & Strategy*, July 2015
- "The United States Supreme Court Declines to Clarify Rules Governing States' Exercise of Personal Jurisdiction Over Foreign Manufacturers", *Los Angeles Daily Journal*, October 12, 2012
- "Asbestos Case Lends to Application of Political Question Doctrine", *Los Angeles Daily Journal*, February 8, 2012
- "Jurisdiction Over Foreign Manufacturers Remains Uncertain", *Los Angeles Daily Journal*, July 7, 2011
- "A Look at Oral Argument in Battle Over Jurisdiction Between Foreign Manufacturers", *Los Angeles Daily Journal*, January 24, 2011
- "Supreme Court Case Could Significantly Affect Foreign Manufacture", *Los Angeles Daily Journal*, January 11, 2011
- "The Pass-On Defense to Antitrust Violations: Not all Gone", *San Francisco Daily Journal*, July 23, 2010
- "Manufacturers of Non-Defective Products Still Not Liable for Those of Others", *Los Angeles Daily Journal*, May 11, 2010
- "Oklahoma Law Applied to Asbestos Claim", *Los Angeles Daily Journal*, March 4, 2010

Areas of focus

Practices

- Litigation and Dispute Resolution
- Product Liability and Complex Torts
- Professional Liability Litigation
- Appellate Advocacy

Education

- Temple University, 1982, LL.M., Tax
- Temple University, 1980, JD
- Temple University, 1977, BBA, in Accounting/Finance

Admissions and qualifications

- California
- US Court of Appeals for the Ninth Circuit
- US District Court for the Central District of California
- US District Court for the Eastern District of California
- US District Court for the Northern District of California
- US District Court for the Southern District of California
- US Supreme Court

Erin N. Bass

Senior Managing Associate



Senior Managing Associate

Phoenix

D +1 602 508 3967

erin.bass@dentons.com

Overview

Erin Bass is a Senior Managing Associate in Dentons' Litigation and Dispute Resolution practice with first-chair jury trial experience. She focuses her practice on labor and employment litigation and complex commercial litigation.

Erin has successfully defended employers against wage-hour class actions, and individual claims of discrimination, wrongful termination and whistleblower retaliation.

Erin also counsels employers on risk management and litigation avoidance. She has developed and implemented training programs for management on best practices and compliance, and has designed policies and procedures to guide supervisors and HR professionals on lawfully and efficiently managing their workforce.

Erin also represents Fortune 500 corporations and government entities in complex disputes involving allegations of fraud, breach of fiduciary duty, extortion, antitrust, breach of contract, and insurance bad faith.

Erin's trial experience includes first-chairing a federal jury trial on behalf of a pro bono client, where she secured a unanimous verdict in her client's favor on his First Amendment and Due Process claims.

Experience

Prior to joining Dentons, Erin provided the following services to clients.

Employment Litigation and Counseling

- Defended a publicly traded company against claims of whistleblower retaliation (under the Sarbanes-Oxley Act) and age discrimination brought by a former high-level executive.
- Defended various clients against charges of discrimination on the basis of race, sex and national origin under Title VII.
- Defended various clients against discrimination and retaliation claims under the Age Discrimination in Employment Act, the Family Medical Leave Act, the Americans with Disabilities Act, and the Genetic Information Nondiscrimination Act.

- Defended a company in a multi-state wage-and-hour class action in a New York federal court challenging the employer's tip credit and uniform allowance pay policies under the Fair Labor Standards Act and various state laws.
- Defended an employer against a wage-and-hour class action in a California federal court challenging the company's piece-rate pay system under the Fair Labor Standards Act and California law, and alleging a joint employer relationship.
- Represented clients in connection with US Department of Labor wage-and-hour audits.
- Guided employers through restructures, relocations and mass layoffs.
- Defended against claims of wrongful discharge under Arizona's Employment Protection Act.

Labor

- Represented an employer in a consolidated unfair labor practice trial, and appeal to the NLRB, challenging its discipline of employees who conducted a demonstration on a retail sales floor.
- Represented an employer in an unfair labor practice trial, and appeal to the NLRB, challenging certain policies in its national employee handbook.
- Appeared for employers in dozens of other unfair labor practice proceedings, including challenges to decisions to close a facility and allegations of nationwide retaliation.
- Appeared for an employer in an NLRB representation hearing involving objections to election proceedings under the expedited election rules.
- Advised employers on union-organizing campaigns in retail stores, distribution centers, food processing plants and among truck drivers.
- Represented employers in grievance arbitrations alleging discharge without just cause.

Commercial Litigation

- Represented a tribe in federal court in a case alleging fraud, misrepresentation and breach of contract, and involving issues of preemption and inter-governmental immunity.
- Represented a hospital as plaintiff in a case against a medical provider alleging breach of contract and bad faith.
- Won a jury verdict for a defendant insurance company in a case alleging breach of contract and bad faith denial of coverage, where the plaintiffs sought more than \$1 million in damages.
- Won a partial summary judgment on bad faith claims for a defendant insurer.

Recognition

- *Southwest Super Lawyers*, 2018-2019, "Rising Star" in employment and labor law

In the Media

- Cited by *Corporate Counsel*, February 2018
- Quoted in an article on "Paid Sick Leave Under Prop. 206," *The Arizona Republic*, July 14, 2017
- Quoted in an article on "Arizona's New Sick-Leave Law," *The Arizona Republic*, June 29, 2017

Insights

- Co-author, "Department of Labor issues final rule clarifying how to calculate the 'regular rate' for overtime pay," Dentons client alert, December 16, 2019
- Author, "Practical guidance for employers on confidentiality provisions that survive NLRB scrutiny," *ABA Journal of Labor & Employment Law*, Volume 34, Number 1, October 10, 2019
- Co-author, "Balancing privilege interests with employees' US labor rights in internal investigations," ACC Docket, September 19, 2019
- Author, "Key Labor & Employment Issues Facing Retailers," Client Alert, November 9, 2018
- Author, "Of Elephants and Mouseholes: Supreme Court Holds Employers Can Lawfully Require Class Action Waivers in Arbitration Agreements," Client Alert, May 21, 2018
- Author, "California Narrows Definition of Independent Contractor; Upends 30-Year Old Test," Client Alert, May 1, 2018
- Author, "California Supreme Court Rejects Federal OT Formula; Requires More Expensive Calculation," Client Alert, March 7, 2018
- Author, "The Hidden Landmine in Arizona's Earned Paid Sick Time Law," Client Alert, June 15, 2017
- Author, "California Supreme Court Clarifies Day of Rest Rules," Client Alert, May 10, 2017

Activities and Affiliations

Presentations

- Speaker, "Arizona's Paid Sick Time Law: Are You in Compliance?," Southwest Arizona Human Resources Association (SAHRA) and RevAZ Workshop, November 14, 2018
- Speaker, "How to Draft an Employee Handbook According to the NLRB," 12th Annual ABA Section of Labor and Employment Law Conference, November 9, 2018
- Speaker, "Arizona's Paid Sick Time Law. Are you in Compliance?," Arizona Commerce Authority, RevAZ 2018 Workshop Series, September 13, 2018
- Speaker, "15th Annual Labor Relations Conference," May 3, 2018
- Speaker, "I'm Still Hoping for the Raise...Denying a Wage Increase During Bargaining: A Look at *Arc Bridges Inc. v. NLRB*," ABA Committee on the Development of the Law Under the NLRA 2018 Midwinter Meeting, February 26, 2018
- Speaker, "Defend Trade Secrets Act," MIP Trade Secrets Forum 2016, September 27, 2016
- Speaker, "13th Annual Labor Relations Conference," May 25, 2016

Memberships

- Secretary, Arizona Law Review Alumni Association
- Member, National Financial Institutions Employment Lawyers Committee
- Contributing Editor, *The Developing Labor Law*

Prior and Present Employment

Clerkships

- Hon. Chief Justice Rebecca White Berch, Arizona Supreme Court
- Extern, Hon. Susan R. Bolton, US District Court, District of Arizona

Areas of focus

Practices

- Commercial Litigation
- Employment and Labor
- Restrictive Covenant Disputes
- Restructuring, Redundancies and Reductions in Force
- Wage and Hour/Working Time/Overtime Litigation
- Native American Law and Policy (United States)

Industry sectors

- Retail
- Construction
- Financial Institutions
- Manufacturing
- Freight and Logistics

Education

- University of Arizona College of Law, 2012, JD, *summa cum laude*; Order of the Coif; Research Editor, *Arizona Law Review*
- Arizona State University, 2009, BA, (journalism), *cum laude*

Admissions and qualifications

- Arizona
- California
- US Court of Appeals for the Fifth Circuit
- US Court of Appeals for the Ninth Circuit
- US District Court for the Central District of California
- US District Court for the District of Arizona

John A. Moe, II

Partner



Partner

Los Angeles

D +1 213 892 4905

John.Moe@dentons.com

Overview

John Moe has practiced as an attorney in the areas of Commercial Litigation, Creditor Rights and Bankruptcy/Insolvency in the United States District Courts, the United States Bankruptcy Courts and the California State Superior Courts.

Among other cases, John was the lead litigation attorney, responsible for resolving 14,000 claims in one of the largest Chapter 11 Bankruptcy cases ever filed (Apex Oil Company and its 53 administratively consolidated related entities), Creditors Committee Counsel in the largest telecommunications case (Pacific Gateway Exchange and its 4 related entities), counsel for creditors in the largest financial institution bankruptcy case (Washington Mutual) and debtor's counsel successfully reorganizing a nationwide distributor of siding and roofing materials (MaxiTile, Inc.).

John has represented Plaintiffs and Defendants, Secured Creditors and Unsecured Creditors, Debtors, Trustees and Receivers, Creditor Committees and Creditors. He is a veteran, having served as a Judge Advocate in the United States Air Force.

Experience

Litigation in Chapter 11 Proceeding

- Represented 54 debtors in procedurally consolidated Chapter 11 cases, assisting in the drafting, and presentation at trial, of a proposed Plan of Reorganization. Following confirmation of the Plan Of Reorganization, responsible for supervising the review, categorization, litigation and resolution of 14,000 Claims reducing the amount claimed from \$7 billion to \$170 million, including federal and multiple state tax, environmental, admiralty, asbestosis, trade, workman's compensation, personal injury and governmental claims. In the context of the resolution of Claims, defended Reorganized Debtor in connection with the largest oil spill case, to ever occur off the coast of Alaska, prior to the Exxon Valdez oil spill. In the course of the resolution of Claims, filed in excess of 7,000 Objections To Claims and oversaw the preparation, filing and resolution of in excess of 900 Motions setting reserves on Claims in accordance with the confirmed Plan of Reorganization.

Debtor's Counsel in Chapter 11 Reorganization

- Filed Chapter 11 Proceeding for roofing and siding distributor, obtaining after two years, the confirmation of a complex Plan Of Reorganization, pursuant to which pending and threatened litigation in more than 20 states was consolidated, requiring all plaintiffs on all claims for defective products and personal injuries to utilize a Claims Administration Procedure, eliminating federal and state court litigation, and limiting the Reorganized Debtor's exposure on previously filed and to be filed claims for defective product

Representation of Trustee in Chapter 11 Proceeding

- With Luce Forward's San Francisco Office, represented Chapter 11 Trustee (subsequently, Liquidating Trustee) in the case of a company that specialized in above-market loans to military service personnel, selling overpriced computers and other electronic devices, at high interested rates. On behalf of the Chapter 11 Trustee, opposed multiple, successive Plans Of Reorganization proposed by the Debtor, and, ultimately, negotiated and drafted with the Creditors Committee and Debtor a Joint Plan Of Reorganization, which Plan was confirmed by the Bankruptcy Court.

Representation of Secured Creditors

- Represented FDIC in state court seeking the appointment of a Receiver, then after Debtor filed Chapter 11, represented FDIC and successor Bank opposing a Plan Of Reorganization, ultimately negotiating—over a course of 11 months—an agreement, pursuant to which homes and hundreds of lots were sold, for the benefit of the Bank
- Represented Bank, in two state court proceedings, and in two bankruptcy cases filed by a physician and his corporation, obtaining appointment of Receivers, then Trustees, in both cases, ultimately obtaining full recovery on loans Bank made to physician and his professional corporation

Representation of Unsecured Creditors

- Represented 11 former senior executives (former Chief Executive Officers, Presidents, Chief Financial Officers) of H. F. Ahmanson & Company and Home Savings of America, on obligations due senior executives, in the Washington Mutual Bankruptcy Case, filed in Delaware, filing and litigating Claims, ultimately recovering full amount due each Claimant on their respective Claims
- Represented former equity and non-equity partners, of national Law Firm, in connection with the Firm's Chapter 7 bankruptcy case, defending allegations asserted by Trustee against partners, seeking to collect 3 years of compensation and future fees, defending and ultimately resolving complaints asserted by Trustee against partners

Representation of Receivers in State Court

- Following the filing of a bankruptcy proceeding by principle of developer of housing projects throughout the state of California, represented consortium of Banks, in obtaining the appointment of Receiver in Imperial County, then worked with Receiver to complete construction of homes, then sale of homes, recovering obligation due Banks on construction financing loan. Chinatrust Bank (USA)
- Obtained the appointment of Receiver for a housing development in Menifee, California, then, working with Receiver, protected and restored properties, and completed construction of homes, permitting sale of homes, for the recovery of funds to Bank
- Represented Receiver and Superior Court Commissioner, in connection with class action lawsuit, resolving issues against lawyer who originated the class action, first in the Superior Court, and, then, when originating lawyer filed bankruptcy, in Bankruptcy Court, then—after two years of litigation—the distribution of assets from the class action to both the attorneys who represented class action members and their constituents.
- Sought and obtained the appointment of Receiver, then worked with Receiver on managing multi-location

health care facilities.

Representation of Creditors Committees

- Represented Creditors Committee in international telecommunications failure of five substantively consolidated debtors, successfully working with Debtors' counsel and obtaining confirmation of Liquidating Plan Of Reorganization
- Represented Creditors Committee in nationwide case of television and audio-visual manufacturer, working with Debtors' counsel successfully confirming Chapter 11 Plan Of Reorganization

Representation of Lessors

- Representation of bank in connection with bankruptcy of seven telecommunications companies, leasing space from Bank in largest telecommunications center in Downtown Los Angeles, filing and litigating Claims in bankruptcy proceedings in Los Angeles, New York and Delaware, obtaining payment of pre-petition and post-petition obligations, and negotiating new post-petition leases on behalf of Bank.
- Representation of Bank in connection with initial, then second bankruptcy of nationwide video company distributor, negotiating resolution of leases and effectuating recovery of leasehold space in locations in California.

Representation of Creditors

- Representation of developer in multi-state litigation, in simultaneous bankruptcy proceedings, related to acquisition of real property for development of between 150 and 190 homes.

Representation of Purchasers

- Represented buyer in Bankruptcy Court proceeding on purchase of assets of Mexican food manufacturer.
- Represented "Stocking Horse" bidder in Bankruptcy Court on acquisition of multi-million dollar building in the South Bay.

Assignment for the Benefit of Creditors

- Represented Assignee for the benefit of creditors, defending assignee, in multiple lawsuits, where Assignee was accused of misrepresentations and malfeasance in carrying out the assignment for the benefit of creditors, dealing with sale of a restaurant chain. Working with insurance defense counsel, filed Complaint against all creditors, obtaining Judgments preventing further recovery by secured and unsecured creditors, and confirmed previous distribution of assets to creditors

Appointment as Trustee

- Appointed as Trustee, for multi-million dollar trust, effectuating sale of multiple apartment buildings and additional real property, then effectuating distribution of assets to beneficiaries of the trust

Representation of Estate Trustee

- Representation of financial institution operating as trustee for multi-million dollar estate, effectuating sale of deceased's substantial investments in stock, then sale of real property, working with trustee to distribute assets to beneficiaries of trust

Military Service

- John served in the United States Air Force, holding the rank of Captain, Office of the Staff Judge Advocate,

USAF, 1976-1980

- Criminal Defense Counsel, Edwards Air Force Base, California, 1976-1977
- Assistant Staff Judge Advocate and Prosecution Counsel, Kunsan Air Force Base, Korea, 1977-1978;
- Norton Air Force Base, 1978-1980
- Specially Appointed Defense Counsel, Edwards Air Force Base, 1979
- Awarded Meritorious Service Medal, 1979
- John prepared and defended over 150 summary criminal proceedings and multiple jury trials as Base Defense Counsel. He drafted charges for over 100 summary criminal proceedings and prosecuted multiple jury trials as Prosecution Counsel. He interpreted treaties and acted as liaison between judicial officials for the United States Air Force and South Korea. John represented the United States Air Force before the South Coast Air Quality Management District.

Recognition

- Recognized by *Best Lawyers in America* (2016-2020), the leading peer-review-based directory of legal practitioners, for Bankruptcy and Creditor Debtor Rights / Insolvency and Reorganization Law.
- Martindale-Hubbell® AV Rating
- *Super Lawyers: Corporate Counsel* - Most Recent Listing: 2010 (Bankruptcy & Creditor/Debtor Rights)
- *Super Lawyers: Business Edition* - Most Recent Listing: 2015 (Bankruptcy & Creditor/Debtor Rights)
- *Southern California Super Lawyers* - Most Recent Listing: 2015 (Bankruptcy & Creditor/Debtor Rights, Business Litigation)

In the Media

- "Verity Collects Approval to Sell Remaining Hospitals," *The Deal*, April 18, 2019
- "Verity to Seek Sale of Hospitals in Chapter 11," *The Deal*, September 1, 2018
- "Judge clears Gardens Regional sale," *The Deal*, August 01, 2016

Activities and Affiliations

Community Involvement and Pro Bono

- Notre Dame Club of Los Angeles - Board of Directors (1984-2016), President (1988-1990), Secretary (1986-1988; 2000-2002), Co-Chairman: "The Game Is On" Biennial Luncheon (1988-2016)
- Boy Scouts Of America - Troop 507 Scoutmaster (2011-2016), Assistant Scoutmaster (2004-2010)
- Carolwood Pacific Historical Society Member (1999-2016)
- La Canada Baseball and Softball Association - Member, Board of Directors (2000-2008), President (2006-2008), Secretary (2002-2005)
- St. Francis High School Athletic Booster Club (2007-2010) - President (2008-2009)
- St. Bede Parish Council (2007-2010)
- *Airport Marina Counseling Service* - Member, Board of Directors (1983-2000), Vice-President (1990-1991)

Areas of focus

Practices

- Litigation and Dispute Resolution
- Commercial Litigation
- Creditor and Equity Committee Representation

Education

- University of Notre Dame Law School, 1975, JD
- University of Notre Dame, 1972, BA, *magna cum laude*

Admissions and qualifications

- California
- Supreme Court of the United States
- US Court of Appeals for the Ninth Circuit
- US Court of Appeals for the Seventh Circuit
- US District Court for the Central District of California
- US District Court for the Eastern District of California
- US District Court for the Northern District of California
- US District Court for the Southern District of California

Jacqueline Whipple

Senior Managing Associate



Senior Managing Associate

Kansas City

D +1 816 460 2432

jacqueline.whipple@dentons.com

Overview

Jacqueline Whipple is a member of Dentons' Litigation and Dispute Resolution and White Collar and Government Investigations practices. Her experience includes counseling clients on government investigations and litigation, conducting internal investigations of both domestic and multinational organizations and assisting in the defense of complex litigation and enforcement actions by government agencies, with a particular focus on actions involving the US Foreign Corrupt Practices Act (FCPA) and antitrust fraud.

Jacqueline also handles a wide range of litigation and appellate work, including breach of contract, insurance, environmental tort, trade secrets, employment, class action, condemnation and construction disputes. She has litigated disputes in federal courts, state courts and in arbitration.

Jacqueline handles all aspects of pretrial litigation, including dispute resolution strategy, e-discovery efforts, depositions, arguing motions and drafting dispositive and other motions. Jacqueline has second-chair experience with jury trials, and first-chair experience with appellate practice. She also has experience with the energy industry, including proceedings before regulatory and legislative bodies.

Experience

- **Multinational health care company:** Assisted in forming a defensive strategy, and conducting internal investigations in multiple jurisdictions for compliance with the US FCPA.
- **Closely held professional corporation:** Defending against an American Arbitration Association (AAA) claim brought by a departing member of a closely held professional corporation, Jacqueline successfully assisted the client in resisting the departing member's dispute regarding severance. As a result of Jacqueline's strategic discovery, persuasive pretrial motions and vigorous presentation of evidence at hearing, the arbitrator entirely rejected the plaintiff's liability and damages theories.
- **International franchise company:** Represented in strategic settlements and arbitrations. Jacqueline assisted in structuring favorable franchise agreement re-negotiations, and in resolving franchisee disputes through mediation and arbitration, in multiple jurisdictions.

Recognition

Honors and Awards

- *Super Lawyers* "Missouri & Kansas Rising Star," 2017 and 2018

Activities and Affiliations

Community Involvement and Pro Bono

- Board member of Impact KC, a nonprofit that distributes grants to Kansas City-based charities.
- Seventh Circuit Appeal: represented indigent pro bono client; developed innovative appellate arguments and presented oral argument; Seventh Circuit Court of Appeals issued written opinion noting errors in conduct of the trial.
- Secured an appellate victory for a woman and son who were denied a domestic violence protection order by the Circuit Court of Cook County. The Illinois First District Appellate Court agreed that the lower court failed to comply with the Illinois Domestic Violence Act, and reversed and remanded for a plenary hearing in compliance with the statutory requirements.

Presentations

- Co-presenter, "Contract litigation strategies: When Standard Terms Lead to Substandard Results," Practicing Law Institute, April 10, 2019
- Presenter, "How To Get Your Evidence Admitted (and Keep Theirs Out)," National Business Institute's Seminar on Civil Trial: Everything You Need To Know, Overland Park, Kansas October 25, 2018
- Presenter, "Motions in Limine," National Business Institute's Seminar on Advanced Civil Litigation Skills, Overland Park, Kansas, June 2017

Memberships

- Federal Bar Association
- Missouri and Kansas Bar Associations, including the Young Lawyers Sections
- Kansas City Metropolitan Bar Association
- Association for Women Lawyers of Greater Kansas City

Prior and Present Employment

Previously, Jacqueline served as a judicial law clerk for the Hon. Beth Phillips in the US District Court for the Western District of Missouri. She also worked as a summer clerk for the Hon. Nanette K. Laughrey in the US District Court for the Western District of Missouri.

Areas of focus

Practices

- Appellate Advocacy

- Class Action Defense
- Employment Disputes
- Energy Litigation
- Environmental Litigation
- Intellectual Property Litigation
- Internal Investigations
- Global Anti-Corruption
- Litigation and Dispute Resolution
- White Collar and Government Investigations

Industry sectors

- Life Sciences and Health Care
- Manufacturing

Region

- United States

Education

- University of Missouri School of Law, 2012, JD
- University of Missouri, 2008, BA, Journalism with Magazine Emphasis, Minor in Spanish

Admissions and qualifications

- Kansas
- Missouri
- US Court of Appeals for the Eighth Circuit
- US Court of Appeals for the Seventh Circuit
- US District Court for the District of Kansas
- US District Court for the Western District of Missouri

Tania M. Moyron

Partner



Partner

Los Angeles

D +1 213 623 9300

tania.moyron@dentons.com

Overview

Tania M. Moyron is a partner in Dentons' Restructuring, Insolvency and Bankruptcy group. Tania has significant experience in bankruptcy, corporate restructuring and related litigation matters. She has represented Chapter 11 debtors, creditors' committees, liquidating trustees, principals and secured and unsecured creditors in all aspects of corporate bankruptcy. She also has advised buyers and sellers of assets in bankruptcy and receivership cases, including representation of a publicly traded real estate investment trust (REIT) and restaurant franchise.

Tania's representations span a variety of industries, including health care, retail, entertainment, trucking, commercial and residential real estate and restaurant franchise industries. She also has litigation experience in state and federal courts and appellate experience before the Bankruptcy Appellate Panel for the Ninth Circuit Court of Appeals, District Courts and the Ninth Circuit Court of Appeals.

Prior to joining Dentons, Tania gained experience in complex and challenging Chapter 11 cases at top-ranked national firms for business restructuring and bankruptcy. Tania also served as a judicial and appellate law clerk to the Honorable Christopher M. Klein, Chief Judge for the United States Bankruptcy Court for the Eastern District of California and former member of the Bankruptcy Appellate Panel of the Ninth Circuit Court of Appeals.

Experience

- **Verity Health System of California, Inc.** (Chapter 11 - Central District of California, August 2018-present): Tania co-leads the firm's representation of this parent not-for-profit company and sixteen affiliated entities, including six significant operating hospitals, in the second largest hospital bankruptcy case in American history. Recently, the Court approved the sale of two hospitals for \$235 million, over the objections of various parties, including the California Attorney General.
- **Gardens Regional Medical Center & Hospital, Inc.** (Chapter 11 - Central District of California, June 2016-October 2018): Tania played a pivotal role in representing this 137 bed not-for-profit hospital in connection with the California Attorney General's appeal of the Bankruptcy Court's sale order. The hospital was initially sold under section 363 of the Bankruptcy Code in a very successful auction (the purchase price went from \$8.5 million to \$19.5 million). The California Attorney General approved the sale, but imposed such onerous economic conditions on the buyer that the sale failed, which led to the hospital's closure. The

hospital sold again, now as a closed hospital, for approximately \$7 million, over the objection of the Attorney General. When the Attorney General appealed the sale order, the firm successfully obtained a dismissal of the appeal. The case resulted in three published opinions, all on cutting edge issues of bankruptcy law, and a distribution to unsecured creditors.

- **Puerto Rico:** Represented the Fiscal Agency and Financial Advisory Authority and the Government Development Bank for the Commonwealth of Puerto Rico regarding its restructuring and revitalization efforts prior to commencement of proceedings under the Puerto Rico Oversight, Management, and Economic Stability Act (PROMESA).
- **ICPW Liquidation Corp., a Nevada corp., (formerly In re Ironclad Performance Wear Corp.), et al.:** Represented the Official Committee of Equity Holders (and currently the Trustee and the Trustee Board) in chapter 11 jointly-administered cases. The Debtors' assets were sold at auction for \$25.25 million, which is 60 percent more than the stalking-horse bid. Thereafter, the Equity Committee and the Debtors confirmed a joint plan of liquidation that pays unsecured creditors in full and results in significant distributions to equity.
- **Domum Locis, LLC:** Represented a real estate debtor in successfully restructuring its obligations with its secured lender and emerging from Chapter 11.
- **Radio personality:** Represented non-debtor spouse and well-known radio personality in contentious litigation instituted by secured lender.
- **Edenhurst Gallery:** Confirmed a Chapter 11 plan of reorganization for an art gallery operator and a purchaser and seller of fine historic paintings and antiques.
- **Heller Erhman, LLP:** Represented the Official Committee of Unsecured Creditors in the administration of estate and claims litigation.
- **South Bay Expressway L.P.:** Represented the California Department of Transportation in the Chapter 11 proceedings of the state's largest public-private partnership, which built a toll road in Southern California.
- **Consolidated Freightways Corp., et al.:** Represented a Chapter 11 liquidating trustee in Consolidated Freightways Corp. and certain affiliates (the former operator of one of the largest less-than-truckload long-haul freight transportation companies in the United States, which generated more than US\$2 billion in revenues annually) in connection with the administration of the estates, complex insurance litigation and other matters.
- **Rachel Ashwell Designs, Inc. dba Shabby Chic:** Represented a Chapter 11 debtor (a retailer, manufacturer, licensor and wholesaler of home furnishings, bedding and accessories) in connection with the liquidation of certain retail stores and a structured dismissal.

Recognition

- Recognized as a "Rising Star" by *Southern California Super Lawyers*, 2013–2015

In the Media

- "\$610M Stalking Horse Bid For 4 Verity Hospitals Approved," *Law 360*, February 20, 2019
- "Verity Reveals Sale of Remaining Hospitals," *The Deal*, January 18, 2019
- "Verity Health Collects Bid Procedures Approval," *The Deal*, October 25, 2018
- "Verity to Seek Sale of Hospitals in Chapter 11," *The Deal*, September 1, 2018

Activities and Affiliations

Community Involvement and Pro Bono

- Cycle for Survival, Team Lead
- LA Beats Cancer, Board Member

Presentations

- Speaker, "Appellate Ethics and Frivolous Appeals," 4th Annual Bankruptcy Ethics Symposium, Federal Bar Association
- Speaker, "What's up with Attorney Civility?," 5th Annual Bankruptcy Ethics Symposium, Federal Bar Association
- Producer, "Back to the Minefield: (Even More) Ethical Dilemmas Facing Young Insolvency Professionals," California Bankruptcy Forum, Rancho Mirage, California

Memberships

- Member, American Bankruptcy Institute
- Member, International Women's Insolvency and Restructuring Confederation (IWIRC)
- Los Angeles County Bar Association

Areas of focus

Practices

- Restructuring, Insolvency and Bankruptcy
- Creditor and Equity Committee Representation
- Cross-Border Restructuring Matters
- Debtor Representation
- Insolvency Litigation and Enforcement
- Out-of-Court Restructurings and Work-outs

Education

- University of the Pacific, McGeorge School of Law, 2004, Juris Doctor
- University of California at San Diego, 1999, BA

Admissions and qualifications

- California
- US Bankruptcy Court for the Central District of California
- US Bankruptcy Court for the Eastern District of California
- US Bankruptcy Court for the Northern District of California
- US Bankruptcy Court of the Southern District of California

- US Court of Appeals for the Ninth Circuit
- US District Court for the Central District of California
- US District Court for the Northern District of Texas

Languages

- English
- Spanish

Anna Youssefi

Senior Managing Associate



Senior Managing Associate

San Francisco/Oakland

D +1 415 882 0151

anna.youssefi@dentons.com

Overview

Anna is a member of Dentons' Employment & Labor practice. Her practice focuses on counseling clients on labor and employment law matters, including compliance with federal and state employment laws and assisting clients with employee terminations, including layoffs. She also assists clients with the preparation of employment documents, including employee handbooks and internal policies. Anna also prepares affirmative action plans for federal contractors and advises clients on compliance with federal employment regulations relating to affirmative action.

In addition, Anna represents clients in Employee Retirement Income Security Act (ERISA) disability litigation. Anna also works with clients in the life, health and disability insurance industries and represents clients in business disputes involving claims for breach of contract, breach of fiduciary duty, unfair competition, unfair business practices, bad faith, fraud and improper sales practices, among other matters.

Experience

Employment & Labor

- Assisted client with layoff, including WARN Act compliance.
- Prepared Affirmative Action Plans for federal government contractor client.
- Represented federal government contractor client in connection with Office of Federal Contract Compliance Programs (OFCCP) compliance audit and reached successful closure of same.
- Assisted in obtaining summary judgment in employment discrimination action with significant exposure.
- Drafted executive release agreements and assisted with negotiation of terms of agreements.
- Advised client on leave policies, including nationwide sick leave policy and maternity and paternity leave policies.

Insurance

- Defending insurers against claims for breach of contract and breach of the duty of good faith and fair dealing, based on alleged wrongful termination/improper lapse of life insurance policies.
- Obtained a summary judgment in favor of a life insurer in a wrongful rescission and bad faith action.
- Successfully moved to strike class-action allegations in a putative class action involving unfair business practices and bad faith claims.
- Assisted in obtaining an important defense ruling in a nationwide class action involving consumer protection and unfair competition claims.
- Achieved the resolution of complex interpleader action on behalf of an insurer involving disputed life insurance benefits.

Commercial Litigation

- Defended and successfully negotiated a nationwide settlement of a class action filed against a manufacturer of dietary supplements.
- Represented a multinational company in a putative class action for alleged violations of the Song-Beverly Credit Card Act.
- Defended a breach of contract claim based on a purchase and sale of asset transaction.

Recognition

Honors and Awards

- Witkin Award for Academic Excellence – Business Organizations
- Witkin Award for Academic Excellence – California Civil Procedure
- Witkin Award for Academic Excellence – Remedies
- Witkin Award for Academic Excellence – Family Law
- Cali Excellence for the Future Award – Business Organizations
- Cali Excellence for the Future Award – Criminal Procedure

Areas of focus

Practices

- Employment and Labor
- Employment and Labor Advice and Counseling
- Employment Contracts, Handbooks and Policies
- Equal Employment, Diversity and Discrimination
- ERISA Litigation
- Human Resources Advice and Counseling

- Commercial Litigation
- Class Action Defense

Industry sectors

- Bad Faith Defense
- Defense and Space
- Insurance
- Insurance Litigation and Arbitration
- Life Insurance and Annuities
- Sales Practices Litigation

Education

- Santa Clara University School of Law, 2008, JD, *summa cum laude*, Order of the Coif
- University of California at Davis, 2004, BA, with honors

Admissions and qualifications

- California
- US Court of Appeals for the Fourth Circuit
- US Court of Appeals for the Ninth Circuit
- US District Court for the Central District of California
- US District Court for the Eastern District of California
- US District Court for the Northern District of California
- US District Court for the Southern District of California

Nicholas Kappas

Partner



Partner

St. Louis

D +1 314 259 5856

nicholas.kappas@dentons.com

Overview

Nick is a member of Dentons' Tax practice group. He concentrates his practice on federal tax planning for federal and state tax credit transactions and tax-exempt and taxable bonds.

Nick has represented clients on tax credit transactions involving new markets, historic rehabilitation and low-income housing tax credits, as well as on related federal and state tax matters including tax credit syndication and tax-exempt organizations.

Nick has substantial experience in federal tax matters in the area of tax-exempt bond financing for state and local governments, and he regularly participates in tax-exempt and taxable municipal financings, including general obligation, revenue, leasehold revenue, and private activity bonds. He has represented bond issuers and underwriters in connection with new money bonds, refunding bonds, conduit financings, and taxable or tax credit bonds. Nick advises clients on key tax issues pertaining to tax-exempt or taxable bond financings and strives to provide creative yet practical solutions to ensure a successful transaction.

Insights

- Co-author, "Section 45Q initial guidance released for carbon capture projects," Dentons client alert, February 26, 2020.
- Co-author, "New guidance clarifies aspects of the Opportunity Zone program," Dentons client alert, April 23, 2019

Activities and Affiliations

Memberships

- American Bar Association Tax Section
- Missouri Bar Association Tax Law Section

- National Association of Bond Lawyers
- New York State Bar Association Tax Section

Areas of focus

Practices

- Tax Credits and Tax-Advantaged Investing
- Tax
- Opportunity Zones

Issues and opportunities

- Global tax guide to doing business in...

Education

- Washington University in St. Louis School of Law, 2007, LL.M., Taxation
- New York Law School, 2002, JD, *cum laude*
- Colgate University, 1991, BA

Admissions and qualifications

- Missouri
- New York

大成 DENTONS

Nicholas A. Koffroth

Senior Managing Associate



Senior Managing Associate

Los Angeles

D +1 213 243 6022

nick.koffroth@dentons.com

Overview

Nicholas A. Koffroth is a senior managing associate in Dentons' Restructuring, Insolvency and Bankruptcy group. Nick's practice at Dentons includes bankruptcy matters as well as in- and out-of-court restructuring efforts.

Nick's practice focuses on healthcare industry restructuring efforts. Nick has also represented debtors and creditors in a wide range of industries through all aspects of the Chapter 11 process, including first-day motions, relief from the automatic stay, 363 sales, claims litigation, avoidance actions based on preferential or fraudulent transfers and other adversary proceedings, and plan confirmation. His bankruptcy representations include secured and unsecured creditors, debtors in possession, asset purchasers, creditors' committees and officers and directors.

Nick also has substantial experience representing individuals and companies in all phases of commercial litigation, from document discovery, witness interviews and pre-trial motion practice through trial, post-trial motions and appeal. He has conducted case assessments, counseled clients on the possible consequences of settlement or trial, and mapped litigation strategies that align with the client's business objectives. His experience spans both federal and state courts and includes complex financial services and commercial litigation.

Nick's commercial litigation experience includes representations of commercial mortgage-backed securities (CMBS) trusts and special servicers in matters involving resolution of intercreditor disputes; prosecution of foreclosure and guaranty actions and pursuit of receivership appointments; defending lender-liability actions; and litigating breach of contract and fraud actions relating to loan agreements. Nick has represented CMBS commercial lenders and special servicers in state court foreclosure proceedings and related actions, subsequent bankruptcy filings, and all levels of appeal including before the United States Court of Appeals for the Ninth and Tenth Circuits as well as the United States Supreme Court.

Nick also counsels companies on credit and bankruptcy risk mitigation strategies and drafted provisions in leases, licenses and operating agreements to protect against the occurrence of certain bankruptcy or insolvency events.

Nick maintains an active pro bono practice and has litigated claims for asylum, special immigrant juvenile status, and guardianship before the United States Immigration Court and Los Angeles County Superior Court.

Experience

Nick has worked on several high-profile bankruptcy, litigation, and CMBS matters, including the representation of:

- Verity Health System of California, Inc. and 16 related entities, including 6 significant operating hospitals, in the second largest hospital bankruptcy case in American history. Dentons has already secured court approval of the sale of two hospitals for \$235 million, over the objections of various parties, including the California Attorney General.
- A CMBS trust in connection with a petition for certiorari, granted in part by the United States Supreme Court in *U.S. Bank Nat'l Ass'n v. Village at Lakeridge, LLC*, 138 S. Ct. 960, 2018 WL 1143822 (Mar. 5, 2018) and related merits briefing.
- Five CMBS trusts in bankruptcy litigation and appellate matters related to the 76 jointly administered bankruptcy cases of *In re John Q. Hammons Fall 2006, LLC et al.* before the United States Bankruptcy Court for the District of Kansas, the Bankruptcy Appellate Panel for the Tenth Circuit, and the Tenth Circuit Court of Appeals.
- A Prints and Advertising Lender in the Chapter 11 bankruptcy cases filed by Los Angeles-based film production and distribution company Open Road Films, LLC, and certain debtor affiliates, in the United States Bankruptcy Court for the District of Delaware.
- A global watch company as a Chapter 11 debtor, completing a 363 sale of the company's assets less than two months after the commencement of bankruptcy, and obtaining Court approval of the company's Chapter 11 plan in under four months before the United States Bankruptcy Court for the Southern District of New York.
- Numerous actors, producers, directors, and writers as counter-parties to contracts in The Weinstein Company Chapter bankruptcy cases in the United States Bankruptcy Court for the District of Delaware.
- Intellectual property licensors and licensees in bankruptcy cases and Assignment for the Benefit of Creditors proceedings throughout the United States.
- Various CMBS trusts in successfully foreclosing on properties securing securitized commercial loans ranging from millions of dollars to upwards of several billion dollars, including successful petitions for the appointment of a receiver to manage the property at issue while the foreclosure action was pending.

Recognition

- Recognized as a Rising Star for Bankruptcy in Southern California in *Super Lawyers* magazine (2019-2020)

Insights

- Andrew J. Currie & Nicholas A. Koffroth, *Sino Clean Energy, Inc. v. Seiden* (*In re Sino Clean Energy, Inc.*): Authority to File and the Tension Between Bankruptcy and Receivers, 4 NORTON BANKR. L. ADVISER NL 2 (Apr. 2019)

Activities and Affiliations

- Member, Board of Directors, Los Angeles Bankruptcy Forum, 2019-2021 term
- Chair, Bankruptcy Section Executive Committee, Beverly Hills Bar Association (2018-2019)

Presentations

- Producer, "Small Fish in A Big Tide Pool: Individual and Small Business Chapter 11s," California Bankruptcy Forum, Santa Barbara CA, May 16, 2020
- Producer, The Small Business Reorganization Act of 2019, Los Angeles Bankruptcy Forum, Los Angeles,

CA, April 20, 2020

- Producer, Judges' Roundtable, California Bankruptcy Forum, Palm Springs, CA, May 18, 2019
- Program Chair, "The Intersection of IP and Bankruptcy Law: Thorny Issues Arising in Entertainment Bankruptcies," Beverly Hills Bar Association, Los Angeles, CA, April 17, 2019

Prior and Present Employment

Prior to joining Dentons, Nick was an associate in the Los Angeles office of a national law firm, where he also practiced in the areas of bankruptcy and creditors rights and commercial litigation. After law school and before entering private practice, he served in multiple clerkships in the US Bankruptcy Court for the Central District of California, including as a law clerk to the Hon. Sandra R. Klein, the Hon. Thomas B. Donovan, the Hon. Victoria S. Kaufman, the Hon. Neil W. Bason and the Hon. Sheri A. Bluebond.

Areas of focus

Practices

- Restructuring, Insolvency and Bankruptcy
- Debt Capital Markets
- Distressed Assets
- Litigation and Dispute Resolution
- Appellate Advocacy
- Commercial Litigation
- Financial Services Litigation
- Real Estate
- Intellectual Property Litigation
- Real Estate Investment Trusts (REITs)
- Real Estate Litigation and Dispute Resolution
- Business Structures and Tax Planning

Industry sectors

- Distressed Health Care
- Financial Institutions
- Life Sciences and Health Care
- Media, Entertainment and Sports
- Risk Management

Education

- Loyola Law School, 2012, JD

- University of California, Los Angeles, 2008, BA

Admissions and qualifications

- California
- District of Columbia
- New York
- US District Court for the Central District of California
- US District Court for the Eastern District of California
- US District Court for the Northern District of California
- US District Court for the Southern District of California
- US District Court for the Southern District of New York
- US Supreme Court

Ken Dhaliwal

Partner



Partner

Toronto

D +1 416 863 4651

ken.dhaliwal@dentons.com

Overview

Ken Dhaliwal is a Partner in Dentons' Toronto office; he joined the firm in 2014 from another Canadian law firm and has been practicing entertainment law for over 20 years. Ken focuses on the areas of media, entertainment and intellectual property law. Ken's national and international film, television and on-line clients are involved in a wide range of activities from financing to production and distribution. Ken acts for independent producers, Canadian and foreign broadcasters, major Hollywood studios, online providers, television and film distributors, banks, private equity as well as creators and artists.

In assisting his clients achieve their transactional goals, Ken brings his extensive industry experience, balanced approach and goal-oriented focus. He frequently advises them on the areas of Canadian tax incentives, which he combines with international incentives, treaty co-productions and co-ventures, and structuring productions to maximize the benefits of these programmes. His experience also extends to working directly and extensively with Canadian guilds and governmental and private agencies on behalf of his Canadian and foreign clients.

Ken has been peer-rated as "most frequently recommended" in the annual *Canadian Legal Lexpert® Directory* annual survey and is consistently recognized in the *Lexpert®/American Lawyer Guide to the leading 500 lawyers in Canada* and as one of Canada's leading entertainment lawyers in *Best Lawyers in Canada*. In 2014, Ken was awarded the *Lexpert® "Zenith"* award in recognition for his career accomplishments. In 2015, Ken was awarded a Crystal Mentorship award from *Women in Film and Television-Toronto*.

Experience

- **Breakthrough Entertainment Inc.:** Advising Breakthrough Entertainment Inc. in the sale of its kids and family library and development slate to 9 Story Media Group.

A comprehensive list of Ken's representative experience can be found on his IMDB page.

Recognition

- Recognized in *The Legal 500 Canada* in the area of Media and Entertainment as a "Leading Individual"

(2018-2020)

- Recognized in *The Best Lawyers in Canada* as one of Canada's leading lawyers in Entertainment Law (2008-2020)
- Recognized in *The Canadian Legal Lexpert Directory* as one of Canada's leading lawyers in the area of Entertainment Law (2010-2019)
- Recognized in *The Lexpert/American Lawyer Guide to the Leading 500 Lawyers in Canada* in the area of Entertainment Law (2010, 2013, 2015-2020)
- Recognized in the *Lexpert Guide to US/Canada Cross-Border Lawyers in Canada* in the area of IP & Media (2018-2019)
- Named "Lawyer of the Year" by *Best Lawyers* for Entertainment Law, Toronto (2017)
- Recognized by *Who's Who Legal* as a leading lawyer in the area of Sports and Entertainment: Entertainment (2017)
- Recognized by *Expert Guides* in the area of Technology, Media and Telecommunications: Media (2014, 2017)
- Recognized by *Who's Who Legal Canada* as a leading lawyer in the area of Sports & Entertainment (2014-2017)
- Recognized by *The Legal 500 Canada* in the area of Technology, Media and Telecoms (2015)
- Recommended by the 2011 *Guide to the World's Leading Technology, Media & Telecommunications Lawyers* in the area of Media Law

Honors and Awards

- Received the *Women in Film & Television - Toronto* 2015 Crystal Mentorship Award
- Recipient, 2014 *Lexpert Zenith Award: Celebrating Today's Leaders in Practice Excellence*

In the Media

- Mentioned in Ken Dhaliwal honoured for mentoring women, *Legal Post*, November 3, 2015

Insights

- "Comparison of Canadian Content, Production Services, Co-Ventures and Treaty Co-Productions", March 2015
- "Recent Changes in Independent Production and Interim Financing of Film and Television Productions in Canada", *2005 Guide to the Leading 500 Lawyers in Canada*, Entertainment Law Section/Recent Developments of Importance, *Lexpert/American Lawyer*
- "International Treaty Co-Productions With Canada: An Overview For Producers", co-authored with Bob Tarantino in May, 2005
- "Crisis in Canadian Production: A Modest Proposal or Two", Paper co-authored with Norman Bacal, and presented at the Law Society of Upper Canada's Entertainment, Advertising and Media Law Symposium (April 2005, Toronto)
- "Soft Money - Hard Costs: Recent Changes in Independent Production and Interim Financing of Film and Television Productions in Canada", in the *2004 Guide to the Leading 500 Lawyers in Canada*, Entertainment Law Section/Recent Developments of Importance

Activities and Affiliations

- American Bar Association
- Canadian Bar Association
- The Law Society of Upper Canada (Ontario)

Community Involvement and Pro Bono

- Ken was a founding director of Toronto's ReelWorld Film Festival, and has sat on the board of The Factory Theatre in Toronto.
- He is presently on the Toronto Film Board, Television and Digital Media and selected industry group, which advises Toronto city council on matters of importance to the screen industries.

Presentations

- Trans Atlantic Partners (Erich Pommer Institut, Munich): Expert presenter on multiple topics regarding Canada and Canadian film financing incentives, Munich, Germany, June, 2016
- Panama International Film Festival 2016: co-presented on a panel focusing on legal matters with co-productions
- Certificate in Entertainment Law, Osgoode Hall: presentation of Canadian film industry overview, Toronto, January, 2016
- Producers Lab, Toronto International Film Festival: presented on the topic of legal and practical considerations of using various Canadian sources with international treaty co-productions, Toronto, September 2015
- Shanghai International Film Festival: presented at the offices of 大成 on the topic of international treaty co-productions with Canada, and a special focus on the Canada-China treaty, Shanghai, June 2015
- Panama International Film Festival 2015: co-presented a panel focusing on treaty co-productions with Canada
- Certificate in Entertainment Law, Osgoode Hall: presented an overview of the Canadian film industry, Toronto, February, 2015
- Rio International Film Festival / RioMarket 2014; participated in presentations relating to International Treaty Co-Productions
- Producers Lab, Toronto International Film Festival: presented on the topic of Canadian financing options such as tax credits and soft monies with international treaty co-productions, Toronto, September 2014
- Certificate in Entertainment Law, Osgoode Hall: presented an overview of the Canadian film industry, Toronto, February, 2014
- Rio International Film Festival / RioMarket 2013; participated as a moderator for a case study of film "Mama", which was a Canada-Spain treaty co-production, October, 2013 in Rio de Janeiro, Brazil
- Trans Atlantic Partners (Erich Pommer Institut, Berlin); Expert presenter on multiple topics regarding Canada and Canadian film financing incentives, Berlin, Germany, June, 2013
- Producers Lab, Toronto International Film Festival: presented on the topic of Canadian film financing options available to treaty co-productions, Toronto, September 2013
- Certificate in Entertainment Law, Osgoode Hall: presented an overview of the Canadian film industry, Toronto,

February, 2013

- International Treaty Co-Productions with Canada: An Overview for Producers, Heenan Blaikie, November 2012
- Rio International Film Festival / RioMarket 2012; Participated as a panelist for the session on the topic of "Business Opportunities Between Canada and Latin America in the Audiovisual Market" discussing a wide range of topics including the Canadian legal framework, Canadian incentives and the existing frameworks of production in Canada, on October 3, 2012 in Rio de Janeiro, Brazil
- Comparison of Canadian Content, Co-Ventures and Treaty Co-Productions, Heenan Blaikie, June 2012
- Trans Atlantic Partners (Erich Pommer Institut, Berlin); Expert presenter on multiple topics including: (i) Canadian Audio Visual Landscape; (ii) Canadian Incentives and Co-Productions with Canada; and (iii) Case study on the film "A Dangerous Method", Berlin, Germany, on June 23-28, 2012
- International Co-Production Summit in Berlin organized by Unverzagt Von Have; Participated as a panelist speaking about the current status of the available subsidiaries, rebates and other incentive programs in Canada for foreign and domestic productions in Berlin, Germany on February 13, 2012
- Networking Seminars / Film Production & Finance Summit in New York; Moderator on Update on U.S. and Canadian Tax Incentives discussing U.S. State and Canadian tax incentives, credits and rebates, including how such incentives are typically administered and financed, on October 24, 2011
- Networking Seminars / Film Finance Summit in New York (April 26, 2010); Moderator on the topic of International Financing for Film & Television Productions – an insider's look at an international financing and the various players from a film discussing the advantage and disadvantages in filming in various countries as well as accessing funds, grants, treaties, tax credits and shelters available globally.
- Film/TV Production & Finance Summit in Los Angeles; Spoke on U.S.-Canadian Co-Ventures and the opportunities and challenges that exist when a production is relying on soft money sources from different jurisdictions, on March 23/24, 2009.
- Film/TV Production & Finance Summit; Moderator on the topic of "Accessing Incentives in Multiple Jurisdictions" using the film Outlander as the case study, Los Angeles, CA, April 10-11, 2008
- Film/TV Production & Finance Summit; Moderator on the topic of "Case Study & Overview of Multi-Jurisdictional Financing" using the film Eastern Promises as the case study, New York, NY, October 22-23, 2007
- 7th Annual International Film and TV Finance Summit (Atlas Information Group); Panellist speaking on the topic of multi-jurisdictional financings, Los Angeles, CA, February 5-7, 2007
- 2006 Cannes Film Festival (May 2006, Cannes, France): Producers Network — Presented on the topic of Interim Financing of Production Incentives Available in Canada
- 6th Annual International Film and TV Finance Summit (Atlas Information Group); Panellist discussing a case-study of multi-jurisdictional co-production Where The Truth Lies, Los Angeles, CA, January 30 - February 2, 2006
- 2005 Atlantic Film Festival (September 2005, Halifax, Nova Scotia): Strategic Partners - participated in a panel presentation exploring soft money opportunities such as tax credits, loan supports, subsidies, service discounts, international co-productions to the best advantage and how to make foreign instruments fit the Canadian paradigm
- National Screen Institute (August 2005, Toronto): Presentation on Treaty Co-Productions with Royal Bank of Canada
- Canada-India: Moving Forward on Opportunities in the Plastics Sector (June 2005, Toronto) Presentation sponsored by Economic Development Canada on the Protection of Intellectual Property Rights in India
- 2005 Cannes Film Festival (May 2005, Cannes, France): Producers Network-Presented on the topic of : "A

‘How To’ on Partnering with Banks”

- Telefilm Canada Media Entrepreneur Incubator (May 2005, Toronto): Chaired a panel and presentation to select group of Canadian producers on the topic of Co-Productions and International Partnerships and the benefits and drawbacks of these types of relationships
- Atlas International Film and Television Finance Summit (March 2005, New York, NY): Presented a case-study of the Canada-UK-Hungary treaty co-production of Being Julia
- 2004 Cannes Film Festival (May, 2004, Cannes, France): Producers Network- Presented on the topic of Keys to Financing English language Co-productions

Areas of focus

Practices

- Banking and Finance
- Securities and Corporate Finance
- Intellectual Property and Technology
- Copyright
- Finance

Industry sectors

- Media, Entertainment and Sports
- Film & Television

Education

- University of Western Ontario, 1991, LLB
- York University, 1988, BA

Admissions and qualifications

- Ontario, 1993

Languages

- English

Malka S. Zeefe

Counsel



Counsel

Washington, DC

D +1 202 496 7074

malka.zeefe@dentons.com

Overview

Malka is a member of Dentons' Restructuring, Insolvency and Bankruptcy practice. Malka's practice focuses on a broad range of large, complex domestic and international business reorganization and restructuring matters. These include the representation of creditors, debtors, committees, governmental and nongovernmental entities and other parties. Malka also has experience representing lenders and borrowers in complex international financing transactions.

In addition to her legal experience, in 2019, Malka co-founded Postpartum Pelvic Health Advocates, a patient advocacy organization championing postpartum pelvic health.

Experience

Bankruptcy and Restructuring

- **Verity Health System of California:** Representing parent not-for-profit company and sixteen affiliated entities, including six significant operating hospitals, in the second largest hospital bankruptcy case in American history.
- **Astria Health:** Representing Astria Health System in a recent filing of 13 related chapter 11 cases. Located in Yakima, Washington, the health system includes three operating acute care hospitals.
- **Liquidating trustee of Hovensa LLC:** Representing in Chapter 11 proceedings in the Virgin Islands. When in operation, Hovensa was the largest oil refinery and terminal facility in the Western Hemisphere.
- **Puerto Rico:** Represented the Fiscal Agency and Financial Advisory Authority and the Government Development Bank for the Commonwealth of Puerto Rico regarding its restructuring and revitalization efforts prior to commencement of proceedings under the Puerto Rico Oversight, Management, and Economic Stability Act (PROMESA).
- **Doctors Community Hospital Corporation liquidating trustee:** Represented in the Greater Southeast Community Healthcare Corporation bankruptcy cases, one of the largest restructuring matters ever filed in the District of Columbia, involving five failed hospitals and a management company.

- **Natural Products Group, LLC:** Represented the parent and certain of its subsidiaries, including Arbonne International, LLC, and Levlad, LLC, in a Chapter 11 case in Delaware.
- **Global Power Equipment Group and its domestic subsidiaries:** Represented these leading providers of power generation equipment and specialty maintenance services in a Chapter 11 case in Delaware.
- **Ad hoc committee of Arahova Noteholders:** Represented in one of the largest and most contentious US Chapter 11 cases, that of Adelphia Communications Corporation, administered in the Southern District of New York.
- **Ad hoc group of senior secured noteholders of Solutia, Inc.:** Represented in the contentious Chapter 11 bankruptcy cases for this leading global manufacturer of performance materials and specialty chemicals.
- **Mirant:** Represented one of the world's largest producers, generators and marketers of electricity, along with its affiliates, in one of the largest energy bankruptcy cases filed in the United States.

Bank Finance

- **Bank syndicate:** Represented a syndicate of 27 national and international banks, led by Deutsche Bank Luxembourg SA as facility agent, on a €1.5 billion refinancing for Evonik Industries AG.
- **Bank consortium:** Represented this consortium, with Deutsche Bank Luxembourg S. A. as facility agent, in connection with the provision of a €500 million revolving credit facility, secured by a comprehensive security package involving various jurisdictions, and a €304 million high-yield bond to Heidelberger Druckmaschinen AG.
- **Bank consortium:** Represented this consortium, with Unicredit Bank AG's London branch as agent, in connection with the refinancing of a portion of Xella International S.A.'s outstanding indebtedness.
- **Bank consortium:** Represented a group of five banks, led by HSH Nordbank AG as facility agent, in Deutsche Beteiligungs AG's acquisition of Spheros Group from financial investors Baird Capital Partners and Capcellence.
- **Deutsche Bank AG:** Represented the bank's New York branch in connection with a US\$2.1 billion senior secured credit facility (comprising a US\$1.8 billion term facility and a US\$300 million revolver facility) for Colfax Corporation. This was one of the first syndicated leverage financings done in compliance with the recently revised UK Takeover Code.

Insights

- Author of multiple news reports for *The Capitol Forum*
- Co-author, "IRC Section 382 and Restrictive Claims Trading Orders in Bankruptcy," *The Tax Section of The Florida Bar*, Vol. XXVI, No. 6, August 2009 (with David H. Dreier)
- Contributing author, "Winning Over the Client-Partner: Outgrowing the Nervous Newbie," *American Bankruptcy Institute Journal*, March 2009
- Co-author, "Healthcare Cases – Get Thee to a Specialist, Stat," *The Bankruptcy Strategist*, November and December 2008

Activities and Affiliations

Prior and Present Employment

Malka began and spent the bulk of her career as an associate in the Financial Restructuring & Insolvency and Bank Finance departments of global law firm White & Case LLP, in its Miami, Washington, and Munich offices. Malka's

practice there focused on representing debtors in possession, creditors' committees, equity security holders, trustees and institutional lenders acting in various capacities in Chapter 11 bankruptcy proceedings, as well as in foreign and non-bankruptcy restructurings; as well as banks, investors and companies concerning German domestic and cross-border finance transactions, including secured and unsecured leveraged buy-outs with senior, mezzanine and bank/bond high yield structures, as well as restructuring of existing financing.

Immediately prior to joining Dentons, Malka served as Vice President, Compliance at The Capitol Forum, a news publication where she was originally brought on as Senior Correspondent to help build a bankruptcy product. Before that, while living in Germany, Malka served as the sole US-qualified corporate legal counsel to Treofan Germany GmbH & Co. KG, an international BOPP (biaxially oriented polypropylene film) manufacturing company.

Malka began her career in financial restructuring and reorganization as a paralegal at Gibson, Dunn & Crutcher LLP. She then taught legal research and writing while in law school, and spent her first summer working at an Italian boutique firm in Rome. In addition to her US legal credentials, she is qualified as a solicitor (non-practicing) in England and Wales.

Areas of focus

Practices

- Banking and Finance
- Corporate
- Litigation and Dispute Resolution
- Restructuring, Insolvency and Bankruptcy
- Securities and Corporate Finance

Industry sectors

- Energy
- Financial Institutions
- Government
- Infrastructure and PPP
- Life Sciences and Health Care
- Manufacturing
- Luxury, Fashion and Beauty

Education

- Georgetown University Law Center, 2005, JD
- Harvard College, 2000, AB, Literature, *cum laude*

Admissions and qualifications

- District of Columbia
- Florida

- Solicitor, England and Wales, non-practicing
- United States Supreme Court
- US District Court for the District of Columbia

Geoffrey Miller

Senior Managing Associate



Senior Managing Associate

Chicago

D +1 312 876 3175

geoffrey.miller@dentons.com

Overview

Geoffrey Miller is a member of Dentons' Restructuring, Insolvency and Bankruptcy practice. He advises debtors, creditors and other significant stakeholders in chapter 11 cases, out of court restructurings and cross-border insolvency proceedings. Among other things, Geoff regularly represents private equity funds and other acquirers of financially distressed businesses and loans including in enforcement matters. He also represents insurers and insurance related entities in bankruptcy cases, including in bankruptcy cases arising from mass torts such as asbestos exposure.

Experience

- Astria Health (Chapter 11 - Washington). Representing Astria Health System in a recent filing of 13 related chapter 11 cases. Located in Yakima, Washington, the health system includes three operating acute care hospitals.

Outside of bankruptcy, Geoff also has significant experience representing clients in complex litigation with a focus on insurance related litigation.

- Represented an insurance carrier in asbestos-related bankruptcies, *In re: Budd Company* and *In re: Oakfabco*, both in the Northern District of Illinois.
- Represented directors & officers and various related entities in the cross-border bankruptcy and insolvency proceedings of *Montreal, Maine & Atlantic Railway, Ltd.*
- Represented the foreign representative in the chapter 15 insolvency proceedings of *In re: Bluberi Gaming Technologies*.

Insights

- "Lyondell on the Imputation of Fraudulent Intent," *American Bankruptcy Institute Journal*, December 2016
- "Bullard: Order Denying Confirmation Is Not Automatically Appealable," *American Bankruptcy Institute*

Journal, August 2015

- "Actual-Creditor Requirement Survives § 106(a)'s Abrogation of Sovereign Immunity," *American Bankruptcy Institute Journal*, June 2014.
- "Statute of Limitations for Avoidance Actions are not Tolloed by the Appointment of an Interim Trustee in the Seventh Circuit," *ABI Bankruptcy Litigation Committee Newsletter*, October 2013.
- "Severance Payments Made to Executives Pursuant to a Plan Might Avoid 503(c)'s Limitations," *American Bankruptcy Institute Journal*, August 2013.
- "Circuits Disagree Regarding Whether Funds in an IRA Inherited by a Nonspouse Debtor Are Property of the Estate," *ABI Consumer Bankruptcy Committee Newsletter*, July 2013.
- "Oldco: Does a Failure to Respond Equal Implied Consent?," *American Bankruptcy Institute Journal*, June 2013.
- "Two BAP Decisions Consider LIHTCs When Valuing Affordable Housing," *American Bankruptcy Institute Journal*, February 2013.

Activities and Affiliations

Memberships

- Member, Bankruptcy Court Liaison Committee, U.S. Bankruptcy Court, Northern District of Illinois
- Member, American Bar Association, Business Law Section, Bankruptcy Committee
- Member, American Bankruptcy Institute
- Member, Turnaround Management Association

Prior and Present Employment

Prior to joining Dentons, Geoff served as a judicial clerk in the United States Bankruptcy Court for the District of Arizona where he worked for the Hon. Charles G. Case II until his retirement, and then for the Hon. Daniel P. Collins (Chief Judge). Geoff also served as an extern for Judge Sean H. Lane in the United States Bankruptcy Court for the Southern District of New York, Judge Arthur B. Federman in the United States Bankruptcy Court for the Western District of Missouri and Magistrate Judge Robert E. Larsen in the United States District Court for the Western District of Missouri.

Areas of focus

Practices

- Commercial Litigation
- Restructuring, Insolvency and Bankruptcy
- Insolvency Litigation and Enforcement
- Financial Institution Insolvency

Education

- St. John's University School of Law, 2012, LL.M., Bankruptcy

- University of Missouri-Kansas City School of Law, 2011, JD, *magna cum laude*; Note & Comment Editor, *UMKC Law Review*
- University of Kansas, 2007, BS, Finance

Admissions and qualifications

- District of Columbia
- Illinois
- New York
- US District Court for the Northern District of Illinois

Lauren Macksoud

Senior Managing Associate



Senior Managing Associate

New York

D +1 212 768 5347

lauren.macksoud@dentons.com

Overview

Lauren is a member of Dentons' Restructuring, Insolvency and Bankruptcy practice group. She represents clients in and out of court in stressed, distressed, workout, insolvency and bankruptcy situations. Lauren has experience representing debtors, creditors, creditors' committees and other parties in interest in chapter 11 reorganizations and chapter 7 liquidations. In addition, she has represented creditors in fraud investigations and commercial litigations in federal and state courts.

Some of Lauren's notable engagements include the representation of the unsecured creditors committees in the General Motors and Chrysler bankruptcy proceedings and the representation of the debtor in the Saint Vincent's Catholic Medical Center chapter 11 liquidation. Lauren also has experience representing lenders in various types of energy-efficiency project finance transactions.

Lauren served as a law clerk to the Honorable Novalyn L. Winfield, United States Bankruptcy Judge for the District of New Jersey. She is a graduate of Rutgers School of Law and Boston University.

Experience

Distressed investing

- Representing a chapter 11 plan sponsor in the acquisition of a mining company.
- Representing the purchaser of a used auto parts company.
- Represented the purchaser of a mining company through a Chapter 11, Section 363, sale process.
- Represented the purchaser of a business consulting firm through a Chapter 11, Section 363, sale process.

Committee committees

- Official Committee of Unsecured Creditors in General Motors: Represented in chapter 11 bankruptcy proceedings.

- Official Committee of Unsecured Creditors in Chrysler LLC; Represented in chapter 11 bankruptcy proceedings.

Debtor representations

- The Saint Vincent's Catholic Medical Center: Represented the debtor in a chapter 11 liquidation.

Lenders

- Representing a DIP lender in the bankruptcy of a New York-based construction project.
- Represented a lender with respect to a battery storage development loan transaction.
- Represented a lender with respect to cogeneration system development project.

Indenture trustees

- Representing a DIP indenture trustee in a US\$375 million issuance as foreign counsel across multiple European countries and Australia.
- Represented indenture trustee as global counsel in the US and multiple Asian countries in the issuance of US\$650 million of notes upon the consummation of a prepackaged plan of reorganization.

Insights

- Co-author, "GME @ Dentons: Hahnemann bankruptcy to leave residents without malpractice insurance," *Dentons Insights*, December 5, 2019
- Co-author, "Material Adverse Effect Clauses are Enforceable in Delaware," *American Bankruptcy Institute Journal*, March 2019
- Co-author, "Does the Second Circuit in Sabine Have the Final Word on Texas Law?," *American Bankruptcy Institute Journal*, August 2018
- Co-author, "Merit: Safe-Harbored No More?," *American Bankruptcy Institute Journal*, April 2018
- Co-author, "A Momentive Performance: Second Circuit Sets Interest Rate Standard and Denies Make Whole in Momentive Cramdown Plan," *American Bankruptcy Institute Journal*, January 2018

Activities and Affiliations

Lauren is a board member for the Animation Project, a nonprofit that uses digital art technology as a therapeutic medium and workforce development tool to nurture the social, emotional and cognitive growth of at-risk youth.

Prior and Present Employment

- New York City Energy Efficiency Corporation
- Kramer Levin Naftalis & Frankel LLP
- Thacher Proffitt & Wood
- Law clerk, Hon. Novalyn L. Winfield, US Bankruptcy Court for the District of New Jersey

Areas of focus

Practices

- Restructuring, Insolvency and Bankruptcy
- Creditor and Equity Committee Representation
- Debtor Representation
- Distressed M&A, Investing and Debt Trading
- Out-of-Court Restructurings and Work-outs
- Commercial Litigation
- Capital Markets

Industry sectors

- Distressed Asset Investors

Education

- Rutgers University School of Law-Newark, 2003, JD
- Boston University, 2000, BS, Communications/Public Relations

Admissions and qualifications

- New Jersey
- New York
- US Bankruptcy Court for the District of New Jersey
- US Bankruptcy Court for the Eastern District of New York
- US Bankruptcy Court for the Southern District of New York

Christina Heddesheimer

Managing Associate



Managing Associate

Dallas

D +1 214 259 0997

christina.heddesheimer@dentons.com

Overview

Christina is a managing associate in the corporate practice group of the Dallas office. She focuses her practice on general corporate transactional matters, including mergers and acquisitions, corporate governance, investment management, joint ventures and REITs. Christina also advises clients on various tax matters related to transactions involving REITs, corporations, partnerships and limited liability companies.

Christina also has experience drafting and negotiating a variety of commercial contracts such as distribution agreements, master service agreements, sponsorship agreements and non-disclosure agreements, as well as franchise disclosure documents, franchise agreements and area development agreements for US and international franchisors.

Insights

- "Allocation of Sales and Income Tax Liability between Franchisors and Franchisees for Online Sales," *Franchise Law Journal*, Fall 2018

Activities and Affiliations

- Member: Dallas Association of Young Lawyers
- Member: Dallas Bar Association (Animal Welfare Section and Franchise and Distribution Section)
- Speaker: State and Local Tax Considerations for Franchisors and Franchisees (Dallas Bar Association Franchise and Distribution Section Meeting, November 2018)
- Volunteer Judge: Phillip C. Jessup International Law Moot Court Competition

Prior and Present Employment

Christina was formerly an associate at Haynes and Boone, LLP from 2015-2019 and a senior associate in the M&A practice group at KPMG from 2014-2015

Areas of focus

Practices

- Corporate
- Mergers and Acquisitions
- Joint Ventures
- Real Estate

Education

- Georgetown University Law Center, 2014, LLM (Taxation), *Honors*
- Emory University School of Law, 2013, JD
- University of Florida, 2008, BS, *cum laude*

Admissions and qualifications

- Georgia
- Texas

Natnael Moges

Managing Associate



Managing Associate

Chicago

D +1 312 876 2513

natnael.moges@dentons.com

Overview

Nat Moges is a member of Dentons' Real Estate practice. He focuses on commercial real estate in a variety of asset classes, including office, retail, health care, industrial and multi-family projects. Nat has represented corporate, institutional and nonprofit clients regarding acquisition, disposition, leasing, financing and development of commercial real estate.

Insights

- "Big Brother Has Big Shoulders: Defining Privacy in the Face of FOIA Reform and E-Discovery Expansion," Loyola University of Chicago Law Journal, 18 Loy. U. Chi. Pub. Int. L. Rep., 2012
- "Combating Hunger Home and Away: Tracing America's \$600 Million Price Tag for Safeguarding the Right to Food in the Horn of Africa," Loyola University of Chicago Law Journal, 17 Loy. U. Chi. Pub. Int. L. Rep., 2012
- "An NGO Response to the Periodic Report of the United States of America to the UN Committee on the Rights of the Child Concerning the Optional Protocol to the Convention on the Rights of the Child on the Sale of Children, Child Prostitution and Child Pornography," ECPAT-USA, 2012 (contributor)

Activities and Affiliations

Memberships

- American Bar Association
- Chicago Bar Association

Prior and Present Employment

Prior to joining Dentons, Nat was an associate at a national, full-service law firm. While attending Loyola University Chicago School of Law, he competed at the 20th Annual Willem C. Vis International Commercial Arbitration Moot in

Vienna, where the Loyola team was ranked in the top 10 percent of nearly 300 teams worldwide. Nat also served on the editorial board of Loyola's *International Law Review*.

Areas of focus

Practices

- Real Estate
- Real Estate Finance

Education

- Loyola University Chicago School of Law, 2013, JD
- Columbia University, 2008, BA

Admissions and qualifications

- Illinois

Languages

- English

Matthew Bryson

Managing Associate



Managing Associate

Atlanta

D +1 404 527 4161

matt.bryson@dentons.com

Overview

Matt Bryson is a member of Dentons' Corporate practice. Matt focuses his practice on representing public and private companies and financial sponsors in mergers, acquisitions, divestitures, and other investment, financing and exit transactions. Matt's transactional experience also includes venture and later-stage equity financings, fund formation, corporate restructurings and commercial contracting arrangements.

Matt regularly represents established public and private companies on corporate governance issues, including counseling directors and management on the implementation of corporate governance and compliance programs, special investigations, and periodic SEC reporting.

Areas of focus

Practices

- Corporate
- Mergers and Acquisitions
- Corporate Governance

Industry sectors

- Private Equity

Education

- Emory University School of Law, 2015, JD
- Samford University, 2012, BA, International Relations

Karleen Murphy

Counsel



Counsel

Los Angeles

karleen.murphy@dentons.com

Overview

Karleen Murphy is a member of Dentons' Litigation and Dispute Resolution practice, where she focuses her practice on toxic tort and product liability.

With 20 years of civil litigation experience, Karleen defends high profile corporate clients at trials in state and federal courts in California and other jurisdictions. She is skilled at developing and implementing successful litigation strategies. She has extensive deposition experience, having deposed and defended medical, economic and industrial hygiene experts, and corporate representatives, as well as taken numerous plaintiffs and third party witness depositions. In addition, she resolves high dollar value cases through alternative dispute resolution, including mediation and arbitration, and direct settlement negotiations.

Karleen has been a featured speaker at civil litigation legal conferences and served on court ordered committees to amend Los Angeles local rules and trial procedures. In 2013, she studied International Entertainment, Media and Sports Law at the University of London.

Experience

- **Major Talc Supplier:** *Herford v. Johnson & Johnson, et al.*, Case No. BC646315 Los Angeles Superior Court, trial team member for talc supplier to Johnson & Johnson in living mesothelioma case resulting in complete defense verdict in November 2017.
- **Major Talc Supplier:** *Lyons v. Metropolitan Life, et al.*, Case No. CGC-16-276495, San Francisco Superior Court, Order Granting Reconsideration of Denial of Motion for Summary Judgment and Further Order Granting Motion for Summary Judgment.
- **Major Talc Supplier:** *Anderson v. Borg Warner Corporation, et al.*, Case No. BC666513, Order Granting Motion for Summary Judgment.
- **Boiler Manufacturer at Refinery:** *Rollins. v. Foster Wheeler, et al.*, Los Angeles Superior Court, Judgment Notwithstanding Verdict.
- **Navy Boiler Manufacturer:** *Richard Belt v. Crown Cork & Seal and Foster Wheeler Corporation*, Case No.

BC360535 Los Angeles Superior Court, defense verdict for Foster Wheeler in living mesothelioma case.

- **Navy Boiler Manufacturer:** *Ruben Flores v. Bondex International Inc. et al.*, Case No. BC333511 Los Angeles Superior Court, defense verdict for Foster Wheeler in living mesothelioma case.
- **Navy Boiler Manufacturer:** *Tamara Kapraun (WD Joseph Krotzer) v. Crane Co. et al.*, Case No. BC332560 Los Angeles Superior Court, motion for non-suit granted for Foster Wheeler in wrongful death mesothelioma case.
- **Raw Asbestos Fiber Supplier:** *Carmen Nunez v. Special Electric Company Inc, et al.*, Case No. BC410790 Los Angeles Superior Court, defense verdict for Special Electric in living mesothelioma case.
- **Valve Manufacturer:** *Elaine Paulus (WD William Paulus) v. NIBCO Inc., et al.*, Case No. BC437739 Los Angeles Superior Court, defense verdict on for NIBCO Inc. in wrongful death mesothelioma case.

Insights

- Author, "The Perspective of Women in Talc Litigation," *For the Defense Magazine - Defense Research Institute*, January 2020
- Speaker, "Ethical Duties in Technological Competence," Dentons' CLE for In-House Counsel, Los Angeles, CA, January 17, 2020
- Speaker, "The Perspective of Female Litigators in Cosmetic Talc Cases," Talc Litigation: Medical and Scientific Issues, dri Symposium, Washington DC, September 19, 2019
- Author, "The US Supreme Court Sinks The Bare Metal Defense For Product Manufacturers and The Foreseeability Test For Plaintiffs In Maritime Tort Law Asbestos Case: A Deep Dive Into *Air & Liquid Systems Corp., et al. v. DeVries, et al.* (2019), ABA Toxic Tort and Environmental Law Committee News Summer 2019
- Speaker, "The US Supreme Court - Recent Cases and Trends," Dentons' CLE for In-House Counsel, St. Louis, MO, June 7, 2019
- Author, "Not All Talc Cases Are Alike: Critical Distinctions in Navigating Through Emerging Talc Litigation," *DRI The Voice Of The Defense Bar*, February 2017
- Author, "Los Angeles Superior Court's New Case Management Order Targets Full Disclosure of Asbestos Exposure From Bankrupt Entities," *Asbestos Magazine*, October 2015
- Law Review Issue Comment, A Hearsay Exception For Physical Abuse, 27 G.G.L.Rev. 497
- Panel Speaker, DRI Asbestos Medicine Seminar- Trial Lawyers Symposium, November 7, 2018, Austin, Texas

Activities and Affiliations

- American Women Lawyers in London
- Sports' Lawyers Association
- International Law Association of Los Angeles County Bar

Areas of focus

Practices

- Litigation and Dispute Resolution

- Product Liability and Complex Torts
- Insurance

Industry sectors

- Construction
- Defense and Space
- Insurance
- Manufacturing
- Media, Entertainment and Sports

Education

- Golden Gate University School of Law, 1998, JD
- University of Washington, 1994, BA, English

Admissions and qualifications

- California
- New York
- Oregon
- Washington
- United States Supreme Court
- US District Court for the Central District of California
- US District Court for the Eastern District of California
- US District Court for the Northern District of California
- US District Court for the Southern District of California

Nicholas Carson

Managing Associate



Managing Associate

Chicago

D +1 312 876 7921

nicholas.carson@dentons.com

Overview

Nick is a member of Dentons' Real Estate practice group, focusing on the acquisition, disposition and financing of, and tax-advantaged investing, in a diverse range of commercial, industrial, mixed-use and multifamily real estate assets. Prior to joining Dentons, Nick was an associate in the real estate practice group of Kirkland & Ellis LLP in Chicago. He served as a Public Interest Law Initiative (PILI) fellow at Business and Professional People for the Public Interest in the summer of 2015.

Areas of focus

Practices

- Real Estate
- Real Estate Finance
- Tax Credits and Tax-Advantaged Investing

Education

- Northwestern University School of Law, 2015, JD, cum laude, Online Managing Editor, *Northwestern University Law Review*
- Savannah College of Art and Design, 2012, MA, historic preservation
- Purdue University, 2008, BA, political science

Admissions and qualifications

- Illinois

Jasmine M. Fisher

Managing Associate



Managing Associate

Washington, DC

D +1 808 441 6125

jasmine.fisher@dentons.com

Overview

Jasmine M. Fisher is a managing associate in Dentons' Washington DC office and a member of its global Life Sciences and Health Care group. She provides comprehensive advising to clients on matters involving regulatory compliance of medical devices and technologies, data privacy and security, government audits and investigations, and corporate formation and governance. Her clients include health care insurance companies and providers, digital health start-ups and mobile application developers, nonprofit organizations, businesses in emerging technologies, and international companies entering US markets. She also aids clients with the development of privacy and cybersecurity policies and programs compliant with HIPAA, HITECH, GINA, 42 CFR Part 2, and state privacy laws.

Insights

- Author, "Health Care Data Privacy Trends: Risks and Costs of Third-Party Data Collection and Cyberattacks", Journal of Health Care Compliance, March/April 2019
- "Treasury Department issues new CFIUS regulations launching FIRRMA pilot program, requiring declarations for certain transactions", Dentons client alert, October 15, 2018
- "CFIUS gets expanded powers over foreign inbound investments, with procedural changes on the horizon", Dentons client alert, August 23, 2018

Activities and Affiliations

Prior and Present Employment

- Alston Hunt Floyd & Ing
- District Court of Maryland, Prince George's County
- Financial Industry Regulatory Authority (FINRA), Dispute Resolution
- WilmerHale Legal Services Center

Areas of focus

Practices

- Commercial Litigation
- Corporate
- Intellectual Property and Technology
- Advocacy and Government Affairs
- Corporate Governance
- Compliance
- Compliance and Risk Management
- Public Policy and Regulation
- Privacy and Cybersecurity
- Regulatory and Administrative Tribunals

Industry sectors

- Health Care
- Insurance
- Government Agencies
- Information Technology (IT)
- Insurance Regulation
- Insurance Privacy
- Life Sciences and Health Care
- Technology

Education

- Boston University School of Law, 2014, JD, Editor, *Boston University Law Review*
- University of California at Santa Barbara, 2010, BA, cum laude

Admissions and qualifications

- District of Columbia
- Hawai'i
- Maryland
- US Court of Appeals for the Ninth Circuit
- US District Court for the District of Hawai'i

Languages

- English

大成 DENTONS

Casey Doherty

Senior Managing Associate



Senior Managing Associate

Houston

D +1 713 658 4600

casey.doherty@dentons.com

Overview

Casey is a senior managing associate in the Houston office and has a dual practice in Litigation and Dispute Resolution and Restructuring, Insolvency and Bankruptcy. Casey has represented clients across a broad range of industries and legal disputes.

Casey has served as first-chair trial counsel for a restaurant leaseholder in a dispute with its landlord over the rental price and property rights. In a major Chapter 11 bankruptcy, Casey served as first-chair for an oil prospector in bankruptcy over a dispute between a developer client and the debtor and a secured lender over lease rights under a joint operating agreement. Casey also served as counsel for a warehouseman storing oil and gas equipment in another major oil and gas bankruptcy and obtained a favorable workout with the debtor and other interested parties.

Other trial experience includes defending a mining company in a US\$100 million Texas Uniform Fraudulent Transfer Act (TUFTA) case; defending a home builder in a one-week jury trial in a high-end home construction dispute (the plaintiff got nothing); representing the purchaser of wind turbines at auction, as plaintiff, in a jury trial arising from a dispute with the auction house (obtained the full amount of actual damages sought); defending a Canadian real estate business in a Texas court (dismissed for lack of jurisdiction (upheld on appeal which Casey also drafted)); representing a landlord-hospital as plaintiff in a jury trial against a tenant-clinic (obtained verdict of eviction); and defending a party to a distributorship agreement in a jury trial involving allegations of Deceptive Trade Practices Act (DTPA) violations and breach of contract.

In addition, Casey represented a pipeline company in an interstate gas pipeline suit involving the issue of federal preemption and the limits of removal jurisdiction, and various state law defenses; went to bat for a group of executives over an attempt by their former employer to prevent them from starting a competing business; represented a drilling entity in two related lawsuits alleging breach of contract and patent infringement against a major energy company; and defended a media entity against claims that moneys it received for the airing of commercials were recoverable as a fraudulent transfer.

After earning his JD from NYU School of Law, Casey served as a law clerk in the US Bankruptcy Court in the Northern District of Texas, where he researched and wrote a number of opinions on avoidance actions filed against early-stage investors in a Ponzi scheme, and an opinion addressing a constitutional challenge to the authority of Article I courts, including bankruptcy courts, in light of a recent Supreme Court decision that placed limits on

bankruptcy courts' authority on separation-of-powers grounds.

Insights

- "Energy Restructuring and Reorganization," *The Texas Journal of Oil, Gas, and Energy Law*, December 2014
- Co-author, "Selected Issues Regarding Overriding Royalty Interests, Net Profits Interests and Production Payments in Oil and Gas Bankruptcies," State Bar of Texas Benefit/Bar Conference, June 2013

Activities and Affiliations

Community Involvement and Pro Bono

- United Way Young Leaders

Areas of focus

Practices

- Commercial Litigation
- Litigation and Dispute Resolution
- Restructuring, Insolvency and Bankruptcy
- Appellate Advocacy
- Real Estate
- Employment and Labor

Industry sectors

- Oil and Gas
- Commercial Banks
- Mining

Education

- New York University, School of Law, 2011, JD
- Boston College, 2008, BA, *cum laude*

Admissions and qualifications

- Texas

Languages

- English

大成 DENTONS

Sarah Schrag

Managing Associate



Managing Associate

Atlanta

D +1 404 527 4988

sarah.schrag@dentons.com

Overview

Sarah Schrag is an associate in the Atlanta office and a member of Dentons' Restructuring, Insolvency and Bankruptcy practice. Sarah focuses her practice on bankruptcy and commercial litigation. She has experience representing various parties-in-interest in Chapter 7 liquidations (voluntary and involuntary), Chapter 9 debt adjustments, Chapter 11 reorganizations, and Chapter 13 wage-earner's plans. Sarah also has experience in domesticating foreign judgments, negotiating discovery disputes, implementing preliminary injunctions, initiating garnishment suits, navigating post-judgment collection actions, and executing nonjudicial foreclosure proceedings.

Prior to joining Dentons, Sarah served as a legal intern for the United States Senate, focusing on Committee on the Judiciary matters. She also served as a legal intern to the Honorable United States Magistrate Judge Lawrence R. Leonard on the Rocket Docket, the United States District Court for the Eastern District of Virginia.

Experience

Astria Health (Chapter 11 - Washington): Representing Astria Health System in a recent filing of 13 related chapter 11 cases. Located in Yakima, Washington, the health system includes three operating acute care hospitals.

Insights

- Co-Author, "Value, Not Face Amount, of Liens Controls in a Battle of Credit Bids," *American Bankruptcy Institute Journal*, July 2017
- Co-Author, "Supreme Court Closes 'Backdoor' Circumvention of Bankruptcy Priority Scheme," *Journal of Corporate Renewal*, July/August 2017

Activities and Affiliations

- International Women's Insolvency and Restructuring Confederation, Programming Chair
- American Bankruptcy Institute, Member

- Turnaround Management Association, Member (NextGen, Member)
- State Bar of Georgia, Member
- Atlanta Bar Association, Member (Bankruptcy Section, Member)

Community Involvement and Pro Bono

- Ethiopian Political Asylum Application, Pro Bono Volunteer, 20+ hours
- Atlanta Volunteer Lawyers Association, Pro Bono Volunteer, 200+ hours
- University of Virginia School of Law Pro Bono Challenge, 100+ hours
- Habitat for Humanity, Volunteer
- Street Law, Past President for University of Virginia School of Law
- Legal Aid Society of the District of Columbia, Legal Intern
- Bossier City Youth Soccer, Girls Soccer Coach
- Toys for Tots, Volunteer
- American Cancer Society Relay for Life, Volunteer
- Samaritan's Purse Operation Christmas Child, Volunteer
- Mission of Mercy, Volunteer to Honduras, Child Sponsor
- Omega Phi Alpha National Service Sorority, Member and Past Service Committee Co-chair

Presentations

- Sarah presented her research and analysis on the Georgia Religious Freedom Restoration Act to The Anti-Defamation League during the 2015 Charles Wittenstein Summer Associate Research Program.

Areas of focus

Practices

- Commercial Litigation
- Insolvency Litigation and Enforcement
- Litigation and Dispute Resolution
- Restructuring, Insolvency and Bankruptcy

Education

- University of Virginia School of Law, 2016, JD
- Oklahoma State University, 2009, BS, Nutritional Sciences, *summa cum laude*

Admissions and qualifications

- Georgia

- US Bankruptcy Court for the Northern District of Georgia
- US District Court for the Northern District of Georgia

大成 DENTONS

Adam Dondoyano

Associate



Associate

Los Angeles

D +1 213 243 6104

adam.dondoyano@dentons.com

Overview

Adam is a member of Dentons' Corporate practice group. Adam focuses his practice on representing public and private companies in mergers, acquisitions, financings and general corporate matters.

Adam regularly advises domestic and global renewable and conventional energy companies, utilities, financial institutions and funds on transactions in the energy space, including mergers, acquisitions and project financing.

Areas of focus

Practices

- Corporate
- Corporate Governance
- Mergers and Acquisitions
- Venture Technology and Emerging Growth Companies

Industry sectors

- Energy
- Renewable Energy

Education

- UCLA School of Law, 2018, JD
- Florida State University, 2015, Bachelor of Science

Admissions and qualifications

- California

大成 DENTONS

Samuel S.Z. Harmelech

Associate



Associate

Chicago

D +1 312 876 8148

sam.harmelech@dentons.com

Overview

Samuel S.Z. Harmelech is a member of Dentons' Real Estate practice. Sam represents a broad range of clients across various asset classes and stages of the transaction lifecycle. He has practical real estate experience in asset management, property management, lease negotiations and acquisition/disposition due diligence. Additionally, he is a licensed real estate broker in the state of Illinois.

Sam's recent lease negotiation experience includes representing a US coffeehouse chain in 200 lease renewal amendments, and representing a national tea retailer in the post-acquisition termination of its 379 leased locations. He also served as a member of the advisory team to a US grocery store chain in the US\$1 billion disposition of its real estate assets, owned and leased, through a bankruptcy Chapter 11 363 sale. He has assisted a student housing owner/operator, with US\$5 billion in assets under management, in the creation of a retail operating platform by negotiating retail leases, management agreements and vendor agreements.

Recognition

Honors and Awards

- CALI Excellence for the Future Award in Property Law (May, 2012)
- CALI Excellence for the Future Award in Remedies Law (May, 2013)

Activities and Affiliations

Memberships

- Harold E. Eisenberg Foundation (Associate Board Member)

Prior and Present Employment

- Retail asset manager - The Scion Group, LLC
- Senior associate - Hilco Real Estate, LLC

Areas of focus

Practices

- Real Estate
- Real Estate Leasing Occupation and Operation

Industry sectors

- Retail

Education

- DePaul University College of Law, 2014, JD, *cum laude*
- University of Illinois at Urbana-Champaign, 2011, BA

Admissions and qualifications

- Illinois

Andrea Hall

Associate

Associate

San Francisco/Oakland

D +1 415 267 4063

andrea.hall@dentons.com

Overview

Andrea Hall is an associate in Litigation and Disputes Resolution practice group. Her practice focus is on representing insurers in a wide range of insurance-related disputed matters, including claim, coverage and bad faith litigation.

Andrea has managed complex discovery, including document reviews and depositions, and other aspects of pre-trial preparation, in large-scale civil litigation. She has also provided legal research and analysis and other critical litigation support during trial.

Andrea clerked for the Office of Chief Counsel, Internal Revenue Service, and served as a judicial extern for the Honorable Richard Seeborg of the US District Court for the Northern District of California.

Activities and Affiliations

Prior and Present Employment

Immediately prior to joining Dentons, Andrea was an associate at H5, provider of e-discovery, technology-assisted review, critical document identification and case preparation support, where she managed large-scale document review projects.

Areas of focus

Practices

- Litigation and Dispute Resolution

Industry sectors

- Insurance

Education

- University of California, Berkeley, School of Law, 2017, JD, Dean's Fellowship; Member, *Berkeley Technology Law Journal*; Participant, Law & Technology Writing Workshop
- Harvard University, 2008, MA, Samuel H. Kress Foundation Dissertation Research Fellowship
- University of California at Berkeley, 2005, BA, Maybelle M. Toombs Award for Outstanding Undergraduate Research

Admissions and qualifications

- California

Languages

- Dutch
- French
- German

EXHIBIT C

EXHIBIT C

SUMMARY OF TIME AND FEES BY DEBTOR AND BY TASK CODE
INTERIM APPLICATION PERIOD: SEPTEMBER-DECEMBER 2019

1. Verity Health System of California, Inc. (Case No. 2:18-bk-20151-ER)

Task Codes	Categories	Hours	Fees
APP	Appellate Proceedings	200.10	\$101,469.34
AGI	Attorney General Issues	.40	\$320.00
B100	Administration	34.90	\$19,295.65
B110	Case Administration	48.30	\$22,204.89
B130	Asset Disposition	49.50	\$27,551.63
B140	Relief from Stay/Adequate Protection	7.40	\$3,524.30
B150	Meetings of and Communications with Creditors	10.70	\$6,741.60
B160	Fee/Employment Applications (Less Fee Reduction)	221.70	\$87,926.24
B170	Fee Objections/Employment Objections	92.80	\$35,048.00
B180	Avoidance Action Analysis	1.80	\$1,327.40
B185	Assumption/Rejection of Leases and Contracts	14.80	\$5,479.95
B190	Other Contested Matters (excl. assumption/rejection motions)	29.20	\$15,191.89
B195	Non-Working Travel (Fee Reduction)	57.10	\$43,837.20
B200	Operations	1.20	\$710.60
B210	Business Operations	79.40	\$40,941.05
B220	Employee Benefits/Pension	51.90	\$39,998.95
B230	Financing/Cash Collections	295.90	\$182,055.62
B240	Tax Issues	25.70	\$17,730.90
B250	Real Estate	136.90	\$46,021.86
B260	Board of Directors Matters	.80	\$640.00
B300	Claims and Plan	23.70	\$14,221.27
B310	Claims Administration and	234.60	\$132,953.10

Task Codes	Categories	Hours	Fees
	Objections		
B320	Plan and Disclosure Statement	826.90	\$486,075.29
B400	Bankruptcy-Related Advice	2.40	\$600.73
B410	General Bankruptcy Advice/ Opinions	2.50	\$1,913.75
EMP	Employee Matters	258.50	\$152,200.54
INS	Insurance	249.60	\$143,095.10
MED/DHCS	Medi-Cal/DHCS Issues	15.40	\$9,095.44
MED/CMS	Medicare/CMS Issues	2.30	\$1,153.45
REP	Reporting	5.40	\$2,150.93
Sub-Total		2,981.80	\$1,641,476.67
Fee Reductions¹			(\$75,382.20)
TOTAL		2,981.80	\$1,566,094.47

2. O'Connor Hospital (Case No. 2:18-bk-20168-ER)

Task Codes	Project Category	Hours	Fees
B110	Case Administration	.30	\$131.33
B130	Asset Disposition	5.60	\$3,884.15
B140	Relief from Stay/Adequate Protection	1.70	\$715.70
B150	Meetings of and Communications with Creditors	.10	\$80.00
B190	Other Contested Matters (excl. assumption/rejection motions)	6.40	\$2,927.40
B240	Tax Issues	2.90	\$2,106.30
B310	Claims Administration and Objections	4.70	\$1,953.30
TOTAL		21.70	\$11,798.18

¹ Dentons has deleted all fees related to Non-Working Travel totaling \$43,837.20 and further eliminated \$31,545.00 in fees incurred preparing Dentons' monthly statements totaling \$75,382.20.

3. **St. Vincent Medical Center (Case No. 2:18-bk-20164-ER)**

Task Codes	Project Category	Hours	Fees
B100	Administration	.60	\$300.90
B110	Case Administration	.80	\$414.80
B130	Asset Disposition	37.00	\$20,170.36
B185	Assumption/Rejection of Leases and Contracts	15.30	\$10,275.49
B190	Other Contested Matters (excl. assumption/rejection motions)	46.40	\$19,685.59
B200	Operations	2.50	\$1,338.75
B210	Employee Benefits/Pension	.90	\$720.00
B310	Claims Administration and Objections	5.10	\$2,718.73
B320	Plan and Disclosure Statement	.20	\$103.70
EMP	Employee Related Issues	29.20	\$18,851.05
TOTAL		138.00	\$74,579.37

4. **St. Francis Medical Center (Case No. 2:18-bk-20165-ER)**

Task Codes	Project Category	Hours	Fees
AGI	Attorney General Issues	303.30	\$181,308.63
APP	Appellate Matters	259.10	\$123,364.09
B110	Case Administration	2.70	\$1,399.95
B130	Asset Disposition	1,478.40	\$880,778.41
B140	Relief from Stay/Adequate Protection	26.60	\$12,978.01
B180	Avoidance Action Analysis	.50	\$400.00
B185	Assumption/Rejection of Leases and Contracts	8.80	\$3,978.30
B190	Other Contested Matters (excl. assumption/rejection motions)	75.30	\$35,012.30
B210	Business Operations	.40	\$100.30
B220	Employee Benefits/Pension	6.60	\$2,468.40
B230	Financing/Cash Collateral	11.30	\$7,218.70
B240	Tax Issues	.20	\$107.10

Task Codes	Project Category	Hours	Fees
B260	Board of Directors Matters	5.20	\$3,259.20
B300	Claims and Plan	2.20	\$1,589.60
B310	Claims Administration and Objections	12.80	\$5,609.27
EMP	Employee Matters	26.30	\$13,740.68
INS	Insurance	1.20	\$538.00
MED/DHC	Medi-Cal/DHCS Issues	172.60	\$104,900.83
MED/CMS	Medicare/CMS Issues	10.50	\$4,349.86
TOTAL		2,404.00	\$1,383,101.63

5. **Saint Louise Regional Hospital (Case No. 2:18-bk-20162-ER)**

Task Codes	Project Category	Hours	Fees
B190	Other Contested Matters (excl. assumption/rejection motions)	1.40	\$528.70
TOTAL		1.40	\$528.70

6. **Seton Medical Center / Seton Coastsides (Case No. 2:18-bk-20167-ER)**

Task Codes	Project Category	Hours	Fees
B130	Asset Disposition	51.40	\$38,261.05
B140	Relief from Stay/Adequate Protection	1.20	\$557.18
B190	Other Contested Matters (excl. assumption/rejection motions)	5.60	\$2,801.60
B200	Operations	1.00	\$535.50
B210	Business Operations	1.70	\$807.50
B230	Financing/Cash Collateral		
B240	Tax Issues	.20	\$160.00
B310	Claims Administration and Objections	1.20	\$642.60
B320	Plan and Disclosure Statement	.50	\$400.00
TOTAL		62.80	\$44,165.43

7. **Verity Business Services (Case No. 2:18-bk-20173-ER)**

Task Codes	Project Category	Hours	Fees
B310	Claims Administration and Objections	.10	\$53.55
TOTAL			

8. **Verity Medical Foundation (Case No. 2:18-bk-20169-ER)**

Task Codes	Project Category	Hours	Fees
B100	Administration	3.10	\$1,702.55
B110	Case Administration	4.40	\$2,730.20
B130	Asset Disposition	134.10	\$89,577.25
B185	Assumption/Rejection of Leases and Contracts	11.00	\$4,828.85
B190	Other Contested Matters (excl. assumption/rejection motions)	.10	\$53.55
B210	Business Operations	5.20	\$3,063.25
B230	Financing/Cash Collateral	.20	\$160.00
B250	Real Estate	1.00	\$739.50
B300	Claims and Plan	.60	\$311.10
B310	Claims Administration and Objections	1.20	\$740.30
B320	Plan and Disclosure Statement	.30	\$160.65
TOTAL		161.20	\$104,067.20

9. **O'Connor Hospital Foundation (Case No. 2:18-bk-20179-ER)**

Task Codes	Project Category	Hours	Fees
B120	Asset Analysis and Recovery	.10	\$80.00
B130	Asset Disposition	2.30	\$1,840.00
TOTAL		2.40	\$1,920.00

10. Seton Medical Center Foundation (Case No. 2:18-bk-20175-ER)

Task Codes	Project Category	Hours	Fees
B320	Plan and Disclosure Statement	3.30	\$1,684.80
TOTAL		3.30	\$1,684.80

11. Verity Holdings, LLC (Case No. 2:18-bk-20163-ER)

Task Codes	Project Category	Hours	Fees
B185	Assumption/Rejection of Leases and Contracts	.80	\$428.40
B190	Other Contested Matters (excl. assumption/rejection motions)	1.30	\$696.15
TOTAL		2.10	\$1,124.55

13. Verity Health v. SGM (Case No. 2:20-ap-01001-ER)

Task Codes	Project Category	Hours	Fees
B130	Asset Disposition	62.30	\$44,094.62
TOTAL		62.30	\$44,094.62

EXHIBIT D

DENTONS

Desc Exhibit D. Fee Statement for September 2019

Page 2 of 207

601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Case 2:18-bk-20151-ER Doc 4250-4 Filed 03/10/20 Entered 03/10/20 19:48:28
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208401

Matter: 15800425-000003
Verity Health System of California

Payment Due Upon Receipt

Total This Invoice \$ 531,526.04

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208401

For Professional Services Rendered through September 30, 2019:

Matter: 15800425-000003
Verity Health System of California

AGI - Attorney General Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
09/26/19	S. Alberts	0.40	320.00	AGI	Sale. Review and add language for R. Adcock AG declaration and circulate.
	Subtotal	0.40	320.00		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

APP - Appellate Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
09/19/19	K.M. Howard	0.40	100.30	APP	Analysis of the Order from the Ninth Circuit setting a telephonic Assessment Conference and reviewed and revised the Critical Dates Memorandum accordingly.
	Subtotal	0.40	100.30		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B100 - Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
09/05/19	J.A. Moe, II	0.10	53.55	B100	E-Mail on inquiry from Attorney Oliver Dunlap and contact with Rich Adcock.
09/06/19	J.A. Moe, II	0.30	160.65	B100	Confer with Rich Adcock, Elspeth Paul and Tania Moyron on request by Sutter Health and response (.20); telephone call to Olivar Dunlap's office on request for Mr. Adcock (.10).
09/06/19	K.M. Howard	0.10	25.08	B100	Finalized Critical Dates Memorandum and prepared email to Verity team regarding same.
09/09/19	J.A. Moe, II	0.10	53.55	B100	Telephone call returned from Olivar Dunlap on request for Mr. Adcock assistance.
09/10/19	T. Moyron	1.40	725.90	B100	Prepare agenda and analyze related open issues and emails.
09/10/19	S. Maizel	0.60	480.00	B100	Participate in daily check-in call with A. Chou, etc.
09/13/19	K.M. Howard	0.20	50.15	B100	Reviewed email from parent of Uthra Ramachandran and prepared responsive email explaining why her son received a notice in the Verity bankruptcy.
09/16/19	S. Maizel	0.50	400.00	B100	Participate in weekly check in call with A. Chou.
09/16/19	N. Koffroth	0.40	200.60	B100	Participate in weekly check-in call concerning case administration issues with Debtors' management and financial advisors
09/17/19	K.M. Howard	0.30	75.23	B100	Reviewed email from Zerlina Wong regarding the notices received by her father (.1) and prepared reply regarding same (.2).
09/17/19	J.A. Moe, II	0.10	53.55	B100	Review E-Mails from Oliver Dunlap and transmit to Tania Moyron on inquiry on how to proceed; exchange E-Mails with Ms. Moyron on transmittal to Rich Adcock.
09/18/19	J.A. Moe, II	0.10	53.55	B100	E-Mail to Rich Adcock and Elspeth Paul on additional E-Mail from Attorney Oliver Dunlap on testimony.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/19/19	N. Koffroth	0.50	250.75	B100	Call with E. Paul and T. Moyron concerning case status and strategy issues
09/20/19	S. Maizel	0.70	560.00	B100	Conference call with R. Adcock, etc. re pending issues.
09/20/19	K.M. Howard	0.30	75.23	B100	Reviewed and finalized Critical Dates Memorandum (.2) and prepared email to Verity Team regarding same (.1).
09/20/19	T. Moyron	0.70	362.95	B100	Participate in weekly call with R. Adcock, BRG, etc.
09/23/19	T. Moyron	0.30	155.55	B100	Conference call with R. Richards regarding claims' process, liquidating trust agreement and other issues.
09/24/19	C. Doherty, Jr.	0.30	112.20	B100	Draft emails regarding deadlines in cases and to-do's to case management team.
09/30/19	M. Sanchez	0.40	102.00	B100	Review documents and prepare sharefile link.
Subtotal		7.40	3,950.49		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	K.M. Howard	0.30	75.23	B110	Reviewed and culled the tentative rulings for the September 4, 2019 hearings and prepared email to Nick Koffroth regarding hearing still on calendar.
09/03/19	N. Koffroth	0.30	150.45	B110	Review and analyze tentative rulings issued by Court for September 4, 2019 hearings
09/03/19	T. Moyron	0.10	51.85	B110	Conference call with Chambers re hearing dates in October.
09/04/19	T. Moyron	2.30	1,192.55	B110	Analyze correspondence and documents regarding closing checklist; cash collateral motion; RadNet motion; redline of plan; CJR PY3 reconciliation; Biomedical notice of errata.
09/04/19	N. Koffroth	0.30	150.45	B110	Call with P. Maxcy, T. Moyron, et al. re IDX, Harris, and Concur agreements
09/05/19	T. Moyron	2.60	1,348.10	B110	Analyze correspondence regarding UNAC term sheet; DIP loan off; publication of notice of bar date; cash collateral; QAF, 1113/1114 motion; CNA master proposal, etc.
09/06/19	N. Koffroth	1.00	501.50	B110	Meeting with R. Adcock, S. Maizel, E. Paul, et al. concerning issues raised by patient care ombudsman
09/06/19	S. Maizel	1.40	1,120.00	B110	Telephone conference with T. Moyron and R. Adcock re PCO issues (.2); telephone conference with PCO re issues (1.0); telephone conference with R. Bender re PCO issues (.2).
09/06/19	T. Moyron	0.80	414.80	B110	Analyze emails regarding termination of DACAs; SVMd; United; project memo (.4); analyze settlement agreement (.2); prepare emails regarding same re Ally (.2).
09/07/19	T. Moyron	0.40	207.40	B110	Analyze A. Ruda, et al. emails regarding union settlements and timing of calls (.3); respond to same (.1).
09/10/19	T. Moyron	0.20	103.70	B110	Analyze decs related to publication (1); internal emails regarding same (.1).
09/10/19	T. Moyron	0.50	259.25	B110	Conference calls with D. Galfus re Agenda.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/16/19	G. Miller	0.20	88.40	B110	Research re caselaw overruling Hinkle decision.
09/23/19	K. Murphy	0.20	83.30	B110	[Insured Claims] Confer with John Moe re further required edits to Master Chart of Insured Claims to include Levy, Thompson, Vom Parrish, and Bray matters.
09/23/19	K. Murphy	0.10	41.65	B110	[Insured Claims] Confer with John Moe re updates to Siquian case for Master Chart of Insured Claims based on new information re settlement check not cashed.
09/23/19	K. Murphy	0.20	83.30	B110	[Insured Claims] Analyze email from Pascale Roy re status of cashing of settlement check for Siquian matter (.1) and draft update to Master Chart of Insured Claims re same (.1).
Subtotal		10.90	5,871.93		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	C. Doherty, Jr.	1.40	523.60	B130	Prepare form of stipulations for Pachulski for stipulations with major creditor counterparties.
09/04/19	T. Moyron	0.10	51.85	B130	Analyze email from M. Pliskin and attached presentation.
09/05/19	T. Moyron	0.60	311.10	B130	Conference call with S. Weiss re counter off (.2); analyze reply (.3); conference call with R. Chez (.1).
09/06/19	P. Maxcy	0.60	443.70	B130	Respond to checks issued to AllCor.
09/06/19	P. Maxcy	0.40	295.80	B130	Work on extension agreement for Allscripts.
09/07/19	T. Moyron	1.40	725.90	B130	Conference call with lenders re mediation (.7); conference call with D. Bleck thereafter (.1); conference call with P. Chadwick regarding QAF (.1); analyze emails and charts regarding QAF (.3); conference calls with D. Galfus (.2).
09/09/19	G. Miller	0.20	88.40	B130	Email with S. Berman re Kforce executory contracts.
09/11/19	P. Maxcy	0.30	221.85	B130	Call with Swinerton re prepayment agreement.
09/12/19	P. Maxcy	0.70	517.65	B130	Work with T. Armada on Swinerton agreement.
09/13/19	T. Moyron	2.70	1,399.95	B130	Analyze correspondence and documents regarding withholding from MediCal; causes of action; Nant and Integrity; SEIU settlement; proposed insurance language for plan; health plan litigation.
09/16/19	S. Maizel	0.10	80.00	B130	Email to CMS counsel re updated amounts in controversy.
09/17/19	S. Maizel	0.40	320.00	B130	Review and respond to emails re CMS continuance.
09/17/19	G. Medina	0.80	234.60	B130	Work on preparation and filing of Stipulations with Verity and Secured Creditors UMB Bank, N.A., and Wells Fargo Bank (0.4); Stipulation with Verity and The U.S. Department of Health and Human Services (0.4).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	T. Moyron	0.60	311.10	B130	Analyze emails regarding proposed settlement with CNA (.3); respond to emails regarding proposed language (.1); conference call with R. Adcock regarding same (.1); analyze follow-up emails regarding same (.1).
09/19/19	T. Moyron	0.50	259.25	B130	Conference call with R. Chez re Radians (.2); conference call with M. Pliskin re trust board inquiry (.3).
09/20/19	T. Moyron	1.50	777.75	B130	Exchange emails regarding SGM sale, Marillac, PBGC, Medi-Cal and plan issues.
09/20/19	P. Maxcy	0.30	221.85	B130	Discussions re Smith Group.
09/20/19	C. Montgomery	0.50	400.00	B130	Review Verity Premier exchange notice (.1); Communications with F Neufeld regarding Verity September 18 Notice of Exchange (.2); phone call with F Neufeld regarding Premier LP interest exchange (.1); phone call with T Conner re same (.1)
09/23/19	S. Martin	1.20	912.90	B130	Continue drafting declaration of Glenn Bunting (.7); communications related to same (.5).
09/23/19	T. Moyron	0.20	103.70	B130	Conference call with P. Chadwick and D. Galfus regarding status of certain issues, including KEIP, Continuance Motion and status, and preparation of data re Committee objections.
09/23/19	P. Maxcy	0.30	221.85	B130	Review Smith Group amendment.
09/24/19	P. Maxcy	0.80	591.60	B130	Discussions re Smith Group requests and follow up with purchaser re same.
09/24/19	P. Maxcy	0.40	295.80	B130	Prepare response to Smith Group requests.
09/24/19	S. Martin	1.30	988.98	B130	Continue drafting declaration of G. Bunting (.8); review tentative ruling on transfer of Medi-Cal provider agreements and supplemental brief filed by DHCS (.3); evaluate and confer with T. Moyron regarding same and impact on next steps (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/24/19	T. Moyron	1.60	829.60	B130	Analyze issues related to NDA re Marilac (.2); exchange emails with R. Adcock regarding NDA re lenders (.1); exchange emails with R. Adcock regarding RPHE (.2); analyze order granting hearing on DS (.1); prepare email to S. Chan re Committee support (.1); analyze Court's tentative rulings for 9/25 (.2); prepare email to Verity and BRG re tentative ruling (.1); analyze letter from Milbank re Committee support (.1); exchange emails w/E. Paul re GRM motion (.1); analyze Committee letter to lenders (.1); analyze comments to records' motion (.2); exchange emails regarding PBGC (.1).
09/24/19	G. Miller	0.60	265.20	B130	Draft Applecare stipulation and file same
09/25/19	T. Moyron	1.10	570.35	B130	Correspond regarding R. Adcock declaration and prepare same (.5); exchange emails with M. Shinderman re AG decision (.2); prepare email attaching AG decision to constituents (.1); analyze issues related to DaVita and GE Cure stipulations (.2); analyze issues related to deposition notices re AG (.1).
09/25/19	O. Pinkas	0.30	240.00	B130	Attn to SPA revisions.
09/27/19	A. Ruegger	0.20	160.00	B130	Communication's with R. Richards, T. Moyron and BRG regarding claim by Allscripts.
09/28/19	O. Pinkas	0.40	320.00	B130	Prepared for and call with J. Fisher on SPA revisions per client call.
Subtotal		21.50	12,684.33		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B140 - Relief from Stay/Adequate Protection Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	K. Murphy	0.10	41.65	B140	[Shank] Analyze email from John Moe advising of plaintiff's filing of a third motion for relief from stay and confer with John Moe re same.
09/03/19	K. Murphy	0.10	41.65	B140	[Shank] Prepare update to Verity Litigation Management Chart re new hearing date on third motion for relief from stay.
09/03/19	J.A. Moe, II	1.20	642.60	B140	[Shank v. Verity Health] Review third Motion For Relief From Stay (.10); review prior two prior Motions and two previous Responses, and the Errata (.30); prepare -- through two iterations -- a rough draft of Debtors' Response to Motion For Relief From Stay (.60); E-Mail to and telephone call from James Behrens on responding to the third Motion (.20).
09/04/19	J.A. Moe, II	1.10	589.05	B140	[Shank v. Verity Health] Revise and expand with three inserts the arguments in opposition to Jason Shanks' third Motion For Relief From Stay (.60); revise and create third draft of the Response to the Jason Shank's third Motion For Relief From Stay (.50).
09/05/19	J.A. Moe, II	0.60	321.30	B140	[Shank v. Verity Health] Revise and complete third draft of the Response to the third Motion For Relief From Stay.
09/09/19	J.A. Moe, II	1.60	856.80	B140	[Shank v. Verity Health] Revise the Response to the Motion For Relief From Stay (.30); return telephone call to James Behrens (.10); revise the Response through several iterations (.30); await review, revise and complete the Response (.90).
09/10/19	K.M. Howard	0.40	100.30	B140	Reviewed the US Trustee's Response to the Motion for Relief from Stay filed in Shank v. Verity Health and reviewed and revised Litigation Management Chart accordingly.
09/12/19	K.M. Howard	0.20	50.15	B140	Email exchanges with Norm Haslum regarding relief from stay orders entered by the court in August 2019.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/16/19	K.M. Howard	0.40	100.30	B140	Analysis of Jason Shank's Reply to Verity's Opposition to Motion for Relief from Stay and reviewed and revised Litigation Management Chart accordingly.
09/20/19	K. Murphy	0.30	124.95	B140	Confer with John Moe re updates to Verity Relief from Stay Chart (.2); and prepare edits/revisions to the same (.1).
09/20/19	J.A. Moe, II	0.40	214.20	B140	[Shank v. Verity] Telephone call from James Behrens on the Tentative Ruling and review twice the Ruling (.10); prepare Memorandum to Elspeth Paul, Pascale Roy and Karen Chapman on Ruling and submission (.20); telephone call to James Behrens on submission and contacting opposing counsel (.10).
09/30/19	J.A. Moe, II	0.10	53.55	B140	[Shank v. Verity] Review Tanganica Turner's proposed Order with no Order and E-Mail to Ahn Ruda.
	Subtotal	6.50	3,136.50		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B150 - Meetings of and Communications with Creditors

Date	Timekeeper	Hours	Amount	Task	Narrative
09/01/19	S. Maizel	0.50	400.00	B150	Telephone conference with T. Moyron re PBGC letter issues (x2)(.2); review same (.3).
09/05/19	T. Moyron	0.50	259.25	B150	Conference call with P. Chadwick and D. Galfus re Committee requests (.2); conference call with R. Adcock regarding same (.1); exchange emails with R. Adcock, et al., regarding additional language (.2).
09/11/19	T. Moyron	0.30	155.55	B150	Conference call with M. Shinderman.
09/13/19	T. Moyron	0.40	207.40	B150	Conference call with M. Shinderman, J. Behrens, et al., regarding Integrity and Allscripts, health plan litigation and fee issues.
09/13/19	T. Moyron	0.20	103.70	B150	Conference call with C. Montgomery regarding Committee discussion and related issues.
09/13/19	S. Maizel	0.10	80.00	B150	Review and respond to email from E. Paul re Bay Area Air quality District.
09/13/19	N. Koffroth	0.50	250.75	B150	Call with M. Shinderman, T. Moyron, et al. concerning Allscripts and Integrity claims
09/18/19	N. Koffroth	0.10	50.15	B150	Email communications with counsel to the Committee concerning the DHCS objection
Subtotal		2.60	1,506.80		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B160 - Fee/Employment Applications

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	J.A. Moe, II	0.20	107.10	B160	[Ordinary Course Professionals] Exchange E-Mails with Steve Sharrer on completing and filing the OCP Declaration for Neda del Cielo (.10); review "cover" pleading and instructions on proceeding (.10).
09/03/19	K.M. Howard	0.60	150.45	B160	Analysis of Monthly Fee Applications for July 2019 filed by FTI Consulting and Milbank Tweed and reviewed and revised Notice of Eleventh Monthly Fee Applications accordingly.
09/04/19	J.A. Moe, II	0.10	53.55	B160	[Ordinary Course Professional] Exchange E-Mails with Steve Sharer and Neda del Cielo on engagement as an OCP.
09/04/19	K.M. Howard	0.40	100.30	B160	Analysis of Dentons' billing statements for July 2019 to determine areas needing correction and worked with Kathy Smith to revise the narrative sections.
09/04/19	K.M. Howard	0.60	150.45	B160	Analysis of monthly fee applications filed by Dentons, Packulski Stang, Jeffer Mangels, Nelson Hardiman, Milbank Tweed, FTI Consulting, Levene Neale, Patient Care Ombudsman, Consultant to the PCO and prepared Notice of Eleventh Monthly Fee Applications for July 2019.
09/04/19	K.M. Howard	0.30	75.23	B160	Reviewed and finalized Dentons' Monthly Fee Application for July 2019 and Notice of Eleventh Monthly Fee Applications for July 2019 and filed each.
09/05/19	K.M. Howard	0.40	100.30	B160	Reviewed conformed Notice of Monthly Fee Application, determined objection deadlines, and reviewed and revised Critical Dates Memorandum accordingly.
09/05/19	J.A. Moe, II	0.10	53.55	B160	[Dentons' August Monthly Statements] Telephone call to Katherine Smith and return E-Mail, reviewing first draft of August Statements.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/06/19	J.A. Moe, II	0.40	214.20	B160	[Dentons August Monthly Statements] Commence work on first set of revisions to the August Statements, commencing review of Statements on Submatter 6, in compliance with the U.S. Trustee Guidelines.
09/06/19	K.M. Howard	3.90	977.93	B160	Review, edit and correct Dentons August Billing Statements in compliance with the U.S. Trustee's Guidelines (3.8) and discussions with John Moe regarding same (.1).
09/08/19	J.A. Moe, II	1.60	856.80	B160	[Dentons August Monthly Statements] Continue work on first set of revisions to the August Statements, completing review of Statement on Submatter Number 6, and revising Statements on Submatters 4, 5, 6, 7, 8, 10, 14, 15 and 19, and the Expense Statement, and commercing revisions to the Statement on Submatter Number 3, in compliance with the U.S. Trustee Guidelines.
09/10/19	K.M. Howard	0.30	75.23	B160	Analysis of the Application for Compensation of BRG for July 2019 and culled information for inclusion in the Supplemental Notice of Monthly Fee Applications.
09/10/19	J.A. Moe, II	2.10	1,124.55	B160	[Dentons August Monthly Statements] Continue work on first set of revisions to the August Statements, completing review of Statements on Submatter Number 3.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/11/19	J.A. Moe, II	2.10	1,124.55	B160	[Dentons August Monthly Statement] Review status of completing verification of internal billing (.10); telephone call to Katherine Smith on first revisions to the Statements (.10); confer with Kathryn Howard on internal review of time on the Statements, then review each page of all the Statements marking revisions, and then transmitting Statements to Ms. Smith (1.30); review completed first revisions to Statements and transmit to Katherine Smith (.30); E-Mails to Nicholas Kappas, Tim Santoli and Casey Doherty, on inserts in their time descriptions (.20).; review Casey Doherty's edits and transfer for inclusion, and review Mr. Kappas' edits and transfer for inclusion (.10).
09/11/19	K.M. Howard	2.10	526.58	B160	Review, edit and correct Dentons August Billing Statements in compliance with the U.S. Trustee's Guidelines.
09/11/19	K.M. Howard	0.60	150.45	B160	Further analysis of BRG's monthly fee application for July 2019 (.2) and prepared Supplement to Notice of Professional's Monthly Fee Applications for July 2019 (.4).
09/13/19	K.M. Howard	0.30	75.23	B160	Finalized and filed Supplement to the Notice of Eleventh Monthly Fee Applications regarding BRG's fee application.
09/17/19	J.A. Moe, II	1.20	642.60	B160	[Dentons' August Monthly Statements] Review second set of revisions to Statements on three Submatters, then make second set of revisions to Statements on Submatters 4, 5, 6, 7, 8, 10, 14, 15, 17 and 18, and the Expense Statement, and commence second set of revisions to Statements on Sub matter 3, in compliance with U.S. Trustee Guidelines.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/18/19	J.A. Moe, II	3.30	1,767.15	B160	[Dentons August Monthly Statements] Review pleading associated with Radnet, Hunt Spine Institute and United Healthcare in regard to assignment of descriptions of services (.30); continue with second set of revisions to Statements, reviewing Statements on Submatters 4,5, 6, 7, 8, 10, 14, 15, 17 and 18 to conform to each other on specific descriptions, and complete revisions to Statements on Submatter 3, in compliance with U.S. Trustee Guidelines. (2.80); transmit second set of revisions for completion(.10); E-Mail to T. Santoli on filling in time in a description of service (.10).
09/19/19	J.A. Moe, II	0.10	53.55	B160	[Dentons August Monthly Statements] Review inserts for description of services and transfer for including in Statements, and completion of Statements.
09/24/19	J.A. Moe, II	0.90	481.95	B160	[Dentons Third Interim Application] Prepare first rough draft of the form of the Third Interim Application Of Dentons US LLP, As Debtors Counsel, For Fees And Reimbursement Of Expenses For The Period May 1, 2019 Through August 31, 2019.
09/24/19	J.A. Moe, II	0.30	160.65	B160	[Notice Of Third Interim Fee Applications] Review form of previous Notices and prepare draft of Notice on time to file and date for hearing on Professionals Interim Fee Applications.
09/24/19	K.M. Howard	0.20	50.15	B160	Email exchanges with Sam Maizel regarding the status of payments from the Debtors to Dentons.
09/25/19	J.A. Moe, II	0.10	53.55	B160	[Dentons August Monthly Statements] Telephone call to Katherine Smith on completing the Statements, including adjusting the amount due on Task Code B160.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/25/19	J.A. Moe, II	1.30	696.15	B160	[Dentons Third Interim Application] Revise formatted draft of the Application and Declaration, and commence work on drafting some substantive discussion on tasks performed (.70); consider additions of Categories of Services (.10); review and revise the second draft of the Application (.50).
09/25/19	J.A. Moe, II	0.20	107.10	B160	[Notice of Third Interim Fee Applications] Review the Notice setting date for the third set of Professionals' Fee Applications and the date by which the Applications must be filed, and confer with Kathryn Howard on the Notice.
09/26/19	J.A. Moe, II	0.10	53.55	B160	[Professionals Third Interim Fee Applications] Review Notice with Kathryn Howard and transmit for review to Sam Maizel and Tania Moyron.
09/26/19	J.A. Moe, II	0.20	107.10	B160	[Dentons' August Monthly Statements] Review second set of revisions to the Statements to insure formatting is correct.
09/26/19	S. Maizel	0.10	80.00	B160	Review and revise notice re fee hearing.
09/27/19	J.A. Moe, II	0.10	53.55	B160	[Interim Fee Applications] Review one addition and delete one term in the Notice Of Fee Applications.
09/27/19	J.A. Moe, II	0.10	53.55	B160	[Ordinary Course Professionals] E-Mail to Leon Cheung on necessity to file Report with the Court on the OCP expenses in October.
09/27/19	J.A. Moe, II	0.20	107.10	B160	[BRG Twelfth Monthly Fee Application] Preliminarily review BRG Application and exchange E-Mails with Kathryn Howard, Tania Moyron and David Galfus on Application, and on filing of the Application.
09/27/19	J.A. Moe, II	0.20	107.10	B160	[Dentons August Monthly Statement] Confer with Tania Moyron on minor changes to the Statements, then prepare and forward to Katherine Smith.
09/27/19	J.A. Moe, II	0.20	107.10	B160	[Jeffer Mangels Butler & Mitchell] In response to inquiry, confirm filing of and review contents of the Supplemental Declaration of Ahn Ruda in support of Employment Application.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/27/19	J.A. Moe, II	0.60	321.30	B160	[Dentons' Third Interim Application] Revise the third draft of Dentons' Third Interim Application.
09/27/19	J.A. Moe, II	0.30	160.65	B160	Exchange E-Mails with Daniel Denny and review status on Matters set for hearing on September 30th, and expected date for Fee Applications, responding to Mr. Denny.
09/27/19	K.M. Howard	1.60	401.20	B160	Analysis of Dentons' billing statements for August 2019 and prepared Summary of Hours and Fees for Dentons' Timekeepers.
09/27/19	K.M. Howard	1.30	325.98	B160	Analysis of Dentons billing statement for August 2019 and prepared Summary of Time, Fees and Expenses by Debtor.
09/27/19	K.M. Howard	0.90	225.68	B160	Analysis of Summary of Time, Fees and Expenses by Debtor and Summary of Hours and Fees for Timekeepers and prepared Dentons' Twelfth Monthly Fee Applications for August 2019.
09/27/19	K.M. Howard	0.20	50.15	B160	Email exchange with Ann Bruscella regarding the last payment received from the client in conjunction with preparing Dentons' monthly fee application for August 2019.
09/27/19	T. Moyron	0.40	207.40	B160	Analyze August invoices (.3); analyze BRG monthly fee application (.1).
09/30/19	K.M. Howard	0.20	50.15	B160	Reviewed docket to determine if Milbank Tweed filed their August Fee Application (.1) and prepared email to James Behrens regarding status (.1).
09/30/19	K.M. Howard	0.40	100.30	B160	Determined the objection deadline for parties to object to professional's monthly fee applications and reviewed and revised Critical Dates Memorandum accordingly.
09/30/19	S. Maizel	0.10	80.00	B160	Review and revise notice of professional fee applications.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/30/19	J.A. Moe, II	0.40	214.20	B160	[Dentons August Monthly Statement] Review four changes sent to Katherine Smith on September 27th and return call from Ms. Smith on including revisions (.20); review notice on revised Statement on Submatter 3 and confer with Kathryn Howard on new Statement (.10); review Statement to insure formatting is correct for filing(.10).
09/30/19	J.A. Moe, II	0.10	53.55	B160	[Ordinary Course Professionals] Exchange E-Mails with Leon Cheung on completing the required four month Chart on payments to OCPs.
09/30/19	K.M. Howard	0.20	50.15	B160	Reviewed and revised Notice of Twelfth Monthly Fee Applications of Professionals for August 2019.
09/30/19	K.M. Howard	0.40	100.30	B160	Finalized and filed Dentons' Monthly Fee Application for August 2019.
09/30/19	K.M. Howard	0.30	75.23	B160	Finalized and filed Notice of Twelfth Monthly Fee Applications of Professionals paid by Debtors for Allowance and Payment of Interim Compensation and Reimbursement of Expenses.
09/30/19	K.M. Howard	0.40	100.30	B160	Reviewed Notice of Twelfth Monthly Fee Applications of Professionals paid by Debtors for Allowance and Payment of Interim Compensation and Reimbursement of Expenses, determined objection deadlines and reviewed and revised Critical Dates Memorandum accordingly.
09/30/19	K.M. Howard	0.20	50.15	B160	Reviewed and revised Summary of Hours and Fees for Dentons' Timekeeper.
09/30/19	K.M. Howard	0.20	50.15	B160	Reviewed and revised Summary of Time, Fees and Expenses by Debtor.
09/30/19	K.M. Howard	0.30	75.23	B160	Reviewed and revised Dentons' Monthly Fee Application for August 2019.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/30/19	K.M. Howard	0.80	200.60	B160	Analysis of Dentons' Monthly Fee Application for August 2019 (.1); analysis of BRG's Monthly Fee Application for August 2019 (.1); analysis of Nelson Hardiman's Monthly Fee Application for August 2019 (.1); analysis of Jeffer Mangels' Monthly Fee Application for August 2019 (.1); analysis of Levene Neal's Monthly Fee Application for August 2019 (.1); analysis of PCO and Dr. Tim Stacy's Monthly Fee Applications for August 2019 (.1); analysis of Pachulski Stang's Monthly Fee Application for August 2019 (.1) and culled fees and costs in conjunction with preparing Notice of Twelfth Monthly Fee Applications for August 2019 (.1).
09/30/19	K.M. Howard	0.50	125.38	B160	Analysis of information assembled from professional's monthly fee applications (.1) and prepared Notice of Twelfth Monthly Fee Applications for August 2019 (.4).
09/30/19	K.M. Howard	0.40	100.30	B160	Analysis of Notice to Professionals of Scheduled Hearing Date for Third Interim Fee Applications and reviewed and revised Critical Dates Memorandum accordingly.
Subtotal		35.10	13,716.70		
Less Discount to Client			(7,981.00)		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	A. Dondoyano	0.20	64.60	B185	[Mechanics' Lien] Review emails from T. Moyron and J. Vizzini regarding the mechanic lien work plan.
09/26/19	A. Dondoyano	0.10	32.30	B185	[Mechanics' Lien] Review email from M. Welch regarding mechanics liens and review the mechanics liens list.
09/26/19	M.M. Welch	2.00	535.50	B185	[Mechanics' Lien] Work on mechanics lien releases and drafting release letters (1.5); revise tracking spreadsheet (.50).
09/27/19	M.M. Welch	2.60	696.15	B185	[Mechanics' Lien] Review mechanic liens (.20); draft release letters to lien holders (1.0); draft Lien Releases (1.4).
	Subtotal	4.90	1,328.55		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	P. Maxcy	0.70	517.65	B190	Discussions of M. Kwok and N. Haslun regarding IDX extension and status.
09/03/19	S. Maizel	0.80	640.00	B190	Telephone conference with M. Shinderman, etc. re mediation issues (.4); telephone conference with C. Montgomery re same (.4).
09/04/19	P. Maxcy	0.50	369.75	B190	Conference call regarding IDX status.
09/12/19	J.A. Moe, II	0.10	53.55	B190	[Data Breach Claims] Telephone call to Samuel Park on litigation of Data Breach Claims and valuation of assertions.
09/13/19	G. Miller	1.20	530.40	B190	Draft notice of supplemental designation.
09/17/19	G. Miller	0.80	353.60	B190	Draft stipulation with UHC removing recoupment objection from calendar.
09/18/19	G. Miller	0.70	309.40	B190	Draft stipulation with UHC removing recoupment objection from calendar.
09/20/19	J.A. Moe, II	0.10	53.55	B190	[Litigation Hold] Review Elspeth Paul's E-Mail on and the accompanying List on matters in Litigation Hold.
09/20/19	J.A. Moe, II	0.40	214.20	B190	[Litigation Report] Review Elspeth Paul's request for and telephone call to Karleen Murphy on status of Charts on Litigation matters and E-Mail to Ms. Paul on transmittal of the Charts (.20); exchange E-Mails with Karleen Murphy and others on competing the updated Charts (.10); review the updated Charts and review E-Mails describing Charts delivered to Ms. Paul (.10).
09/20/19	K. Murphy	1.00	416.50	B190	Prepare general updates and edits to Verity Litigation Management Chart prior to sending to Elspeth Paul.
09/20/19	K. Murphy	0.10	41.65	B190	[Engelman] Draft email to counsel for St. Francis Medical Center with Status Conference re Bankruptcy.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	D. Pina	0.50	159.38	B190	Communications with L. Macksoud regarding records of Confidentiality Agreements in file (.2); review 10 th round of supplemental confidentiality agreements and update electronic case records (.3).
09/23/19	T. Moyron	0.10	51.85	B190	Analyze A. Ruda, et al., emails regarding new case against Verity.
09/23/19	J.A. Moe, II	0.10	53.55	B190	[Sanford v. Verity] Review Ahn Ruda's E-Mail on new EPL Complaint.
09/24/19	D. Pina	0.30	95.63	B190	Communications with L. Macksoud regarding records of Confidentiality Agreements in file (.2); review additional confidentiality agreement and update electronic case records (.1).
09/25/19	J.A. Moe, II	0.20	107.10	B190	[Sanford v. Verity] Review new Compliant and E-Mail to Ahn Ruda and Elina Tilman on parsing through the Complaint to impose the stay.
09/26/19	P. Maxcy	0.40	295.80	B190	Discussions re status of IDX issues.
	Subtotal	8.00	4,263.56		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B195 - Non-Working Travel

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	S. Alberts	7.30	5,840.00	B195	Travel from WDC to LAX (6.5) and LAX to hotel (.8).
09/04/19	C. Montgomery	7.80	6,240.00	B195	Non - Working travel Boston to LAX (7.3) Travel LAX to Hotel (.5).
09/05/19	S. Alberts	0.40	320.00	B195	1113. (CAN) Travel to CAN meeting.
09/06/19	S. Alberts	0.50	400.00	B195	1113. Return travel following CAN meeting.
09/06/19	N. Koffroth	0.30	150.45	B195	Travel to/from hearing on motion for use of cash collateral
09/09/19	T. Moyron	1.30	674.05	B195	Travel to and from mediation.
09/09/19	S. Alberts	1.80	1,440.00	B195	Travel. Burbank to San Jose (1.0) and taxi to airport (.8).
09/09/19	C. Montgomery	1.70	1,360.00	B195	Nonworking travel - travel hotel to mediation (1.0); travel mediation to Airport (.7).
09/10/19	C. Montgomery	7.50	6,000.00	B195	Non-Working Travel; Travel LAX to 1221 Avenue of the Americas (7.5).
09/11/19	S. Alberts	7.00	5,600.00	B195	Travel. Hotel to SFO (.7); SFO to DCA (5.8); DCA to home (.5).
09/25/19	N. Koffroth	0.60	300.90	B195	Travel to hearing on transfer of Medi-Cal provider agreements (0.4); travel from hearing on transfer of Medi-Cal provider agreements (0.2)
09/25/19	T. Moyron	0.60	311.10	B195	Travel to and from Court.
	Subtotal	36.80	28,636.50		
	Less Discount to Client		(28,636.50)		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B200 - Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	J.A. Moe, II	0.20	107.10	B200	[Department of Mental Health] Review Order on compromise with the Department Of Mental Health, then exchange E-Mails with Vicki Kozikoujekian on discussing the Order and apparently the letter to Ms. Vicki.
	Subtotal	0.20	107.10		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	J.A. Moe, II	0.10	53.55	B210	[RFK Medical Records] Review Court's Tentative Ruling on Motion on disposition of records, and forward to Robert Richards and Geoffrey Miller.
09/04/19	P. Maxcy	0.90	665.55	B210	Call with vendor regarding seismic work and critical vendor status and review background on same.
09/05/19	P. Maxcy	0.50	369.75	B210	Conference with Swingston, counsel and followup to determine critical vendor status.
09/05/19	K.M. Howard	0.40	100.30	B210	Analysis of the Court's order granting Debtors' Motion for Order Authorizing Disposal of Patient Records and reviewed and revised Critical Dates Memorandum accordingly.
09/05/19	J.A. Moe, II	0.30	160.65	B210	[RFK Medical Records] Prepare draft of the Order approving the Motion on disposal of Patient Records.
09/06/19	J.A. Moe, II	0.10	53.55	B210	[RFK Medical Records] Revise first draft of Order granting Motion on disposition of the Minors' Patients' Records.
09/06/19	J. Sivek	1.80	757.80	B210	Reviewed draft of GRM Multi Service Agreement and provided comments
09/08/19	S. Maizel	0.30	240.00	B210	Revise and comment on draft CJR letter to CMS.
09/09/19	J.A. Moe, II	0.40	214.20	B210	[RFK Medical Records] Review completed proposed Order on disposal of Minors's Records (.10); review and revise Order and check on Tentative Ruling (.10); review and incorporate revisions into the Order and review whether Tentative Ruling has been added to the Docket (.20)
09/10/19	G. Miller	1.80	795.60	B210	Draft motion re record destruction.
09/10/19	K.M. Howard	0.20	50.15	B210	Analysis of the Order Granting Motion Authorizing Debtors to Dispose of RFK Medical Records to determine if further briefing was required or if additional deadlines had been imposed by the court.
09/12/19	G. Miller	1.40	618.80	B210	Draft motion re record destruction.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/12/19	S. Maizel	1.20	960.00	B210	Telephone conference with R. Adcock re RPHE issues.
09/12/19	J. Sivek	0.50	210.50	B210	Reviewed revised draft of the GRM MSA and provided comments.
09/13/19	J.A. Moe, II	0.40	214.20	B210	[Disposal of Patient Records] Review E-Mail from an d telephone call to Bob Richards, and return call from Geoffrey,r on disposal of Patient Records and disposal of other records (.20); review and annotate the current version of the Motion on disposal of Patient Records (.20).
09/13/19	R. Richards	1.00	723.00	B210	Review and comment on records retention motion (0.4); review new plan related pleadings (0.6)
09/13/19	G. Miller	0.40	176.80	B210	Draft motion re record destruction.
09/13/19	S. Maizel	0.50	400.00	B210	Review and respond to emails re Medi-Cal withholding.
09/16/19	J.A. Moe, II	0.20	107.10	B210	[RFK Medical Records] Review exchange of multiple E-Mails on entry of Order on disposal of records and Elspeth Paul setting up conference on records disposal (.10); review Order and requirements for destruction of records (.10).
09/16/19	R. Richards	0.30	216.90	B210	Review and comment on revised patient records motion (0.2), emails re records with client and Dentons LA (0.1).
09/16/19	S. Maizel	0.10	80.00	B210	Review and respond to email re CJR letter.
09/16/19	S. Maizel	0.20	160.00	B210	Review and respond to emails re patient records motion.
09/16/19	G. Miller	1.40	618.80	B210	Draft motion re record destruction.
09/17/19	G. Miller	0.60	265.20	B210	Call with Verity re records destruction/retention.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	J.A. Moe, II	1.50	803.25	B210	[RFK Medical Records] Conference call with Elspeth Paul, Jonnette Jones, Peter Chadwick and Tania Moyron on Order, preparing Notice, 180 day time period and destruction of adult records outside the requirements (.50); prepare draft of the Notice on access to and/or destruction of records (.20); review again procedures for Notice (.10); consider and revise -- through two iterations -- first draft of the Notice (.30); telephone call to Johnnette Chong on Notice and party who can distribute records (.20); revise second draft of the Notice (.20).
09/17/19	T. Moyron	0.30	155.55	B210	Conference call with P. Chadwick, et al., regarding records' motion.
09/17/19	R. Richards	1.30	939.90	B210	Call re RFK records (0.5); review general records retention chart (0.2); call re general records retention (0.5); after discussion with Geoff Miller re records retention motion (0.1).
09/17/19	T. Moyron	0.20	103.70	B210	Conference call with E. Paul, et al., re records.
09/17/19	J.A. Moe, II	0.30	160.65	B210	[Disposal of Records] Join conference telephone call with Bob Richards, Geoffrey Miller, Peter Chadwick and Tania Moyron on disposal of patient and business records (.20); review Bob Richards report on the conference call (.10).
09/18/19	J.A. Moe, II	0.30	160.65	B210	[RFK Medical Records] Further revisions to the draft of the Notice on disposition of RFK Records, for service and for publication.
09/19/19	J.A. Moe, II	0.40	214.20	B210	[Patient Records] Preliminarily review the draft Motion on disposal of Patient Records (.10); prepare insert for the Motion (.30) and forward to Geoffrey Miller.
09/19/19	J.A. Moe, II	0.10	53.55	B210	[RFK Medical Records] Review FRBP 6011 and review proposed Notice.
09/19/19	G. Miller	3.80	1,679.60	B210	Draft motion re non-patient record retention/destruction.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	J.A. Moe, II	0.40	214.20	B210	[Disposal of Patient Records] Revise and expand -- the Notice Of Disposal Patient Records -- including additions required by FRBP 6011.
09/23/19	N. Koffroth	0.30	150.45	B210	Participate in call concerning GRM motion with T. Moyron, et al.
09/23/19	R. Richards	1.20	867.60	B210	Review GRM document retention related agreements (0.5); conference call re same (0.5); circulated revised Liquidating Trust Agreement and related cover email (0.2).
09/23/19	J.A. Moe, II	0.40	214.20	B210	[RFK Medical Records] Review revised draft of the Notice of right to claim records and E-Mail on who should be designated to release records (.20); exchange E-Mails with and telephone call to Johnnette Chong on designation of who to contact to get records (.20).
09/23/19	T. Moyron	0.30	155.55	B210	Conference call with E. Paul, P. Chadwick, et al. re GRM.
09/24/19	T. Moyron	1.00	518.50	B210	Analyze and prepare GRM motion (.9); calls with P. Chadwick regarding same x 2 (.1).
09/24/19	J.A. Moe, II	0.20	107.10	B210	[Disposal of Records] Preliminarily review List Of Records, and E-Mail to Bob Richards on last column on proposed records retention (.10); telephone call to Geoffrey Miller on form and contents of Notice on disposal of Patient Records (.10).
09/24/19	J.A. Moe, II	0.30	160.65	B210	[Disposal Of Records] Review and make minor revisions to the Debtors' Motion Authorizing Disposal Of Certain Business And Other Non-Patient Records and Memorandum Of Points And Authorities.
09/24/19	T. Moyron	0.30	155.55	B210	Further analysis and preparation of GRM motion.
09/24/19	J.A. Moe, II	0.40	214.20	B210	[RFK Medical Records] Revise the Notice (.20); exchange E-Mails with Johnnette Chong on the person/entity responsible for the delivery of records (.10); revise Notice and also insert person/entity to be contacted on obtaining medical records (.10) .

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/24/19	M. Wege	4.30	3,399.15	B210	Extended work on revisions to motion regarding GRM (3.2); extended correspondence with T. Moyron regarding status of changes to motion (.4); analyze GRM website and information on "leading" status as data service (.7)
09/24/19	S. Maizel	0.40	320.00	B210	Review and revise motion to destroy non-medical records.
09/24/19	S. Maizel	0.50	400.00	B210	Review and revise motion to destroy patent records.
09/25/19	M. Wege	1.50	1,185.75	B210	Continued work on, and finalize for filing, Motion to Approve GRM (.8); correspond with T. Moyron (.3); coordinate final version of motion and review correspondence/filing information (.4)
09/25/19	R. Richards	0.20	144.60	B210	Review comments on records retention motion (non-patients) and reply re same
09/25/19	J.A. Moe, II	0.10	53.55	B210	[RFK Medical Records] Revise the latest draft of the Notice on disposition of the records.
09/25/19	K.M. Howard	0.40	100.30	B210	Analysis of Debtors' Motion to Enter Agreements for Records Retention Services with GRM Information Management and reviewed and revised Critical Dates Memorandum accordingly.
09/25/19	S. McCandless	0.10	79.90	B210	Review communication from R. Richards regarding retention of records.
09/25/19	G. Miller	0.40	176.80	B210	Revise motion re non-patient record retention/destruction.
09/26/19	J.A. Moe, II	0.10	53.55	B210	[RFK Medical Records] Review and make one correction to the Notice, then E-Mail to Bob Richards on contents of the Notice in compliance with Rule 6011.
09/27/19	J.A. Moe, II	0.40	214.20	B210	[Retention Of Documents] Confer on necessity to identify GRM documents on retention of records (.10); telephone call to Johnnette Chong on GRM retaining records and obtaining copies of Contracts, including for the Committee (.10); review Contracts and forward to Nick Koffroth and Tania Moyron (.20).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/30/19	J.A. Moe, II	0.20	107.10	B210	[Records Retention Motion: Cemer] Telephone call from Darrell Clark on Motion on GRM preserving records (.10); review status of the Motion (.10).
	Subtotal	36.60	21,476.35		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B220 - Employee Benefits/Pension

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	S. Alberts	0.40	320.00	B220	Pension. Receive, review and send note to client about Rabbi Trust letter.
09/05/19	S. Alberts	1.10	880.00	B220	Pension. Communication internally about PBGC process (.2) and communicate with PBGC about status of claim resolution and Plan A and B termination (.3) and follow up with client and internal working group (.2); communicate with working group about other pension issues (.3) and follow up with S. Sharrer regarding some of the open pension issues (.1).
09/06/19	M. Maryn	0.50	400.00	B220	Confer with M. Zeefe regarding RPHE pension claims.
09/12/19	S. Alberts	2.70	2,160.00	B220	Pension. Communicate with T. Moyron regarding PBGC claim settlement discussions (.2); receive and review Sear Plan treatments of PBGC and applicability issues (.4); review RPHE data in advance of internal call (.4); confer with D. Galfus about status of PBGC negotiations and other related case issues (.3); confer with working group about pension claim issues (1.2) and follow up call (.1) and email with Ropes (.1).
09/13/19	S. Alberts	2.00	1,600.00	B220	Pension. Email communications about PBGC (.2); confer with D. Galfus regarding PBGC claim issues (.7); follow up communications regarding PBGC and RPHE claims (1.0); confer with Ropes regarding potential use of corpus to satisfy PBGC claim (.5).
09/15/19	S. Alberts	0.40	320.00	B220	Pension. Communicate with working group about multiemployer withdrawal.
09/16/19	S. Alberts	0.20	160.00	B220	Confer with B. Littell regarding pension issues.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/16/19	S. Alberts	3.10	2,480.00	B220	Pension. Draft issue summary for professionals concerning PBGC settlement and next steps (.5); and follow up with co-counsel (.1) and confer with D. Galfus about strategy (.6); and follow up with WTW (.1); and M. Maryn concerning RPHE issue (.2); draft proposed settlement authorization sheet for client approval and circulate to D. Galfus for review (.4); receive D. Galfus comments, integrate and send to R. Adcock (.2); follow up communications with client and T. Moyron about PBGC settlement authority (.3) and send confirmation (.1); confer with PBGC (.4) and report back to client on status (.2).
09/16/19	M. Maryn	0.50	400.00	B220	Research and analyze potential liens that RPHE may obtain.
09/16/19	C. Montgomery	0.20	160.00	B220	Participate in PBGC call regarding plan termination.
09/17/19	M. Maryn	0.70	560.00	B220	Confer with S. Alberts regarding withdrawal from multiemployer plans (0.3); draft email communication describing withdrawal process (0.4).
09/17/19	S. Alberts	0.90	720.00	B220	Pension. Confer with M. Maryn RPHE and Local 39 withdrawal (.3); and follow up review (.2); receive communication from RPHE and communicate internally about a response (.2); communicate with W. Littell about refunding rabbi trust funds (.1) and follow up (.1).
09/18/19	S. Alberts	1.10	880.00	B220	Pension. Communications about potential PBGC settlement (.6); communicate with D. Galfus about KPC option (.3); communicate with W. Littell about 457(b) matter and follow up (.2).
09/19/19	S. Alberts	5.10	4,080.00	B220	Pension. Receive confirmation of settlement with PBGC (.2); communicate with co-counsel about drafting settlement with PBGC and motion to approve (.2) and PBGC to obtain point of information (.2); gather relevant information, draft PBGC settlement agreement and circulate to co-counsel and BRG for approval (4.3) and follow up (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	S. Alberts	1.50	1,200.00	B220	Pension. Confer with D. Galfus (.5); receive, revise and circulate changes to PBGC settlement (.8); communicate with co-counsel (.1) and transfer documents with PBGC (.1).
09/23/19	M. Maryn	0.40	320.00	B220	Confer with S. Alberts regarding priority status of RPHE claims.
09/23/19	S. Alberts	3.20	2,560.00	B220	Pension. Review materials on RPHE claims (1.7); communicate with WTW regarding RPHE claim (.2); and with M. Maryn (.3) and M. Zeefe (.2); communicate with PBGC concerning settlement terms (.3) and follow up by email (.2) and phone (.3).
09/23/19	T. Moyron	0.10	51.85	B220	Analyze A. Fierro-Peretti regarding pension contributions.
09/24/19	S. Alberts	4.00	3,200.00	B220	Pension. Communicate with co-counsel and D. Galfus about RPHE claims (.2); review cases concerning allocation of multiemployer claim treatment (1.3); communicate with WTW draft claim and settlement assessment and circulate for approval (1.8); receive approval and send to client (.1); confer with PBGC about settlement (.2); confer with Ropes and Transamerica about Rabbi trust issues (.4)
09/25/19	S. Alberts	2.50	2,000.00	B220	Pension. Revise PBGC settlement agreement, review for final changes and circulate to client with explanation (.8); communicate with co-counsel about proposed changes (.2); communicate with client and receive authority to send to PBGC (.1); send to PBGC receive response from PBGC with one final comment (.1); confer with PBGC about word change issues (.2) communicate with client and co-counsel about PBGC proposed change (.2) and revise and send to PBGC (.1); finalize execution of PBGC agreement (.2); Communicate to RPHE about meeting (.1), Communicate regarding October payments (.3)., follow up with W. Little about Rabbi Trust (.1) and follow up (.1).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/26/19	S. Alberts	0.60	480.00	B220	Pension. Receive, review and forward PBGC's Plan A and Plan B termination (.3); confer with RPHE (.2) and follow up with working group (.1).
09/26/19	T. Moyron	0.40	207.40	B220	Analyze email from L. Butler re PBGC termination notices for Plan A And B (.1); analyze related emails (.1); analyze comments on KEIP motion (.2).
09/27/19	S. Alberts	1.00	800.00	B220	Pension. Group call about payment of future contributions (.4) and follow up (.1); reach out to Ropes regarding settlement (.1); review PBGC termination materials (.2); forward PBGC materials to M. Maryn and receive his comments (.2).
09/27/19	M. Maryn	0.40	320.00	B220	Review pension termination agreements with the PBGC.
09/30/19	S. Alberts	1.60	1,280.00	B220	Pension. Confer with D. Galfus and loop in WTW (.5); confer with RPHE about possible settlement (.6); follow up with S. Sharrer (.1) and with R. Adcock (.2) and WTW (.1) and Ropes (.1).
Subtotal		34.60	27,539.25		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B230 - Financing/Cash Collections

Date	Timekeeper	Hours	Amount	Task	Narrative
09/02/19	C. Montgomery	0.20	160.00	B230	Communications with T. Moyron regarding cash collateral hearing and mediation plans.
09/03/19	K.M. Howard	0.20	50.15	B230	[Mediation] Analysis of the Mediation Questionnaire filed by the UCC in UCC v. Verity Health.
09/03/19	S. Maizel	1.00	800.00	B230	[Mediation] Review materials for mediation.
09/03/19	C. Montgomery	0.20	160.00	B230	Communications with T Moyron, M Shinderman and P Ricotta regarding cash collateral issues(.1); communication with T Moyron regarding subrogation issues (.1).
09/03/19	T. Moyron	0.80	414.80	B230	Conference call with M. Shinderman, D. O'Donnell, et al., regarding Debtors' request for AG support with respect to sale, plan and cash collateral issues.
09/04/19	N. Koffroth	2.70	1,354.05	B230	Review and analyze Committee response to motion for use of cash collateral (0.5); research and analyze case law concerning issues raised by same (2.2)
09/04/19	N. Koffroth	0.50	250.75	B230	Meet with C. Montgomery and T. Moyron concerning strategy related to Committee's response to cash collateral motion
09/04/19	N. Koffroth	0.30	150.45	B230	Call with M. Shinderman et al. concerning Committee's response to cash collateral motion
09/04/19	N. Koffroth	0.80	401.20	B230	Meet with C. Montgomery, T. Moyron, and BRG team concerning strategy related to reply in support of cash collateral motion
09/04/19	C. Montgomery	2.60	2,080.00	B230	Phone call with C. Richter regarding Dip Lender Payoff letter (.2); communications with T. Conner re same (.1); phone conference with M. Shinderman, R. Adcock, D. Galfus, E. Paul regarding cash collateral order (1.1); phone call with T. Moyron and N. Koffroth regarding cash collateral order issues (1.0); conference call M. Shinderman, T. Moyron (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	T. Moyron	1.00	518.50	B230	Conference call with C. Montgomery re Committee's reply and response there, including issues related to propose language and jurisdictional issues.
09/04/19	T. Moyron	2.10	1,088.85	B230	Meeting with C. Montgomery and conference calls with clients and BRG, re cash collateral (1.8); call with M. Shinderman (.3).
09/04/19	C. Richter	7.50	4,845.00	B230	Obtain existing deposit account control agreements and government receivables account control agreements and create terminations for each agreement (7.0); review cash collateral proposed order as regards the DIP payoff and lie cancellations (.5).
09/04/19	T. Moyron	4.30	2,229.55	B230	Research issues related to jurisdiction (1.3); analyze issues and cases with respect to lenders' lien on going concern value (.6); prepare and finalize reply and analyze related issues (2.4).
09/05/19	C. Richter	6.60	4,263.60	B230	Continue to draft terminations of deposit account control agreements and government receivable account control agreements (3.5); call with Claude Montgomery re payoff letter from Ally Bank's counsel (.8); review and mark up payoff letter (.8); call with Claude Montgomery re GRAAs and DACAs (.7); call with Elle McCulty re cancellation of deeds of trust and payoff letter (.4); distribute payoff letter to Verity working group (.2); email to client re redirecting funds from concentration account (.2).
09/05/19	K.M. Howard	0.40	100.30	B230	Analysis of the court's tentative ruling regarding Debtors' cash collateral motion, setting a final hearing and objection deadlines and reviewed and revised Critical Dates Memorandum accordingly.
09/05/19	K.M. Howard	0.20	50.15	B230	Email exchanges with Claude Montgomery regarding the cash collateral hearing and the assembly of cases cited in Debtors' reply.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/05/19	K.M. Howard	0.60	150.45	B230	Analysis of Debtors' Reply to UCC's Response to Motion Authorizing the Use of Cash Collateral and assembled cited cases and prepared binder of cases.
09/05/19	K.M. Howard	0.80	200.60	B230	Reviewed and culled pleadings pertaining to Debtors' Motion for Order Authorizing the use of Cash Collateral and Granting Adequate Protection to Prepetition Secured Creditor and prepared hearing binders.
09/05/19	S. Maizel	0.10	80.00	B230	Review and respond to reply to committee objection re cash collateral motion.
09/05/19	T. Moyron	1.50	777.75	B230	Exchange emails with M. Shinderman (.2); analyze issues related to language presented by Committee (.3); analyze cases discussing jurisdictional issues (.4); internal discussions with respect to Committee issues (.6).
09/05/19	T. Moyron	0.30	155.55	B230	Conference call with D. Galfus re Committee's response, DIP payoff and related issues (.2); conference call with D. Galfus regarding Court's tentative ruling and continued hearing (.1).
09/05/19	C. Montgomery	5.20	4,160.00	B230	Review draft reply and comment on same (.5); phone call with D Galfus regarding compliance with Final DIP Order (.3); confer with T Moyron regarding reply brief language on cash collateral order (.4); review draft Alley Bank payoff letter and phone calls with C Richter re same (1.4); communications with Lender group regarding payoff letter (.1); communications with T Conner regarding Payoff timing under DI Credit Agreement and Payoff Letter (.3); review draft reply to Committee objection and confer with T Moyron re changes to same (.5); confer with D Galfus regarding expected loan balance (.1); review Courts Tentative decisions (.1); communications with T Moyron regarding possible language meeting Tentative suggestion(.5); phone call with T Moyron regarding Lenders suggested language (.4); communications with M Shinderman regarding Debtors proposed language (.4) communications with N Koffroth regarding

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
					jurisdictional research (.2).
09/05/19	T. Moyron	0.20	103.70	B230	Exchange emails with lenders regarding additional language in order consistent with tentative ruling.
09/05/19	N. Koffroth	2.50	1,253.75	B230	Draft cash collateral order
09/05/19	N. Koffroth	0.40	200.60	B230	Review and analyze comments from counsel to Committee concerning proposed revisions to cash collateral order
09/05/19	N. Koffroth	4.40	2,206.60	B230	Research and analyze case law concerning goodwill as collateral (2.2); draft reply in support of motion for use of cash collateral (2.2)
09/05/19	T. Moyron	4.30	2,229.55	B230	Prepare and finalize reply (2.2); analyze cases and issues related to Committee's assertion regarding lenders' interest in going concern and meetings with C. Montgomery, et al., regarding same (1.7); correspond with lenders regarding acceptable language in order (.4).
09/06/19	C. Richter	9.80	6,330.80	B230	Continue to draft terminations notices for government receivables account agreements and deposit account control agreements (4.0); attention to obtaining signatures to required documents (1.0); attention to review and interpretation of payoff letter (1.0); call with Ty Conner, Claude Montgomery and Anita Chou (.4); call with Claude Montgomery re closing (.3); attentions to wire transfer notice (2.0); email to US Bank team re wire transfers regarding gross revenue accounts (.3); coordinate with paralegal UCC terminations and assembly of documents and sig pages (.8).
09/06/19	C. Montgomery	8.20	6,560.00	B230	Prepare for hearing on cash collateral (2.0); communications with C. Richter regarding pay off letter and GRAA notices (.3); communications with T. Moyron regarding use of California Code section 1542 in Payoff letter (.1); communications with T. Conner regarding multi-lender GRAA directions (.1); discuss cash collateral language with T. Moyron (.4); continued preparations for hearing including conversations with M. Shinderman

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
					regarding settlement language (1.5); attend hearing regarding resolution of cash collateral issue (.5); phone calls with C. Richter regarding direction letter communications and payoff letter balance issues (.3); phone conference with C. Richter regarding DACA release issues (.6); phone calls with T. Conner regarding interest per diem issue under Ally Bank Payoff letter (.3); phone calls with C. Richter regarding payoff letter execution issues (.5); phone calls with Andrew Napolitano and Ty regarding per diem interest issue (.2); phone call with C. Richter lien release documentation and role of UMB Bank versus US Bank (.4); communications with P. Ricotta regarding possible need for UMB Bank signature on account direction letters post Ally Bank payoff (.1); communications with A. Chou re timing of Ally Bank Payoff (.1); communications with R. Adcock regarding execution of payoff letter (.1); review payoff calculation spreadsheet from Ally Bank (.3); communications T. Conner re same (.1); communications with E. McCulty and M. Jones regarding payoff signature release (.1); communications with P. Ricotta, C. Whitmore and N. Coco regarding Ally Bank payoff letter (.1); communications with W. Schumacher re same (.1).
09/06/19	K.M. Howard	0.30	75.23	B230	Drafted Notice of Lodgment of Cash Collateral Order.
09/06/19	N. Koffroth	2.90	1,454.35	B230	Preparation for hearing on motion for use of cash collateral (2.1); attend hearing on motion for use of cash collateral (0.8)
09/06/19	N. Koffroth	0.90	451.35	B230	Draft final order approving use of cash collateral and related notice of lodgment
09/06/19	N. Koffroth	1.90	952.85	B230	Meeting with R. Adcock, E. Paul, T. Moyron concerning strategy related to mediation of Committee adversaries with secured lenders

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/06/19	K.M. Howard	0.40	100.30	B230	Analysis of the Stipulation between Verity MOB Financing and the UCC to extend the Challenge Deadlines including the Order approving same and reviewed and revised Critical Dates Memorandum accordingly.
09/06/19	K.M. Howard	0.40	100.30	B230	Analysis of the Stipulation between Verity MOB Financing II and the UCC to extend the Challenge Deadlines including the Order approving same and reviewed and revised Critical Dates Memorandum accordingly.
09/06/19	T. Moyron	0.30	155.55	B230	Prepare emails to lenders and committee re supplemental cash collateral order (.1), analyze responses thereto (.1); finalize order (.1).
09/07/19	C. Montgomery	1.70	1,360.00	B230	[Mediation] Communications with T. Moyron regarding mediation information from P. Ricotta and review same (.3); phone conference with P. Ricotta, T. Moyron, S. Maizel, P. Chadwick, D. Galfus, D. Bleck and A. Turnbull re mediation information (.7); review updated presentation from A. Turnbull regarding mediation data on QAF (.2); communications with T. Moyron and D. Galfus re same (.2); phone conference with D. Galfus regarding presentation to mediator re QAF (.3).
09/07/19	C. Montgomery	0.20	160.00	B230	Communications with C Richter regarding DACA change documentation.
09/07/19	C. Richter	2.00	1,292.00	B230	Attention to confirming we created a termination notice for Ally Bank to sign terminating deposit account control agreements and government receivable account agreements and accuracy of same (.8); confirm with Ty Connor the wire sweep instructions for the lockbox accounts (.3); create PDF of terminations for Ally Bank's counsel (.3); coordinate with paralegal assembly of the terminations (.3); emails with Waller re signature packet (.3).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/08/19	C. Richter	3.40	2,196.40	B230	Distribute Ally Bank signature pages to termination notices (.4); review and revise sweep notices regarding the lockbox accounts subject to government receivables account control agreements (.8); email to paralegal for pulling sig pages (.3); email to client re need to put on letterhead (.3); review deposit account control agreements on the gross revenue accounts (.5); call with Claude Montgomery regarding no need for sweep notices from US Bank because these are springing control DACAs (.3); email to paralegal re same (.2); email to client re same (.3); email to US Bank team re same (.3).
09/08/19	C. Montgomery	0.30	240.00	B230	Phone call with C Richter regarding springing DACA issues (.1); review communications re same (.2).
09/09/19	C. Montgomery	11.40	9,120.00	B230	[Mediation] Prepare for Mediation with Committee and Lenders (1.4); communications with C Richter regarding DACA release instructions (.1); confer with R Adcock regarding mediation process (.4); participate in Mediation with J Barash, T Moyron, R Adcock, E Paul, , M Shinderman and Committee members, D Bleck, N Coco, C Whitmore, and Prepetition Secured Lenders (9.5).
09/09/19	C. Richter	3.90	2,519.40	B230	Proof assembly of final terminations and notices relating to Verity's bank accounts and distribute same (2.0); attention to delivery of same (1.0); call with Claude Montgomery (.3); calls with Alana Candido (.4); respond to email from US Bank re notices (.2).
09/09/19	T. Moyron	0.20	103.70	B230	[Mediation] Conference call with S. Maizel regarding outcome of Mediation.
09/09/19	T. Moyron	9.00	4,666.50	B230	[Mediation] Attend and participate in Mediation.
09/09/19	T. Moyron	0.10	51.85	B230	[Mediation] Conference call with D. Bleck re Mediation.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/10/19	T. Moyron	3.10	1,607.35	B230	Research issues related to Committee's assertion re Disclosure Statement and Plan, including lender treatment, standard of approval of DS, etc.
09/10/19	C. Montgomery	0.30	240.00	B230	Communications with C. Richter and T. Moyron regarding best organizational chart to use for Bank of America response.
09/10/19	K.M. Howard	0.30	75.23	B230	Analysis of Ruling regarding Debtors' Emergency Motion to use Cash Collateral and reviewed and revised Critical Dates Memorandum accordingly.
09/10/19	K.M. Howard	0.50	125.38	B230	Prepared Request Courtesy Notification of Electronic Filing for Samuel Maizel, Claude Montgomery, Nicholas Koffroth and Tania Moyron in UCC v. UMB Bank National Association (.4) and prepared email to Tania Moyron regarding same (.1).
09/10/19	K.M. Howard	0.50	125.38	B230	Prepared Request Courtesy Notification of Electronic Filing for Samuel Maizel, Claude Montgomery, Nicholas Koffroth and Tania Moyron in UCC v. US Bank National Association (.4) and prepared email to Tania Moyron regarding same (.1).
09/10/19	K.M. Howard	0.40	100.30	B230	Analysis of Order rescheduling the Status Conference in UCC v. UMB Bank and reviewed and revised Critical Dates Memorandum accordingly.
09/10/19	K.M. Howard	0.30	75.23	B230	Reviewed docket in Committee Litigation and email exchanges with Tania Moyron regarding same.
09/10/19	K.M. Howard	0.40	100.30	B230	Analysis of Order rescheduling the Status Conference in UCC v. US Bank and reviewed and revised Critical Dates Memorandum accordingly.
09/10/19	C. Richter	0.70	452.20	B230	Emails with Bank of America regarding DACA terminations and obtain and deliver org chart (.5); emails with US Bank and counsel regarding delivery instructions (.2).
09/10/19	S. Maizel	0.10	80.00	B230	Review and respond to emails re CJR penalty.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/11/19	K.M. Howard	0.60	150.45	B230	Analysis of the Scheduling Order in UCC v. U.S. Bank National Association and reviewed and revised the Critical Dates Memorandum accordingly.
09/11/19	K.M. Howard	0.60	150.45	B230	Analysis of the Scheduling Order in UCC v. UMB Bank National Association and reviewed and revised the Critical Dates Memorandum accordingly.
09/11/19	C. Richter	0.40	258.40	B230	Email from Elle McCulty re deeds of trust (.2); respond to same (.2).
09/11/19	K.M. Howard	0.20	50.15	B230	Analysis of the Amended Complaint filed by the UCC in UMB Bank litigation.
09/11/19	K.M. Howard	0.20	50.15	B230	Analysis of the Amended Complaint filed by the UCC in US National Bank litigation.
09/11/19	C. Montgomery	0.70	560.00	B230	Phone call with D Galfus regarding payoff letter and committee settlement views (.2);phone call with C Kearns regarding petition date valuation and committee settlement (.5).
09/11/19	C. Montgomery	1.00	800.00	B230	Phone call with J Behrens regarding Moss Beach property (.1); review Moss beach filings and communicate same with J Schlant and D Galfus (.7); communications with N Koffroth regarding double lock box structure (.1); communications with S Alberts regarding PTO issue and union settlement language (.1).
09/12/19	C. Montgomery	0.10	80.00	B230	Communications with T Conner and A Chou regarding use of Disbursement Account under Supplemental Cash Management Order.
09/12/19	C. Montgomery	0.10	80.00	B230	Phone call from Waller firm regarding transmission of deeds of trust release information.
09/12/19	T. Moyron	0.10	51.85	B230	[Mediation] Analyze mediator's certificate.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	C. Richter	2.20	1,421.20	B230	Email regarding post-payoff matters with Erin Hughes at Waller law firm (.2); draft letter to title company regarding reconveyance steps and describing enclosures (1.0); call with title company regarding payment in light of multiple properties being covered by each deed of trust (.4); email to Rita Bost at First American Title Company re same (.4); email to Mayra Hyde at First American re same (.1); email to Claude Montgomery re same (.1).
09/17/19	C. Montgomery	0.30	240.00	B230	Communications with C Richter regarding filing fees to rescind Ally Bank Deeds of Trust (.1); communications with J Schlant regarding DIP Payoff calculations (.2)
09/18/19	C. Richter	1.80	1,162.80	B230	Email exchanges with First American Title Company re reconveyance requirements (.8); attention to requesting checks for filing fees (.4); further emails with Michel Breen re same (.3); update package cover letter (.3).
09/18/19	T. Moyron	0.30	155.55	B230	Analyze emails from J. Schlant, et al., and attached chart re collateral values and related issues.
09/19/19	K.M. Howard	0.40	100.30	B230	Analysis of the Scheduling Order (First Amended Complaint) in UCC v. UMB Bank and reviewed and revised Critical Dates Memorandum accordingly.
09/19/19	C. Montgomery	0.20	160.00	B230	Communications with S. Alberts regarding DIP Payoff inquiry.
09/20/19	C. Montgomery	0.40	320.00	B230	Communications with A Chou and T Conner regarding DSH receipts and timing (.2); phone call with D Galfus regarding Milbank compliance with Cash Collateral Order (.2);
09/20/19	K.M. Howard	0.60	150.45	B230	Analysis of Local Rules pertaining to the service and exchange of trial brief, proposed findings of fact and conclusions of law, trial exhibits, witness list in the Committee Litigation (.3) and reviewed and revised the Critical Dates Memorandum accordingly (.3).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	K.M. Howard	0.60	150.45	B230	Analysis of the Scheduling Order (First Amended Complaint) in UCC v. UMB Bank and reviewed and revised Critical Dates Memorandum accordingly.
09/20/19	K.M. Howard	0.80	200.60	B230	Analysis of the Scheduling Order (First Amended Complaint) in UCC v. US Bank and reviewed and revised Critical Dates Memorandum accordingly.
09/20/19	L. Macksoud	0.50	218.88	B230	Draft NDA for Nuveen and confer with C. Montgomery re same
09/22/19	C. Montgomery	0.30	240.00	B230	Communications with T Moyron and L Macksoud regarding NDA duration for Nuveen.
09/22/19	L. Macksoud	0.30	131.33	B230	Emails with T. Moyron re lender NDAs
09/22/19	T. Moyron	1.00	518.50	B230	Analyze and finalize lender NDA (.8); exchange emails regarding same (.2).
09/23/19	L. Macksoud	0.50	218.88	B230	Review and revise lender NDAs, circulate drafts and execution versions
09/23/19	C. Richter	1.00	646.00	B230	Calls and emails regarding lien and UCC assignments and releases needed for asset sale to Strategic Global Management.
09/23/19	T. Moyron	0.30	155.55	B230	Analyze redline and final version of NDA (.1); prepare email to D. Bleck regarding same (.2).
09/25/19	T. Moyron	0.10	51.85	B230	Analyze email from J. Schlant re cash collateral reporting package.
09/27/19	T. Moyron	0.30	155.55	B230	Exchange emails with M. Anderson (.1); conference call regarding DS issues (.2).
09/27/19	L. Macksoud	0.20	87.55	B230	Confer with prepetition lenders re NDA amendments
09/27/19	D. Pina	0.20	63.75	B230	Review , distribute and revise electronic case records regarding 10th amended NDA with Wells Fargo.
Subtotal		131.90	80,088.49		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B240 - Tax Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	T. Santoli	0.80	639.20	B240	Review of emails regarding unrelated business income; attention to same.
09/19/19	S. Dhaliwal	0.20	98.60	B240	Discussion with T. Santoli regarding factors related to loss of tax-exempt status
09/19/19	S. Dhaliwal	2.40	1,183.20	B240	Research regarding factors relating to potential loss of tax exempt status
09/20/19	S. Dhaliwal	3.50	1,725.50	B240	Research regarding factors impacting loss of tax exempt status for disclosure statement discussion
09/22/19	T. Santoli	2.50	1,997.50	B240	Review of email from S. Dhaliwal regarding factor that could cause a tax-exempt entity to lose its tax exempt status (.5); respond to email regarding same (.3); review of authorities regarding same. (1.7)
09/23/19	T. Santoli	0.50	399.50	B240	Review of authorities regarding loss of tax exempt status.
	Subtotal	9.90	6,043.50		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B250 - Real Estate

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	S. Maizel	0.10	80.00	B250	Review and respond to email from Lee Associates re real property.
09/30/19	M.M. Welch	3.00	803.25	B250	Telephone conference with Jon Emerson and Joe Vizzini regarding lien searches (.20); continue working on lien releases (1.2); and UCC1 financing statements that will be assigned (1.1); e-mail spreadsheet of Lien Holders to Jon Emerson and Joe Vizzini (.20); telephone communications with George Medina regarding outstanding lien searches and recorded releases of mechanics liens (.20); e-mail communication to George Medina requesting additional lien searches in Los Angeles County and San Mateo County (.10).
Subtotal		3.10	883.25		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B300 - Claims and Plan

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	G. Miller	0.30	132.60	B300	Emails with J.Vizzini re Kforce outstanding amounts owed.
09/06/19	B. Davison	2.00	1,600.00	B300	Conference call with Grant Thornton regarding UBIT and prepare confirmation of same.
09/12/19	M. Maryn	2.20	1,760.00	B300	Review and analyze terms of the PBGC's settlement agreement with Sears and its applicability to current negotiations with PBGC (1.1); conference call with D. Galfus, S. Alberts, T. Moyron, M. Zeefe and J. Brown to discuss settlement negotiations with PBGC and the PRHE claims (1.1).
09/13/19	M. Zeefe	0.30	144.08	B300	Emails re PBGC claims settlement.
09/16/19	T. Moyron	1.10	570.35	B300	Analyze PBGC settlement proposal (.2); analyze related emails (.2); conference call with R. Adcock re PBGC settlement (.6); follow up conference call regarding same (.1).
09/16/19	T. Moyron	0.40	207.40	B300	Conference call with representatives from PBGC, Verity and BRG.
09/17/19	S. Alberts	1.80	1,440.00	B300	Claims. Receive, review and assess communication and counter offer from PBGC (.1) and conduct internal communications and with client and working group about appropriate response (.4); email from RPHE about claim and disclosure statement and discuss internally best response (.2); confer with counsel to RPHE (.3) and follow up (.2); communication with D. Galfus about RPHE issues (.3) and with client (.1) and follow up with co-counsel (.2).
09/19/19	T. Moyron	1.70	881.45	B300	Conference calls with R. Adcock and E. Paul regarding PBGC settlement (.3); exchange emails with D. Galfus, et al., regarding settlement terms (.3); coordinate motion and settlement agreement (.2); analyze PBGC settlement and prepare comments thereto (.6); exchange emails regarding same (.3).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/19/19	M. Zeefe	3.10	1,488.78	B300	Emails re settlement with PBGC re claims and motion re same(0.3); draft motion to approve settlement with PBGC (2.8).
09/20/19	M. Zeefe	4.70	2,257.18	B300	Review and provide comments on settlement agreement with PBGC of claims (0.6); continue drafting motion to approve settlement agreement (3.3); emails with E. Paul re RPHE claims (0.1); update analysis of RPHE claims (0.7).
09/20/19	T. Moyron	0.90	466.65	B300	Analyze PBGC settlement agreement (.2); review same with E. Paul (.2); conference call with S. Alberts regarding final version of same (.2); exchange emails regarding PBGC settlement with L. Butler (.1); emails regarding same with BRG, et al. (.2).
09/21/19	M. Zeefe	0.40	192.10	B300	Emails with T. Moyron re motion to approve PBGC settlement agreement (0.2); call with T. Moyron re same (0.2).
09/22/19	M. Zeefe	1.10	528.28	B300	Revise motion to approve settlement with PBGC.
09/24/19	R. Richards	3.10	2,241.30	B300	Finalize and send insert on response to Committee arguments (1.1), prepare motion for approve GRM for records retention and related declaration (1.9), emails re comments on liquidating trust agreement (0.1).
Subtotal		23.10	13,910.17		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	C. Doherty, Jr.	2.50	935.00	B310	Perform Claims analysis regarding M&M and trade claims and prepare spreadsheet regarding same and discuss status with Mr. Wege.
09/03/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims Bar Date] Review Ted Hopper's E-Mail on last four names for the Service List, and telephone call to Mr. Hopper's office on address for Claimant May Thin.
09/03/19	K.M. Howard	0.20	50.15	B310	Telephone conference with Peter Ceo, Verity employee, regarding notice of the claims bar date for data breach claimants.
09/04/19	J.A. Moe, II	0.40	214.20	B310	[Administrative Claims Bar Date] Exchange E-Mails with Elspeth Paul on patients included in the names and addresses to be served with the Bar Date (.10) ; review Elspeth Paul's second E-Mail on vendors, consider response and E-Mail to Geoffrey Miller on Categories (.20); review E-Mail from Lydia Do and telephone call returned from Andres Estrada on generating Lists (.10);
09/04/19	J.A. Moe, II	0.60	321.30	B310	[Administrative Claims] Review inquiry from Margaret Anderson on Administrative Claim and exchange E-Mails with Geoffrey Miller and Tania Moyron on Claim (.10); telephone call with Geoffrey Miller on inquiry on Claims (.10); telephone call to/with and receive from Margaret Anderson the Motion and Order (.10); confer with Geoffrey Miller on whether Claim must be filed (.10).; E-Mail proposing response to Margaret Anderson (.10); telephone call to Ms. Anderson on filing Administrative Claim (.10).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	J.A. Moe, II	0.90	481.95	B310	[Administrative Claims Bar Date] Prepare final List of four names to be served with the Administrative Claims Bar Date (.10); telephone call to Andres Estrada on additional names to be served with the Notice (.10); exchange E-Mails with Tania Moyron on contents of the Bar Date Notice (10); prepare updated Bar Date Notice (.20); exchange E-Mails with Tania Moyron and telephone call with Geoffrey Miller on approval of the Notice (.20); telephone call with Andres Estrada on approval of the Notice and matching the publication version (.10); confirm filing and transmit to Andres Estrada (.10).
09/04/19	R. Richards	1.00	723.00	B310	Prepare form of order for Long Beach Memorial Medical Center Claims stipulation (0.2); emails re 503(b)(9) claims (0.2); review Sysco claims materials (0.6).
09/04/19	C. Doherty, Jr.	1.60	598.40	B310	Perform Claims analysis regarding M&M and trade claims and prepare spreadsheet regarding same.
09/04/19	G. Miller	0.30	132.60	B310	Calls with J. Moe re administrative bar date.
09/05/19	C. Doherty, Jr.	0.70	261.80	B310	Perform claims analysis regarding M&M and trade claims and prepare spreadsheet regarding same (.4); communicate with creditors regarding claims and Plan (.3)
09/05/19	K.M. Howard	0.40	100.30	B310	Analysis of the Court's ruling on Debtors' Motion to Extend the Exclusivity Period and reviewed and revised Critical Dates Memorandum accordingly.
09/05/19	S. Alberts	0.20	160.00	B310	Claims. Communicate with client regarding doctor claim issues.
09/05/19	R. Richards	0.90	650.70	B310	Finalize LBMMC filing (0.1); review open claims for next steps (0.8)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/05/19	J.A. Moe, II	0.50	267.75	B310	[Administrative Claims Bar Date] Review E-mail and Lists from Michael Schweitzer, then E-Mail to Elspeth Paul confirming all names and addresses are to be served with the Bar Date Notice (.10); review Anita Chou's E-Mail and confer with Elspeth Paul confirming that Lists should be included (.10); E-Mail transmitting and telephone call returned from Andres Estrada on additional names and addresses for downstream providers (.10); review Andres Estrada's E-Mail on service, and E-Mail and telephone call to Elspeth Paul on sending Notices to two sets of parties (.20).
09/05/19	M. Zeefe	0.20	96.05	B310	Emails re RPHE claims analysis.
09/06/19	M. Zeefe	0.80	384.20	B310	Review WTW RPHE claims analysis (0.2); meeting with M. Maryn re RPHE legal claims analysis (0.5); email WTW RPHE claims follow-up questions (0.1).
09/06/19	J.A. Moe, II	0.40	214.20	B310	[Administrative Claims Bar Date] Review additional Lists (AppleCare) of names and addresses revised from Michael Schweitzer, for service of the Bar Date (.10); transmit Lists to Andres Estrada, and telephone call returned from Mr. Estrada on receipt of Lists, and deadline for more Lists (.20); exchange E-Mails with Michael Schweitzer on deadline for the Lists (.10).
09/06/19	C. Doherty, Jr.	0.70	261.80	B310	Perform claims analysis regarding M&M and trade claims and prepare spreadsheet regarding same (.2); communicate with creditors regarding claims and Plan (.5)
09/06/19	A. Ruegger	0.20	160.00	B310	Communications with R. Richards regarding process for claims objections.
09/06/19	J.A. Moe, II	0.30	160.65	B310	[Payjunction] Review Motion on Allowance and Payment Of Administrative Claim and Declaration (.20); Exchange E-Mails with Peter Chadwick and Patrick Maxcy on Payjunction (.10).
09/06/19	R. Richards	0.40	289.20	B310	Call with Emerson of BRG (0.2); prepare follow up email re next steps and summary of discussion (0.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/09/19	J.A. Moe, II	0.20	107.10	B310	[Administrative Claims Bar Date] Review E-Mails on Jon Emerson's additional addresses on List generated by BRG; and review the new List (MedPoint) from Michael Schweitzer, then E-Mail to Andres Estrada transmitting the List (.10); telephone call to Andres Estrada confirming receipt of the List and second service (.10).
09/09/19	M. Zeefe	0.70	336.18	B310	Revise memorandum re RPHE claims.
09/10/19	M. Zeefe	0.60	288.15	B310	Call with T. Moyron re PBGC, RPHE, and other claims settlement issues.
09/10/19	M. Wege	0.30	237.15	B310	Review claims information and review information prior to claims call.
09/10/19	A. Ruegger	0.20	160.00	B310	Communications with Dentons claims-objection team regarding weekly calls.
09/10/19	N. Koffroth	0.10	50.15	B310	Draft affidavits of publication notice re administrative claims bar date
09/10/19	T. Moyron	0.70	362.95	B310	Analyze claims' tracker, claim objections for first round, and other issues.
09/11/19	S. Maizel	0.50	400.00	B310	Telephone conference with R. Adcock, etc. re insured claims.
09/11/19	R. Richards	0.50	361.50	B310	Review materials to prepare for tomorrow's claim call.
09/11/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims Bar Date] Preliminarily review Motion and telephone call returned to Geoffrey Miller's Office on Motion.
09/12/19	R. Richards	2.20	1,590.60	B310	Call and emails with Moyron re claims (0.3), weekly claims team call (0.8), follow up emails re litigation claims (0.2), emails re Long Beach stipulation (0.1), review update BRG memo and claims annotation (0.8).
09/12/19	T. Moyron	0.80	414.80	B310	Conference call with BRG, R. Richards, et al. re claims' review and claims' process and objection.
09/12/19	T. Moyron	1.10	570.35	B310	Conference call with WTW, D. Galfus, et al., regarding PBGC and RPHE claims.
09/12/19	J.A. Moe, II	0.10	53.55	B310	[Claims] Review Chart on Claims filed against the Debtors.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/12/19	J.A. Moe, II	0.40	214.20	B310	[Claims] Review E-Mails from Art Ruegger and Bob Richards on cases pending in connection with relief from stay in connection with objecting to Claims (.10); review status of each matter and where relief was granted (.20); E-Mail to Bob Richards on Plaintiffs who have relief from stay (.10).
09/12/19	M. Wege	1.10	869.55	B310	Review claims analysis prior to call (.3); attend weekly claims call (.8)
09/12/19	M. Zeefe	3.50	1,680.88	B310	Emails with BRG and Dentons team re precedent re PBGC claims settlement (1.0); call with D. Galfus re PBGC settlement update (0.3); emails re RPHE claims (1.0); call with BRG, WTW, Dentons re same (1.2).
09/12/19	N. Koffroth	0.50	250.75	B310	Research and analyze statutory and case law concerning objections to claim and related local rules and practice issues
09/12/19	N. Koffroth	0.80	401.20	B310	Participate in call with R. Richards, T. Moyron, et al. concerning analysis of potential claim objections and related claim reconciliation issues
09/12/19	A. Ruegger	1.50	1,200.00	B310	Review claims table from J. Emerson (0.2); conference call with claims-objection team to discuss next measures (0.8); review litigation claims for identification to R. Richards (0.3); forward list to R. Richards with comment (0.2).
09/13/19	S. Maizel	0.40	320.00	B310	Telephone conference with M. Shinderman, etc. re Integrity claims, etc.
09/13/19	N. Koffroth	6.30	3,159.45	B310	Research and analyze statutory and case law concerning standing to settle disputed claims.
09/13/19	K.M. Howard	0.60	150.45	B310	Analysis of email from Poh Wong of Open Biomedical, reviewed and culled requested information and prepared response thereto.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	J.A. Moe, II	0.90	481.95	B310	[Claims] Confer with Bob Richards on Cases where relief from stay has been granted (.10); review List of Cases and identify and request Complaints (.20); review List and E-Mail to Karen Chapman on copies of Angela Vom Parrish, Marc Levy, Doris Thompson, Myung Soo Han and Maurice Bray Complaints (.10); obtain Han, Rodriguez and Mancilla Complaints and forward to Mr. Richards (.30); telephone call with Karen Chapman on four Claims (.20).
09/13/19	T. Moyron	0.40	207.40	B310	Conference call with E. Paul regarding plan issues and claims' process.
09/13/19	T. Moyron	0.90	466.65	B310	Analyze large POCs filed (.7); prepare email to H. Kevane regarding BASM (.1); prepare email to J. Emerson (.1).
09/13/19	T. Moyron	0.40	207.40	B310	Conference call regarding PBGC inquiries with S. Alberts, D. Galfus, et al.
09/13/19	R. Richards	1.20	867.60	B310	Review key aspects of complaints related to litigation claims objection (0.9); review claims objection models (0.3)
09/13/19	T. Moyron	0.40	207.40	B310	Conference call with R. Adcock regarding claims' process and objections and SGM sale.
09/14/19	C. Doherty, Jr.	1.00	374.00	B310	Call with Ms. Moyron regarding impairment research (.2); prepare Century Link Stipulation with attention to comments from Ms. Moyron (.6); draft email regarding Biomedical claim update to Dentons team (.2)
09/15/19	C. Doherty, Jr.	3.50	1,309.00	B310	Prepare reply insert regarding impairment analysis.
09/15/19	R. Richards	0.50	361.50	B310	Review claims over \$1 million report.
09/16/19	J.A. Moe, II	0.10	53.55	B310	[Personal Injury Claims] Review Bob Richard's E-Mail on analysis of personal injury claimants and telephone call to Mr. Richards on Judge Robles dealing with such Claims.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/16/19	J.A. Moe, II	0.40	214.20	B310	[Administrative Claims Bar Date] Exchange E-Mails with Patrick Maxcy on the Motion For Allowance Of An Administrative Claim file by Payjunction, then identify and transmit the Motion to Mr. Maxcy (.20); confer with Kathryn Howard on Motions on Administrative Claims (.10); confer with Geoffrey Miller on Motions on Administrative Claims (.10).
09/16/19	K.M. Howard	0.40	100.30	B310	Analysis of Parallon Revenue Cycle Services to Allow Payment of Administrative Expense Claim and reviewed and revised Critical Dates Memorandum accordingly.
09/16/19	R. Richards	0.90	650.70	B310	Work on model claims objection.
09/16/19	G. Miller	0.20	88.40	B310	Call with J. Moe re administrative claims.
09/16/19	G. Miller	0.20	88.40	B310	Draft stipulation with UHC removing recoupment objection from calendar.
09/16/19	G. Miller	0.40	176.80	B310	Emails with BRG re setoff issue with UHC.
09/16/19	S. Maizel	0.40	320.00	B310	Telephone conference with PBGC re claims issues.
09/16/19	M. Zeefe	2.10	1,008.53	B310	Emails re PBGC settlement (0.1); conference call re same (0.4); research PBGC settlement language in other cases (1.5); emails with B. Richards re objections to individual employee pension claims (0.1).
09/17/19	M. Zeefe	1.90	912.48	B310	Draft breakdown and analysis of RPHE claims.
09/17/19	P. Maxcy	0.40	295.80	B310	Review Pay Junction administrative claims and discuss same with J. Moe.
09/17/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims] Review E-Mail from and review List of Administrative Claims.
09/17/19	J.A. Moe, II	0.10	53.55	B310	[Payjunction] Telephone call returned from Patrick Maxcy on Critical Vendor Status of Payjunction a nd status as an Administrative Claimant.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	T. Moyron	1.00	518.50	B310	Conference call with E. Paul regarding RPHE (.2); conference call with counsel for RPHE (.3); analyze email from counsel for RPHE (.1); analyze reservation of rights from RPHE (.1); prepare emails to BRG and Verity regarding same (.2); prepare email to counsel for BRG regarding same (.1).
09/18/19	J.A. Moe, II	0.60	321.30	B310	[Administrative Claims: Parallon Revenue Cycle Services] Review Motion Of Parallon Revenue Cycle Services Inc., To Allow Payment Of Administrative Expense Claim, seeking payment of \$38,030.96 (.10); telephone call to Peter Chadwick on Administrative Claims (.10); transmit Parallon Claim to Jon Emerson and Mr. Chadwick, with E-Mail on legitimacy of the Claim (.20); check Docket for evidence in support of Motion (.10).; exchange E-Mails with Jon Emerson on analysis of the Claim (.10).
09/18/19	J.A. Moe, II	0.30	160.65	B310	[Administrative Claims: Payjunction] Review again the Motion filed in support of an Administrative Expense Claim, filed in behalf of Payjunction (.10); transmit Payjunction Claim to Jon Emerson and Peter Chadwick, with E-Mail on legitimacy of the Claim (.20).
09/18/19	T. Moyron	0.20	103.70	B310	Correspond with BRG re secured debt stack.
09/18/19	T. Moyron	0.40	207.40	B310	Analyze issues related to RPHE.
09/18/19	N. Koffroth	0.20	100.30	B310	Review and analyze administrative claim motion
09/18/19	M. Zeefe	1.30	624.33	B310	Emails with team re RPHE claims analysis (1.1); email to E. Paul with RPHE claims breakdown (0.2).
09/19/19	N. Koffroth	0.50	250.75	B310	Participate in call with R. Richards, J. Emerson, et al. concerning claims objection strategy
09/19/19	G. Miller	0.40	176.80	B310	Call with M. Winsten re DaVita cure objections and sent emails to J. Vizzini and J. Moe re same,

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/19/19	R. Richards	2.40	1,735.20	B310	Review key open proofs of claim (0.5), review new BRG charts and follow up from same (0.3), weekly call re claims (0.5), send summary of weekly call to Moyron (0.1), work on model claims objection (0.5), emails re California tax claims (0.2), review proofs of claim for California tax (0.2), call re California tax claim (0.1)
09/19/19	N. Koffroth	1.10	551.65	B310	Draft settlement agreement with PBGC
09/19/19	J.A. Moe, II	0.90	481.95	B310	[Objections to Claims] Confer with Bob Richards on Claims of Integrity and Allscripts, and proposed conference with David Guess on objections process (.10); preliminarily review Charts on Claims prepared by Jon Emerson (.10); conference call with Robert Richards, Nick Koffroth, Peter Chadwick and Jon Emerson, reviewing Claims to which Objections may be filed (.50); confer with Karleen Murphy on updating the Chart on relief from stay cases (.10); review Bob Richards multi-party summary on Objections to Claims (.10);
09/19/19	M. Wege	1.30	1,027.65	B310	Attend weekly call on claims analysis (.5); correspond regarding PI claim (.2); review claims analysis chart and provide information to R Richards on Premier claims (.4); review claims chart from BRG (.2).
09/20/19	J.A. Moe, II	0.50	267.75	B310	[Objections To Claims] Telephone call to Bob Richards on review of extensive E-Mails on descriptions of Claims (.10); preliminary review documents and confer with Karleen Murphy on cases where relief from stay has been granted (.10); review documents received from Bob Richards on possible Objections, as to who has relief from stay(.20); prepare E-Mail to Mr. Richards on who has relief from stay (.10).
09/20/19	J.A. Moe, II	0.40	214.20	B310	[Objections To Claims] Telephone call with Karleen Murphy reviewing and updating the Relief From Stay Chart, for consideration in regard to Objections to Claims.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	J.A. Moe, II	0.40	214.20	B310	[Objections To Claims] Telephone calls with Karleen Murphy on necessity to update and transmit Chart on Cases where relief form stay has been granted or is pending, for delivery to Claims Team including Jon Emerson (.20); telephone call from Bob Richards requesting Chart, review the updated Chart and transmit to Bob Richards, Jon Emerson and Peter Chadwick (.20).
09/20/19	D. Pina	0.80	255.00	B310	Assist R. Richards with requests for case law and related Shepard's Reports.
09/20/19	R. Richards	4.40	3,181.20	B310	Review proofs of claim identified for potential objection by BRG (2.6), compare to lift stay table (0.3), call with California tax re amending tax claims (0.2), follow up emails re same (0.2), research re one time exemption to sale taxes on tangible personal property (0.6), annotated BRG chart and prepare and send recommendation memo on first wave of objections (0.5).
09/23/19	J.A. Moe, II	0.10	53.55	B310	[Objections To Claims] Exchange E-Mails with Karleen Murphy on review of Bob Richard's documents on claims which have relief for stay.
09/23/19	T. Moyron	0.20	103.70	B310	Analyze P. Chadwick email regarding RPHE (.1); conference call with P. Chadwick regarding same (.1).
09/23/19	T. Moyron	0.10	51.85	B310	Exchange emails with M. Shinderman re administrative bar date related inquiries.
09/23/19	T. Moyron	0.20	103.70	B310	Analyze D. Parra, et al., regarding RPHE claims.
09/23/19	T. Moyron	0.50	259.25	B310	Analyze email from counsel for Sysco (.1); prepare response thereto (.1); analyze notice and order re 503(b)(9) claims (.2); follow-up email regarding same (.1).
09/23/19	R. Richards	0.20	144.60	B310	Emails re 503(b)(9) claims
09/23/19	M. Wege	0.10	79.05	B310	Telephone conference with R. Richards.
09/23/19	M. Zeefe	0.50	240.13	B310	Emails with S. Alberts re RPHE claims, analysis, and cases.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	G. Miller	0.40	176.80	B310	Calls and emails with T. Moyron and R.Richards re 503(b)(9) claims
09/24/19	T. Moyron	0.80	414.80	B310	Conference call with R. Adcock regarding RPHE (.2); conference call with S. Alberts regarding RPHE (.4); exchange emails with D. Galfus, et al., regarding RPHE (.2).
09/24/19	J.A. Moe, II	0.20	107.10	B310	[Administrative Claims: Kaiser] Review and respond to Geoffrey Miller's E-Mail, and telephone call with Mr. Miller on Administrative Claims.
09/24/19	T. Moyron	0.20	103.70	B310	Analyze RPHE claims and Debtors' analysis with respect thereto.
09/24/19	T. Moyron	0.30	155.55	B310	Conference call with E. Paul re RPHE and other issues.
09/24/19	R. Richards	0.80	578.40	B310	Work on form of model claims objection.
09/25/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: Verian Medical Systems] Telephone from Attorney Lisa Wender on filing an Administrative Claim.
09/25/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: CRG Financial] Telephone call returned to Shannon Kalb on how to respond to the Administrative Claims Bar Date.
09/25/19	S. Alberts	0.20	160.00	B310	Claims. Receive request on from union on whether it needs to file claim by admin bar date in light of settlement, gave initial consideration and forward request to relevant team members.
09/26/19	M. Wege	4.80	3,794.40	B310	Extended work on claim objection shell and review local procedures and various form objections (3.3); correspond with R. Richards (.3); correspond with BRG and review and forward secured claims notes (.4); attend weekly claims call (.3); prepare form of notice for claim objections (.5)
09/26/19	R. Richards	0.80	578.40	B310	Follow up emails re open claims items (0.2); review updated charts and emails from BRG (0.3); weekly conference call re claims (0.3).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/26/19	J.A. Moe, II	0.40	214.20	B310	[Objections To Claims] Review Jon Emerson's Charts on first round of Objections to Claims, and telephone call to Mr. Emerson's office on the Iniquez Claim(.20); review and trace through entry of Order on Iniquez, and exchange E-Mails with Jon Emerson (.20).
09/26/19	J.A. Moe, II	0.40	214.20	B310	[Administrative Claims] Review, categorize and index Administrative Claims (Parallon, Payjunction, Sysco, Varian, X-Spine and DaVita).
09/26/19	K.M. Howard	0.40	100.30	B310	Analysis of MedImpact Healthcare's Application for Allowance of Administrative Expenses and Notice of Application and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	K.M. Howard	0.40	100.30	B310	Analysis of Parallon Revenue Cycle Services' Motion to Allow Payment of Administrative Expenses and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	N. Koffroth	0.30	150.45	B310	Participate in weekly call concerning status of claim objections and related strategy issues
09/26/19	T. Moyron	0.60	311.10	B310	Analyze issues related to RPHE (.2); analyze emails related to unions filing administrative bar claims (.2); analyze issues related to objections (.2).
09/30/19	R. Richards	1.80	1,301.40	B310	Work on first wave of claims objections.
	Subtotal	85.30	48,245.03		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

B320 - Plan and Disclosure Statement (incl. Business Plan)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/01/19	L. Whidden	2.20	1,684.10	B320	Finalize exhibits to and motion for approval of disclosure statement.
09/01/19	J.A. Moe, II	2.10	1,124.55	B320	[Ballots For Plan] Second set of revisions to the Ballots, revising the second draft of the "split" Class 2 Ballots (1.10); making three revisions and conforming the Class 3 through 13 Ballots to each other (.40); and revising the Class 10 and 11 Ballots for the General Unsecured Claims and the Convenience Class Claims (.60).
09/01/19	C. Doherty, Jr.	0.50	187.00	B320	Prepare Notice of Hearing for Application for Shortened Time and supporting documents for Disclosure Statement Motion.
09/01/19	N. Koffroth	2.70	1,354.05	B320	Draft motion to approve disclosure statement
09/01/19	T. Moyron	0.20	103.70	B320	Correspond with D. Galfus, et al. re plan issues.
09/01/19	C. Montgomery	5.50	4,400.00	B320	Communications with D Galfus and T Moyron regarding PBGC settlement letter discrepancies and issues (.8); communications with T Moyron regarding section 10.5 convenience claims definition (.2); communications with T Moyron regarding post effective date committee issue and responsible officer duties (.2); draft language to address secured creditor issues in plan (4.3).
09/02/19	C. Montgomery	1.10	880.00	B320	Phone call with T. Moyron and N. Koffroth regarding secured creditor treatment under plan (.6); communications regarding additional definitions and changes (.5).
09/02/19	T. Moyron	0.20	103.70	B320	Analyze issues related to org chart and response thereto re plan.
09/02/19	T. Moyron	0.10	51.85	B320	Prepare email to lenders re plan.
09/02/19	N. Koffroth	3.40	1,705.10	B320	Draft disclosure statement describing chapter 11 plan of liquidation
09/02/19	N. Koffroth	1.10	551.65	B320	Draft motion to approve disclosure statement

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/02/19	T. Moyron	1.60	829.60	B320	Prepare plan and language re sections 4, 7.3, etc.
09/02/19	J.A. Moe, II	1.90	1,017.45	B320	[Ballots For Plan] Confer with Dave Hartie on review of the "split" Class 2 Ballots, awaiting and reviewing the Ballots with Dave Harties' suggestions (.80); make comments to and return the Ballots to Mr. Hartie, then review comments with Mr. Hartie (1.10).
09/02/19	L. Whidden	3.40	2,602.70	B320	Review revised disclosure statement (.3); review revised plan (.6); incorporate changes to motion to approve disclosure statement (.9); revisions to proposed order approving disclosure statement (.5);review email from Tania Moyron re: same (.1); review and revise KRC section of motion re: obtaining additional documentation (.2); review ballots drafted and comport with Motion (.8)
09/03/19	J.A. Moe, II	0.50	267.75	B320	[Application For Order Shortening Time on Hearing on Disclosure Statement] Review draft Declaration of Richard Adcock, and telephone call with Casey Doherty on Chart on last page of the Declaration (.10); review Motion seeking approval of the Disclosure Statement and telephone call to Lee Whidden's office on Chart (.10); telephone call to Lee Whidden on Chart in Motion on Disclosure Statement (.10); exchange E-Mails with Claude Montgomery on additional reason for the Application and telephone call to Mr. Doherty on modifying the Application and Order (.20);

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	J.A. Moe, II	0.90	481.95	B320	[Ballots For Plan] Review David Hartie's changes to the Class 2 Ballots (.10); telephone call to Mr. Hartie on corrections to the Ballots, discussing new address for KCC, and review of provisions of the Plan on how Claimants are bound to releases in the Plan (.10); telephone call with Nick Koffroth on provisions of the Plan in regard to binding Claimants (.10); review Dave Hartie's changes to Class 2 "split" Ballots, and mark proposed changes (.30); second telephone call with Dave Hartie on revisions to the Class 2 Ballots (.10); review and make two revisions to the Class 2 Ballots (.20).
09/03/19	J.A. Moe, II	0.50	267.75	B320	[Insured Claims] Confer with Karleen Murphy on the research on treatment of insured Claims (.10); preliminary review of the MEI Diversified, Sharon Steel and Gamma Fishing Case and three documents on claims made and occurrence policies, and review of Treatise on when Claims arise (.30); confer with Karleen Murphy on research (.10);
09/03/19	K. Murphy	0.10	41.65	B320	[Insured Claims] Draft email to Ann Rhuda re status of estimates of value re employment litigation claims.
09/03/19	K. Murphy	0.10	41.65	B320	[Insured Claims] Confer with John Moe re status of estimates of value re employment litigation claims from An Ruda.
09/03/19	J.A. Moe, II	3.80	2,034.90	B320	[Application For Order Shortening Time on Hearing on Disclosure Statement] Review Tania Moyron's proposed revisions to the Richard Adcock Declaration (.10); with Casey Doherty, revise -- through several iterations -- the Adcock Declaration and the Application For An Order Shortening Time, also creating and revising the Exhibit to the Application (3.10); conferences with Tania Moyron (and Casey Doherty) making revisions and completing the documents (.30); E-Mails to and from Richard Adcock on executing the Declaration, and obtaining the executed Declaration (.20); review the completed Application, Declaration and Order (.10).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	R. Richards	0.40	289.20	B320	Review client comments on the Liquidating Trust Agreement and email re same (0.3), email re best interests (0.1).
09/03/19	J.A. Moe, II	1.70	910.35	B320	[Application For Order Shortening Time on Hearing on Disclosure Statement] Correct and complete proposed dates for the proposed Order and the Declaration (.10); prepare alternative Applications For Order Setting On Shortened Notice (.60); review Declaration Of Richard Adcock with Claude Montgomery's proposed language on remediation (.10); review Tania Moyron's revised Declaration Of Richard Adcock and commence revisions to the Declaration (.40); conference call with Casey Doherty on revising (deletions and additions) to the Declaration (.40); review Tania Moyron's comments on the proposed Order and review Order (.10).
09/03/19	S. Alberts	3.00	2,400.00	B320	Plan. Communication concerning how and whether to describe Local 39 Plan treatment in Disclosure Statement (.2); review and revise Disclosure Statement section on pension benefits, including review of notes and prior pleadings and circulate for review (2.2); receive comments, integrate and follow up (.3); provide revised description for Disclosure Statement on treatment of CBAs (.3).
09/03/19	K.M. Howard	0.60	150.45	B320	Analysis of the Court's Tentative Ruling regarding Debtors' Motion to Extend Exclusivity Deadlines and reviewed and revised Critical Dates Memorandum accordingly.
09/03/19	C. Doherty, Jr.	5.10	1,907.40	B320	Prepare Application for Shortened Time and supporting documents for Disclosure Statement Motion and Disclosure Statement Motion.
09/03/19	N. Koffroth	0.90	451.35	B320	Participate in call with counsel to the Committee concerning draft plan of liquidation and disclosure statement

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	N. Koffroth	0.70	351.05	B320	Call with P. Ricotta regarding intercreditor issues related to draft plan of liquidation (0.2); call with C. Montgomery concerning intercreditor issues raised by secured creditors (0.2); call with C. Montgomery, D. Bleck, et al. concerning intercreditor issues related to draft plan of liquidation (0.1); conference with S. Maizel, P. Chadwick, and T. Moyron analyzing issues related to intercreditor treatment in plan of liquidation (0.2)
09/03/19	N. Koffroth	3.80	1,905.70	B320	Draft plan of liquidation
09/03/19	N. Koffroth	4.60	2,306.90	B320	Draft disclosure statement describing chapter 11 plan of liquidation
09/03/19	N. Koffroth	0.60	300.90	B320	Draft declaration of R. Adcock in support of application for order shortening notice of motion to approve disclosure statement
09/03/19	N. Koffroth	3.20	1,604.80	B320	Draft motion to approve disclosure statement
09/03/19	N. Koffroth	0.70	351.05	B320	Draft responses to Committee's comments regarding the draft plan of liquidation
09/03/19	T. Moyron	11.20	5,807.20	B320	Prepare and finalize DS and Plan (6.4); analyze and finalize motion to approve disclosure statement (3.1); analyze and finalize declarations, application and order re application to shorten time (1.7)
09/03/19	T. Moyron	0.70	362.95	B320	Conference call with P. Ricotta regarding request by 2015 and 2017 trustees re subordination agreement (.2); conference call with D. Bleck regarding same (.1); prepare email to D. Bleck regarding requested changes (.1); prepare email to C. Whitmore and N. Coco re same (.1); conference calls with P. Chadwick and D. Galfus regarding same (.2).
09/03/19	K. Murphy	4.70	1,957.55	B320	[Insured Claims] Begin conducting research re SIR payment issue and determination of when a claim is deemed to arise (post or pre-petition) between the claimant and the debtor, including review of cases cited by Robert Milner.
09/03/19	T. Moyron	0.40	207.40	B320	Analyze issues related to insurance language re Plan.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	T. Moyron	0.20	103.70	B320	Conference call with R. Adcock regarding status of plan and related issues.
09/03/19	C. Montgomery	2.70	2,160.00	B320	Communications with T Moyron, N Koffroth and S Alberts regarding disclosure statement and pension issues (.2); communications with T Moyron and C Whitmore regarding plan language issues (.1); phone calls with T Moyron , P Ricotta and D Bleck regarding Intercreditor agreement termination (.3); communications with T Moyron regarding remediation issue and motion to shorten time (.1); phone conference with T Moyron , S Maizel, N Koffroth M Shinderman and D O'Donnell regarding open plan issues(.8); follow up phone call with T Moyron and S Maizel on committee issues (.4); review R Milner insurance language and modify Insured claims treatment and Liquidating trustee responsibilities under the plan (.7); phone call with T Moyron re same (.1).
09/03/19	T. Moyron	0.20	103.70	B320	Analyze C. De La Parra, et al., language re pension language for disclosure statement.
09/03/19	L. Whidden	2.20	1,684.10	B320	Finalizing motion to approve plan and disclosure statement.
09/04/19	K.M. Howard	0.40	100.30	B320	Analysis of the Court's ruling on Debtors' Motion for Approval of Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
09/04/19	K. Murphy	5.50	2,290.75	B320	[Insured Claims] Continue conducting research re SIR payment issue and determination of when a claim is deemed to arise (post or pre-petition) between the claimant and the debtor, including review of cases cited by Robert Milner.
09/04/19	C. Doherty, Jr.	0.40	149.60	B320	Prepare notice of hearing regarding Disclosure Statement Motion and review Disclosure Statement Motion.
09/04/19	N. Koffroth	1.30	651.95	B320	Draft notice of motion to approve disclosure statement pursuant to Court's order setting hearing on shortened notice
09/04/19	N. Koffroth	0.40	200.60	B320	Draft amended motion approving disclosure statement reflecting hearing date and time

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	K.M. Howard	0.40	100.30	B320	Analysis of the Motion to Shorten Time, Motion for Approval of Disclosure Statement and Order Granting Motion to Shorten Time and reviewed and revised the Critical Dates Memorandum accordingly.
09/04/19	J.A. Moe, II	0.90	481.95	B320	[Insured Claims] Extended conference with Karleen Murphy on legal issues to be resolved on when an insured claim arises and responsibility of who pays postpetition insured claims.
09/04/19	K. Murphy	0.90	374.85	B320	[Insured Claims] Confer with John Moe on research project re SIR.
09/04/19	K.M. Howard	0.40	100.30	B320	Email exchanges with Carolyn Richter regarding the Proposed Order regarding the cash collateral order, culled the applicable order, and followup telephone conference with Carolyn Richter regarding same.
09/05/19	J.A. Moe, II	2.50	1,338.75	B320	Insured Claims] Additional review with Karleen Murphy on continuing research on issues related to determination of pre and post petition claims, and responsibility for payment of obligation (.10); additional multiple conferences with Ms. Murphy on research (.30); review the Roberds Case (.40); review the HDR Architecture Case (.40); commence review of the Fei Case (.10); confer with Karleen Murphy continuing review of cases, pre and post petition, insurance and impact of executory contracts (.50); complete review of the Fei Case (.20); meet and confer with Karleen Murphy on conclusions regarding two research questions (.50).
09/05/19	S. Alberts	0.30	240.00	B320	Plan. Communicate with T. Moyron concerning plan issues, including use of release and Barton doctrine.
09/05/19	N. Koffroth	1.30	651.95	B320	Draft exhibits to motion to approve disclosure statement
09/05/19	K. Murphy	0.50	208.25	B320	[Insured Claims] Confer with John Moe re results of research on SIR.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/05/19	K. Murphy	5.00	2,082.50	B320	[Insured Claims] Conduct research re SIR and applicable law to determine when the claim arises for purposes of debtor and claimant.
09/05/19	T. Moyron	0.50	259.25	B320	Conference calls with lender counsel regarding Committee response x3 (.3); prepare email to R. Adcock, et al., re tentative ruling (.1); prepare email to R. Adcock, et al., re reply to Committee's response (.1).
09/06/19	C. Montgomery	0.50	400.00	B320	Confer with R Adcock regarding CBA and Plan issues.
09/06/19	R. Richards	0.50	361.50	B320	Work on revisions to the Liquidating Trust Agreement.
09/06/19	J.A. Moe, II	0.90	481.95	B320	[Insured Claims] Telephone call from Elina Tilman on integrating Ms.Tilmans' new Chart on Insured Claims on employment law related Claims, with Chart created at Dentons (.30); telephone call with Karleen Murphy on two Charts (.10); conference call with Ms. Tilman and Ms. Murphy on integrating Charts (.30); telephone call with Karleen Murphy on integrating Charts for Louise Ann Fernandez (.20).
09/06/19	J.A. Moe, II	0.40	214.20	B320	[Insured Claims] Confer with Karleen Murphy on continuing research on date of claims and responsibility to pay initial amount of Claims (30); review again letter from Henry Kevane to AIG (.10).
09/06/19	J.A. Moe, II	1.30	696.15	B320	[Insured Claim] Conference call with Louise Ann Fernandez, Ahn Ruda and Karleen Murphy on estimating the value of insured employment law related Claims.
09/06/19	K. Murphy	0.30	124.95	B320	[Insured Claims] Telephone call with Elina Tilman and Joe Moe re Insured Master Chart for Employment Litigation.
09/06/19	K. Murphy	0.80	333.20	B320	[Insured Claims] Analyze Elina Tilman revised Employment Litigation Insured Claims Chart and compare with KFM version (.3) and further telephone calls with Ms. Tilman re same (.5).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/06/19	K. Murphy	0.50	208.25	B320	[Insured Claims] Confer with John Moe re results of research on SIR (.4) and prepare email to Tania Moyron re same. (.1).
09/06/19	K. Murphy	1.00	416.50	B320	[Insured Claims] [Insured Claims] Telephone call with John Moe and Louise Ann Fernandez re estimation of value of Employment Litigation Claims.
09/06/19	J.A. Moe, II	0.50	267.75	B320	[Insured Claims] Review and respond to Louise Ann Fernandez inquiring on identifying the value of insured claims (.10); exchange E-Mails on setting conference, and schedule conference, including exchange of E-Mails with Ahn Ruda on answers to inquires (.20); additional exchange of multiple E-Mails on rescheduling conference call on estimates on the value of insured claims (.20).
09/06/19	J.A. Moe, II	0.10	53.55	B320	Review Robert Richard's Memorandum on proposed Analysis of the Claims and telephone call on implications for balloting on the Plan.
09/08/19	C. Montgomery	0.70	560.00	B320	[Mediation] Review QAF mediation materials from D. Galfus and communications with T. Moyron and D. Galfus re same (.2); review BRG draft materials for mediation (.5).
09/09/19	N. Koffroth	6.00	3,009.00	B320	Participate in mediation with Committee and secured creditors concerning issues related to Committee litigation and plan of liquidation
09/09/19	J.A. Moe, II	0.30	160.65	B320	[Insured Claims] Confer with Louise Ann Fernandez and with Ahn Ruda on continuing work on estimating the amount of EPL Claims (.20); exchange E-Mails with Ms. Fernandez on Atogwe Claim (.10);
09/09/19	J.A. Moe, II	0.20	107.10	B320	[Insured Claims: O'Halloran v. St. Vincent] Conference telephone call with Louise Douville, and Verity and Sedgwick representatives, on relief from stay, allegations in the newly filed Compliant and possible exposure.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/09/19	J.A. Moe, II	0.10	53.55	B320	[Insured Claims: Ma v. St. Vincent] Conference telephone call with Louise Douville, and Verity and Sedgwick representatives, on relief form stay, background facts and possible exposure
09/09/19	J.A. Moe, II	0.10	53.55	B320	[Insured Claims: Gendron v. St. Vincent] Exchange E-Mails with Louise Ann Fernandez, obtain Complaint from Ted Hopper and transmit to Ms. Fernandez.
09/10/19	R. Millner	0.20	160.00	B320	Telecon J. Adolf re insurance issues relating to plan.
09/10/19	N. Koffroth	0.20	100.30	B320	Draft order granting motion to extend exclusivity periods
09/10/19	N. Koffroth	0.60	300.90	B320	Prepare analysis of deadlines and additional filings related to disclosure statement and plan
09/10/19	N. Koffroth	0.40	200.60	B320	Draft memorandum concerning outstanding confirmation issues in connection with meeting with management
09/10/19	C. Doherty, Jr.	0.40	149.60	B320	Prepare Order for Lodging for Exclusivity Motion (.1) and supervise filing of same (.1); discuss claims analysis process with Mr. Wege and memo re same (.2)
09/10/19	S. Maizel	0.40	320.00	B320	Telephone conference with D. Galfuss, etc., re plan issues.
09/11/19	S. Schrag	3.80	1,276.80	B320	Confer with T. Moyron regarding possible Committee objections (.1); conduct research to rebut objections (1.5); draft language for reply (2.2).
09/11/19	J.A. Moe, II	0.40	214.20	B320	[Substantive Consolidation] Review ABI Note on and preliminarily review the ABI Note and Ninth Circuit Case (.10); review and annotate the Ninth Circuit Case (.20); review and annotate the ABI Note (.10).
09/11/19	K. Murphy	1.10	458.15	B320	[Insured Claims] Confer with John Moe re updates to Master Chart and memorandum re research(.7); telephone call with John Kim at Alston & Bird (.3); and telephone calls to Luzanne Fernandez (.1)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/11/19	J.A. Moe, II	1.40	749.70	B320	[Insured Claims] Meet and confer with Karleen Murphy on continuing analysis of the estimated value of claims, and research on designation of a Claims as prepetition or postpetition (.70); telephone call to Louise Ann Fernandez' Office on receipt of Chart (.10); telephone call to Jonathan Kim at Alston & Bird on estimated value of claim (.30); telephone call from Ms. Fernandez and to Ms. Murphy on corrupted information (.20); preliminarily review expanded Chart form Louise Ann Fernandez (.10) .
09/11/19	W. Hulsebus	0.40	47.60	B320	Research and obtain case and analysis for J. Moe.
09/11/19	R. Richards	1.00	723.00	B320	Complete revisions to Liquidating Trust Agreement and circulate same with cover email.
09/11/19	J.A. Moe, II	0.20	107.10	B320	[Insured Claims] Exchange E-Mails with Tania Moyron and confer with Karleen Murphy on proceeding with and completing research.
09/11/19	T. Moyron	5.00	2,592.50	B320	Prepare and finalize agenda (.4); meeting with clients and BRG (4.6).
09/11/19	T. Moyron	2.40	1,244.40	B320	Meeting with D. Galfus, P. Chadwick, N. Koffroth regarding disclosure statement and plan issues and preparation of documents related thereto.
09/11/19	T. Moyron	0.50	259.25	B320	Conference call with P. Anderson, et al. re insured claims re Plan
09/11/19	T. Moyron	0.60	311.10	B320	Conference call with C. Montgomery re plan and committee issuance and defeasance.
09/11/19	T. Moyron	0.30	155.55	B320	Analyze cases discussing disclosure statement issues.
09/11/19	S. Alberts	0.30	240.00	B320	Plan. Review decision notice concerning notice of creditors of non-debtors for substantive consolidation purposes and forward.
09/11/19	N. Koffroth	0.50	250.75	B320	Review and analyze issues concerning plan provisions related to insurance with R. Millner, T. Moyron, et al.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/11/19	N. Koffroth	0.90	451.35	B320	Research and analyze statutory and case law concerning objections based on alleged patent unconfirmability of proposed plan in connection with disclosure statement hearing
09/11/19	N. Koffroth	7.70	3,861.55	B320	Prepare analysis of outstanding confirmation issues in advance of meeting with management (0.7); meeting with R. Adcock, E. Paul, et al. concerning case strategy with respect to outstanding confirmation issues (4.6); meeting with BRG concerning analysis of financial issues related to confirmation strategy (2.4)
09/11/19	R. Millner	0.50	400.00	B320	Telecon P. Anderson, T. Moyron, J. Adolf and S. Maizel re Chubb and Old Republic comments and questions about chapter 11 plan.
09/11/19	R. Millner	0.20	160.00	B320	Telecon J. Adolf re insurance as related to plan.
09/11/19	S. Maizel	0.50	400.00	B320	Telephone conference with Tania Moyron re plan issues.
09/11/19	S. Maizel	3.00	2,400.00	B320	Telephone conference with R. Adcock, etc. re plan issues.
09/11/19	C. Montgomery	4.40	3,520.00	B320	Communications with T Moyron regarding today's meeting agenda (.1); phone call with T Moyron regarding plan claim allowance and agenda (.6); phone conference with R Adcock, T Moyron, D Galfus, C Kearns, S Maizel, N Koffroth regarding disclosure statement and related attacks and timing (3.7).
09/12/19	C. Montgomery	0.30	240.00	B320	Communications with S Maizel regarding A Turnbull conversation re plan.
09/12/19	S. Maizel	0.80	640.00	B320	Telephone conference with T. Moyron, etc. re plan issues.
09/12/19	S. Maizel	1.00	800.00	B320	Telephone conference with secured creditors re Plan issues.
09/12/19	K. Murphy	7.00	2,915.50	B320	[Insured Claims] Conduct further analysis and review of Robert Millner's cases - In re Gamma, In re Sharon, In Re FIE, and In Re MEI (2.0) and begin preparing initial draft of memorandum re SIR issue (5.0).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/12/19	R. Millner	0.50	400.00	B320	Telecon J. Adolf and T. Moyron re issues raised by Chubb and Old Republic re plan.
09/12/19	N. Koffroth	5.20	2,607.80	B320	Research and analyze statutory and case law concerning alleged patent unconfirmability of plan at disclosure statement hearing (1.7); research and analyze statutory and case law concerning settlement of disputed claims (3.5)
09/12/19	N. Koffroth	0.50	250.75	B320	Call with R. Millner, T. Moyron et al. concerning issues related to insurance provisions in proposed plan and disclosure statement
09/12/19	J.A. Moe, II	2.70	1,445.85	B320	[Analysis of Insured Claims] Oversee and assist in preparation of Chart on Insured Claims (.20); exchange E-Mails with Tania Moyron on completing research on responsibility for coverage (.10); research: review and annotate the Sharon Steel Case, the MEI Case and the Gamma Fishing Case (.60); review and annotate the Fire Imports Case (.40); review the White Motor Company Cases (.40); meet with Karleen Murphy on issue, the research and conclusions (.30); review printed Chart on Insured Claims (.10); conference with Karleen Murphy on the Gamma Fishing and Sharon Steel Cases (.20); additional conference with Ms. Murphy on requirements to retain insurance (.10); (.20); additional conference with Ms. Murphy on Motion permitting payment for insurance coverage (.10);
09/12/19	S. Martin	0.50	380.38	B320	Confer with T. Moyron and N. Koffroth regarding anticipated litigation issues.
09/12/19	T. Moyron	0.20	103.70	B320	Analyze A. Armada, et al., emails and respond to same re Swinerton.
09/12/19	H. Ali	1.80	397.80	B320	[Insured Claims] Confer with John Moe and Karleen Murphy including call with Pascal Roy regarding valuation of employment claims.
09/12/19	K. Murphy	0.20	83.30	B320	[Insured Claims] Confer with John Moe regarding analysis of the Gamma and Sharon cases.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/12/19	K. Murphy	0.10	41.65	B320	[Insured Claims] Confer with John Moe regarding motion for permitting payment of insurance premiums.
09/12/19	K. Murphy	0.10	41.65	B320	[Insured Claims] Confer with John Moe regarding question on whether there is any requirement for Verity to maintain insurance as part of the analysis for SIR issue.
09/12/19	T. Moyron	1.60	829.60	B320	Research and analyze cases regarding plan issues, settlement of adversary proceedings and related issues.
09/12/19	T. Moyron	0.50	259.25	B320	Internal conference call regarding insured claims with R. Millner, et al. re plan.
09/12/19	S. Martin	2.40	1,825.80	B320	Review and analyze Disclosure Statement and related Motion papers, Plan, and memos concerning substantive consolidation.
09/12/19	S. Alberts	0.90	720.00	B320	Plan. Confer with T. Moyron about plan status and 1113 issues (.5); join group call concerning status of plan (.2); receive, review and follow up on SubCon recovery analysis for PBGC (.2).
09/12/19	T. Moyron	1.00	518.50	B320	Conference call with D. Bleck, P. Chadwick, et al.
09/12/19	J.A. Moe, II	1.50	803.25	B320	[Insured Claims] Prepare for (.20) and proceed with extended telephone call with Pascale Roy, reviewing, by Claimant, the estimated value of each Claimant's claim, and identifying those claims not covered by insurance (.90); review information to be completed in the Chart on estimated value and no insurance coverage (.10); confer with Karleen Murphy on continuing work on and review of Research Memorandum (.30).
09/12/19	J.A. Moe, II	0.10	53.55	B320	[Analysis of Insured Claims] Telephone call with Karleen Murphy on status of and review of Louise Ann Fernandez' expanded Chart, information from Alston & Bird, and necessity to confer with Pascale Roy.
09/12/19	S. Schrag	0.10	33.60	B320	Confer with T. Moyron regarding further research related to potential plan confirmation objections.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/12/19	T. Moyron	0.60	311.10	B320	Conference call with S. Maizel regarding disclosure statement and plan issues.
09/13/19	J.A. Moe, II	1.80	963.90	B320	[Insured Claims] Review and edit the draft of Karleen Murphy's Memorandum on insurance related issue (.80); E-Mail to and telephone call from Ms. Murphy on the Memorandum(.20); await and review and revise the Memorandum (.60); confer with Karleen Murphy ON THE revisions (.20).
09/13/19	T. Moyron	0.30	155.55	B320	Weekly conference call with R. Adcock, A. Chou, et al., re disclosure statement and plan and SGM sale.
09/13/19	T. Moyron	0.30	155.55	B320	Conference call with S. Maizel regarding plan and Committee litigation.
09/13/19	K. Murphy	0.90	374.85	B320	[Insured claims] Analyze John Moe's edits to initial draft of memorandum re SIR research (.1); telephone call with John Moe re edits (.3); and prepare revisions to draft (.5).
09/13/19	K. Murphy	0.60	249.90	B320	[Insured claims] Analyze John Moe's edits to second draft of memorandum re SIR research (.1); telephone call with John Moe re edits (.2); and prepare revisions to draft (.3).
09/13/19	N. Koffroth	0.40	200.60	B320	Draft stipulation and order concerning continuance of PBGC objection deadline re Disclosure Statement.
09/13/19	N. Koffroth	0.40	200.60	B320	Draft stipulation and order concerning continuance of insurers' objection deadline re Disclosure Statement.
09/13/19	K. Murphy	0.60	249.90	B320	Insured claims] Continue and complete initial draft of memorandum re SIR research (.1); telephone call with John Moe re edits (.2); and prepare revisions to draft (.3).
09/13/19	C. Montgomery	3.20	2,560.00	B320	Conference call with T Moyron, D Bleck, P Ricotta and S Maizel regarding lender settlement issues under plan (.4); phone calls with T Moyron re same (.4); communications with T Moyron and S Maizel regarding Exide case and true settlement opportunities with secured lenders and outline of same (2.4).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	S. Maizel	1.00	800.00	B320	Review and respond to emails re proposed revisions to plan re secured creditors.
09/14/19	T. Moyron	1.40	725.90	B320	Analyze SIR memo and issues related thereto (1.3); prepare email regarding same (.1).
09/14/19	T. Moyron	0.80	414.80	B320	Analyze issues related impairment (.3); analyze issues related to DS cases (.2); analyze plan issues re lender treatment (.3).
09/15/19	S. Schrag	0.30	100.80	B320	Confer with T. Moyron regarding strategy for combating possible objections to Disclosure Statement (.2); continue conducting research related thereto (.1).
09/15/19	R. Millner	0.80	640.00	B320	Analyze detailed Chubb proposal for plan provisions.
09/15/19	R. Millner	0.30	240.00	B320	Email T. Moyron re view of Chubb's plan provisions.
09/15/19	T. Santoli	0.40	319.60	B320	Review of revised liquidating trust agreement.
09/16/19	K. Murphy	3.50	1,457.75	B320	[Insured claims] Shepardize cases cited by Robert Millner to determine any citations within the 9th Circuit, including analysis of holdings cited in the 9th Circuit cases (2.0) and prepare memorandum to Tania Moyron re same (1.5).
09/16/19	K. Murphy	0.10	41.65	B320	[Insured claims] Draft email to Tania Moyron re number of Employment Litigation Claims with estimation of total SIR payment.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/16/19	J.A. Moe, II	1.30	696.15	B320	[Insured Claims] Exchange text messages with Karleen Murphy on responding to Memorandum on postpetition and prepetition insured Claims on September 15th (.10); confer with Karleen Murphy on response to Memorandum, review of the updated Chart and setting exposure on postpetition Claims (.20); telephone call to Norman Haslun on list of postpetition claims (.10); review and edit Response to Tania Moyron on inquiry on research (.10); confer with Karleen Murphy on alignment of Charts (.10); review EPL Claims, Claim by Claim, to assess exposure (.50); review revised EPL Chart and new third Chart with Karleen Murphy (.10); analyze amount of the Lara Claim and confer with Ms. Murphy on revised amounts (.10).
09/16/19	K. Murphy	0.10	41.65	B320	[Insured claims] Analyze and respond to email from Tania Moyran re KFM research memorandum on SIR issue.
09/16/19	S. Schrag	6.10	2,049.60	B320	Conduct further legal research in anticipation of possible objections to Disclosure Statement and Plan (2.9); analyze cases finding patent unconfirmability (2.1); draft language for reply to objection (1.1).
09/16/19	T. Moyron	0.80	414.80	B320	Conference call with D. Bleck, P. Ricotta, et al. re DS and plan (.6); exchange emails regarding call (.1); exchange emails regarding stipulation (.1).
09/16/19	J.A. Moe, II	0.10	53.55	B320	[Insured Claims] E-Mail to Pascale Roy on Lara, Siguian, Mina and Graham Claims.
09/16/19	J.A. Moe, II	0.50	267.75	B320	[Insured Claims] Telephone call with Karleen Murphy, on formulating response to inquiry on number and value of the postpetition insured EPL Claims (.20); commence review of the Memorandum on other Ninth Circuit Cases (.10); confer with Karleen Murphy on review of Ninth Circuit Authority and revise introductions on additional authority (.20).
09/16/19	K. Murphy	0.50	208.25	B320	[Insured claims] Telephone call with John Moe to discuss employment claims and SIR for chart.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/16/19	K. Murphy	0.50	208.25	B320	[Insured claims] Prepare additional chart re uninsured employment claims per John Moe's instruction.
09/16/19	K. Murphy	0.10	41.65	B320	[Insured claims] Further confer with John Moe re updated master chart re employment claims subject to SIR.
09/16/19	K. Murphy	0.10	41.65	B320	[Insured claims] Draft email to John Moe listing 3 cases with notes of "no coverage" to seek clarification from Pascale Roy.
09/16/19	K.M. Howard	0.20	50.15	B320	Telephone conference with Darius Trugman of Global 360 regarding upcoming hearing regarding the Approval of the Disclosure Statement.
09/16/19	T. Moyron	0.60	311.10	B320	Analyze issues related to plan.
09/16/19	S. Maizel	0.60	480.00	B320	Telephone conference with secured creditors re plan issues.
09/16/19	K.M. Howard	0.40	100.30	B320	Analysis of the Stipulation between Verity Health System of California, Inc. and Pension Benefit Guaranty Corporation to Continue Deadlines Related to Any Response to the Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
09/16/19	K.M. Howard	0.40	100.30	B320	Stipulation between Verity Health System of California, Inc., Old Republic Insurance Company, and the Chubb Companies to Continue Deadlines Related to Any Response to the Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
09/16/19	N. Koffroth	2.70	1,354.05	B320	Research statutory and case law concerning patent unconfirmability
09/16/19	N. Koffroth	0.50	250.75	B320	Call with counsel to secured creditors concerning analysis of plan and disclosure statement issues
09/16/19	N. Koffroth	1.10	551.65	B320	Draft stipulations and orders to extend disclosure statement objection deadline for insurers (0.5) and the pension benefit guaranty corporation (0.6)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/16/19	N. Koffroth	0.60	300.90	B320	Call analyzing waterfall and plan funding issues with P. Chadwick, C. Montgomery, T. Moyron, et al.
09/16/19	R. Millner	1.20	960.00	B320	Telecon J. Adolf re Chubb proposals as to insurance provisions for plan.
09/16/19	R. Millner	1.20	960.00	B320	Redraft plan language relating to policies of insurance to address Chubb and Old Republic proposals.
09/16/19	C. Montgomery	0.50	400.00	B320	Phone call continued from C. Kearns regarding disclosure presentation regarding secured creditor recovery.
09/16/19	C. Montgomery	1.20	960.00	B320	Communications with C Doherty regarding impairment language for disclosure statement response (.1); review draft language regarding impairment (.1); phone conference with D Bleck , P Ricotta and T Moyron regarding plan issues for treatment of secured (.6); phone call with K Kearns regarding valuation issues (.3); communications with T Moyron regarding results of D Bleck call (.1)
09/17/19	C. Montgomery	0.10	80.00	B320	Communications with N Coco regarding possible disclosure statement objection .
09/17/19	C. Montgomery	0.10	80.00	B320	Communications with N Coco regarding extension request.
09/17/19	C. Montgomery	0.40	320.00	B320	Communications with P Chadwick regarding plan waterfall presentation (.2); communications with C Kearns regarding valuation model for plan and disclosure statement (.2)
09/17/19	N. Koffroth	1.20	601.80	B320	Draft revised insurance plan and disclosure statement provisions pursuant to input from insurers
09/17/19	N. Koffroth	1.00	501.50	B320	Review and analyze objection to disclosure statement filed by medical staff of SMC (0.2); draft stipulation and order extending objection deadline for UMB Bank and Wells Fargo Bank (0.5); participate in call with counsel to RPHE concerning proposed revisions to disclosure statement (0.3)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order approving the Stipulation Continuing Deadlines related to Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum.
09/17/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order approving the Stipulation Continuing Deadlines related to any response filed by PNGC to Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum.
09/17/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order approving the Stipulation Continuing Deadlines related to any response filed by Old Republic Insurance Company and the Chubb Companies to Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum.
09/17/19	K.M. Howard	0.40	100.30	B320	Analysis of the Stipulation Continuing Deadlines related to any response filed by Old Republic Insurance Company and the Chubb Companies to Debtors' Motion to Approve Disclosure Statement filed by UMB Bank and Wells Fargo and cross-referenced same to Critical Dates Memorandum.
09/17/19	J.A. Moe, II	0.30	160.65	B320	[Insured Claims] Telephone call with Pascale Roy on status of four claims (Lara, Mina, Siquian and Graham) (.20); preliminarily review the Sodexo Contract in connection with the Graham Claim(.10).
09/17/19	K.M. Howard	0.30	75.23	B320	Analysis of the Stipulation Continuing Deadlines related to Debtors' Motion to Approve Disclosure Statement and cross-referenced to Critical Dates Memorandum.
09/18/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order approving the Stipulation Continuing the Hearing and all other applicable deadlines regarding the Transfer of Medicare Provider Agreement to Strategic Global Management and reviewed and revised the Critical Dates Memorandum accordingly.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/18/19	J.A. Moe, II	0.10	53.55	B320	[Insured Claims} E-Mail to Pascale Roy on additional call on the Mina, Siquian and Graham claims.
09/18/19	R. Richards	1.50	1,084.50	B320	Review committee objection to disclosure statement (0.5); begin to analyze response to same (0.8); email with BRG re analysis points (0.1); emails re litigation hold (0.1).
09/18/19	T. Moyron	1.50	777.75	B320	Analyze Committee's disclosure statement objection (.7); analyze additional objections including objection by CMS, Blueshield, RPHE, etc. (.8).
09/18/19	T. Moyron	0.30	155.55	B320	Exchange emails with N. Coco re stipulation (.1); analyze related issues (.2).
09/18/19	K.M. Howard	0.40	100.30	B320	Analysis of Order approving Stipulation to continue Deadlines for Master Trustee and Series 2005 Trustee to file oppositions to Debtors' Motion for Approval of Disclosure and reviewed and revised Critical Dates Memorandum accordingly.
09/18/19	K.M. Howard	0.70	175.53	B320	Assembled all objections to Debtors' Motion for Order Approving the Disclosure Statement (.6) and prepared email to client regarding same (.1).
09/18/19	N. Koffroth	2.80	1,404.20	B320	Draft insurance provisions for revised plan and disclosure statement pursuant to comments from insurers
09/18/19	N. Koffroth	0.20	100.30	B320	Review letter comment to disclosure statement provided by SEC (0.1); call with counsel to SEC concerning issues raised by letter comment (0.1)
09/18/19	N. Koffroth	0.80	401.20	B320	Draft stipulation and order extending disclosure statement objection deadline for U.S. Bank
09/18/19	N. Koffroth	0.80	401.20	B320	Review and analyze filed disclosure statement objections

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/18/19	C. Montgomery	2.50	2,000.00	B320	Communications with T Moyron regarding SEC objection to disclosure statement (.1); review AG objection to Disclosure Statement (.1); communications with C Kearns re valuation issues for disclosure statement and confirmation (.2); phone call from D Galfus regarding ASK follow up on preferences (.1); phone call with E Neiger re same (.1); phone call with C Kearns regarding valuation presentation in response to Committee Objection (.2); outline possible response to Committee Disclosure Statement Objection (.7); communications with T Moyron re same (.1); review BRG draft valuation presentation for use in response to disclosure statement objection (.5); continued review of Committee Disclosure Statement Objection (.4)
09/18/19	C. Montgomery	0.30	240.00	B320	Phone calls with E. Neiger regarding use of ASK preliminary analysis for Disclosure statement (.2); communications with J. Steinfield and D. Galfus re same (.1)
09/18/19	R. Millner	0.20	160.00	B320	Emails to N. Koffroth re insurance plan language.
09/18/19	R. Millner	0.20	160.00	B320	Revise insurance language for plan circulated by N. Koffroth.
09/19/19	C. Montgomery	1.50	1,200.00	B320	Review draft collateral valuation presentation from BRG (.3); phone conference with T. Moyron, D. Galfus, J. Schlant and C. Kearns regarding valuation presentation for disclosure statement and related issues (1.2)
09/19/19	N. Koffroth	1.50	752.25	B320	Participate in call concerning strategy for response to Committee disclosure statement objection with T. Moyron, R. Adcock, et al. (1.2); analyze strategy with respect to Committee objection with T. Moyron, S. Maizel, et al. (0.3)
09/19/19	N. Koffroth	3.60	1,805.40	B320	Review and analyze filed disclosure statement objections (2.4); research and analyze statutory and case law concerning patent unconfirmability (1.2)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/19/19	N. Koffroth	0.30	150.45	B320	Draft stipulation and order further continuing insurers' disclosure statement objection deadline
09/19/19	R. Richards	1.40	1,012.20	B320	Review additional objections to adequacy of the disclosure statement (0.7), review and comment on drafts of business records retention motion and declaration (0.3), emails re draft response to committee objection to disclosure statement re business records (0.2), emails and call with Santoli re Committee tax objection (0.2).
09/19/19	S. Maizel	0.50	400.00	B320	Telephone conference with R. Adcock, etc. re plan issues.
09/19/19	J.A. Moe, II	0.40	214.20	B320	[Plan] Review and annotate the Official Committee Of Unsecured Creditors Objection To Motion Of The Debtors For An Order Approving Proposed Disclosure Statement.
09/19/19	J.A. Moe, II	0.20	107.10	B320	[Plan] Preliminarily review additional Objections to the proposed Disclosure Statement and/or Plan of Liquidating.
09/19/19	S. Martin	0.70	532.53	B320	Review objections to motion to approve disclosure statement.
09/19/19	T. Moyron	3.30	1,711.05	B320	Meetings with R. Adcock regarding Committee's objection and other plan issues; response to AG; SGM and other issues.
09/19/19	T. Moyron	1.10	570.35	B320	Conference call with BRG, R. Adcock, S. Maizel, et al, re Committee's objection and response.
09/19/19	T. Moyron	1.60	829.60	B320	Exchange emails with P. Chadwick regarding TSA; exchange emails regarding disclosure statement, PBGC, Seoul, SVMD, etc.
09/19/19	K.M. Howard	0.40	100.30	B320	Analysis of Order Approving Stipulation continuing deadlines relating to any objections by the Note Trustee to the Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/19/19	J.A. Moe, II	0.20	107.10	B320	[Insured Claims] Confer with Pascale Roy a second time on the Graham, Lara, Mina and Siquian Claims, and update Chart during and following the call.
09/19/19	J.A. Moe, II	0.10	53.55	B320	[Plan] Review and annotate the Limited Objection And Reservation of Rights Of RPHE To Motion For An Order Approving Proposed Disclosure Statement.
09/19/19	J.A. Moe, II	0.10	53.55	B320	[Plan] Review and annotate the Objection Of Cigna Entities To Disclosure Statement Describing Debtors' Chapter 11 Plan Of Liquidation.
09/19/19	J.A. Moe, II	0.10	53.55	B320	[Plan] Review and annotate Blue Shield's Omnibus Objection To Disclosure Statement.
09/19/19	K.M. Howard	0.40	100.30	B320	Reviewed and assembled additional objections to the Disclosure Statement (.3) and prepared emails regarding same (.1).
09/20/19	K. Murphy	0.40	166.60	B320	[Insured Claims] Prepare edits to Master Chart re additions of "uninsured" litigation claims.
09/20/19	K. Murphy	0.40	166.60	B320	[Insured Claims] Confer with John regarding SIR and impact on The Plan.
09/20/19	J.A. Moe, II	0.40	214.20	B320	[Insured Claims] Extended conference call with Karleen Murphy on review and inserting of three additional claims, review and revisions on four claims and completion of Chart.
09/20/19	E. Amatore	3.60	2,784.60	B320	Telephone call with Robert Richards regarding Committee Objection (.2); analyze materials provided by R. Richards and case law cited in objection (1.8); shepardize and summarize case law (1.6)
09/20/19	S. Maizel	1.00	800.00	B320	Telephone conference with secured creditors re plan and disclosure statement issues (x2).
09/20/19	S. Maizel	1.00	800.00	B320	Telephone conference with M. Shinderman re disclosure statement hearing and issues (x2).
09/20/19	S. Maizel	3.00	2,400.00	B320	Office conference with R. Adcock, etc. re disclosure statement and plan issues.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	S. Maizel	0.20	160.00	B320	Review and revise motion to continue hearing on disclosure statement.
09/20/19	S. Maizel	0.20	160.00	B320	Email to K. Wang and E. Levey re CMS and DHCS objection to disclosure statement.
09/20/19	J.A. Moe, II	0.10	53.55	B320	[Insured Claims] Review Chart with Karleen Murphy.
09/20/19	K.M. Howard	0.40	100.30	B320	Analysis of Order approving Stipulation Continuing Deadlines related to any response to Debtors' motion to Approve the Disclosure Statement filed by PBGC and reviewed and revised Critical Dates Memorandum accordingly.
09/20/19	R. Richards	1.50	1,084.50	B320	Review key portions of Final DIP order and challenge extension stipulations (0.6), emails re same (0.1), draft insert for disclosure statement response (0.6), discuss case law research on Committee lien objections with associate and related emails (0.2).
09/20/19	T. Moyron	1.00	518.50	B320	Conference call with P. Ricotta, D. Bleck, BRG, et al. re plan.
09/20/19	T. Moyron	0.50	259.25	B320	Conference call with M. Shinderman regarding update on cases and plan (.4); follow up regarding motion to continue (.1).
09/20/19	T. Moyron	1.00	518.50	B320	Conference call with C. Whitmore, N. Coco, et al., regarding plan (.8); follow up call regarding motion to continue (.2).
09/20/19	T. Moyron	0.40	207.40	B320	Conference call with D. Bleck and P. Ricotta regarding plan issues and continuance of hearing.
09/20/19	T. Moyron	3.30	1,711.05	B320	Meeting with R. Adcock and E. Paul regarding case issues, including Disclosure Statement and plan, objections, and SGM issue.
09/20/19	N. Koffroth	1.00	501.50	B320	Call with counsel to UMB Bank and Wells Fargo Bank concerning issues raised with respect to disclosure statement and plan

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	N. Koffroth	2.30	1,153.45	B320	Meeting with management, financial advisors, T. Moyron, S. Maizel et al. concerning strategy related to reply in support of disclosure statement
09/20/19	N. Koffroth	0.80	401.20	B320	Call with counsel to U.S. Bank concerning issues raised with respect to disclosure statement and plan
09/20/19	N. Koffroth	0.50	250.75	B320	Analysis of disclosure statement issues and related strategy with C. Montgomery, T. Moyron, S. Maizel, et al.
09/20/19	N. Koffroth	2.40	1,203.60	B320	Draft motion, order, and declaration re continuance of the disclosure statement hearing
09/20/19	N. Koffroth	1.70	852.55	B320	Draft omnibus reply in support of motion to approve disclosure statement
09/20/19	C. Montgomery	5.70	4,560.00	B320	Phone conference with D Bleck, P Ricotta, T Moyron, S Maizel, A Turnbull regarding plan modification and Committee Disclosure statement dispute (1.0); phone conference with T Moyron, P Chadwick, R Adcock, S Maizel and E Paul regarding disclosure statement changes (1.3); phone conference with C Whitmore, NCoco, T Moyron and S Maizel regarding working capital note discussion on plan and disclosure statement (.7); phone calls with T Moyron, R Adcock, S Maizel, E Paul regarding disclosure statement hearing delay (.5); phone call with T Moyron and S Maizel re same (.3); phone calls with T Moyron, regarding open plan settlement and disclosure statement issues (.5); communications with R Richards and T Moyron regarding challenge deadline impact on disclosure statement response (.2); Research Momentive docket regarding deemed allowance language (.3); communications with Tania Moyron, Nicholas Koffroth, Samuel Maizel regarding disclosure statement modifications regarding Lenders (.1); communications with D Riley regarding possible untimely objection to disclosure statement (.1); communications with N Koffroth and T Moyron re same (.1); phone call with D

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
					Riley regarding WTNA request for modifications to disclosure statement (.2); review proposed language re same (.1) communications with L Macksoud regarding NDA for Nuveen (.3);
09/20/19	C. Doherty, Jr.	0.50	187.00	B320	Prepare insert regarding impairment reply to UCC argument.
09/21/19	C. Doherty, Jr.	0.10	37.40	B320	Prepare follow-up email regarding impairment insert.
09/21/19	N. Koffroth	5.70	2,858.55	B320	Draft omnibus reply in support of motion to approve disclosure statement
09/21/19	T. Moyron	4.30	2,229.55	B320	Analyze Committee, Cigna, Blue Shield objections to plan (.4); prepare reply (3.7); exchange emails with BRG re Committee objections (.2).
09/21/19	R. Richards	2.10	1,518.30	B320	Review and analyze cases cited at page 8 to 10 of the Committee Disclosure Statement objection.
09/22/19	E. Amatore	2.00	1,547.00	B320	Analyze, shepardize, and summarize case law and secondary sources cited in Committee objection
09/23/19	K. Murphy	0.70	291.55	B320	[Insured Claims] Prepare edits to include cases of Bray, Levy, Thompson, and Vom Parrish to Master Litigation Chart of Insured Claims.
09/23/19	K. Murphy	0.30	124.95	B320	[Insured Claims] Further confer with John Moe re content of section for "Notes of Case Summary" (.1) and prepare further edits to the same re cases of Bray, Levy, Thompson, and Vom Parrish on Master Litigation Chart of Insured Claims (.2).
09/23/19	K. Murphy	0.20	83.30	B320	[Insured Claims] Further confer with John Moe re editing Master Litigation Chart of Insured Claims to add columns for "Schedule" and "Bar Date".
09/23/19	T. Moyron	0.20	103.70	B320	Analyze email from M. Anderson regarding extension and language (.1); analyze related email from counsel for Chubb and respond thereto (.1).
09/23/19	J.A. Moe, II	0.10	53.55	B320	Review Motion to continue hearing on approval of the Disclosure Statement.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	J.A. Moe, II	0.40	214.20	B320	[Insured Claims] Telephone call from Karleen Murphy on review of the Thomson, Levy, Vom Parrish and Bray Claims (.10); second call with Ms. Murphy on four Claims and changing notes on summaries (.10); telephone conference with Karleen Murphy on transposing parts of the Travis Buckingham Chart into the Master Chart (.20).
09/23/19	K. Murphy	0.10	41.65	B320	[Insured Claims] Confer with John Moe re updates to Siquian case for Master Chart of Insured Claims based on new information re settlement check not cashed.
09/23/19	K. Murphy	0.20	83.30	B320	[Insured Claims] Analyze email from Pascale Roy re status of cashing of settlement check for Siquian matter (.1) and draft update to Master Chart of Insured Claims re same (.1).
09/23/19	S. Maizel	0.50	400.00	B320	Review and respond to issues re CMS and DHCS objections to disclosure statement.
09/23/19	C. Montgomery	1.20	960.00	B320	Review and revise proposed disclosure statement language from D Riley relating to PACE Bonds (1.1); phone call with C Doherty regarding impairment issues (.1)
09/23/19	N. Koffroth	0.70	351.05	B320	Draft omnibus reply in support of motion to approve disclosure statement
09/24/19	N. Koffroth	2.70	1,354.05	B320	Draft omnibus reply in support of motion to approve disclosure statement
09/24/19	N. Koffroth	0.20	100.30	B320	Draft third stipulation and order continuing Insurers' deadline to object to disclosure statement
09/24/19	N. Koffroth	0.30	150.45	B320	Draft strategy memorandum concerning case deadlines related to plan and disclosure statement
09/24/19	C. Montgomery	1.70	1,360.00	B320	Review C Doherty proposed impairment insert and comment on same (.7); phone conference with C Doherty regarding changes to impairment language (.8); communications with T Conner regarding WTNA requested insert (.1); communications with D Riley re same (.1)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/24/19	C. Montgomery	0.80	640.00	B320	Phone conference with T. Moyron and S. Maizel regarding impairment issues.
09/24/19	C. Doherty, Jr.	1.80	673.20	B320	Call with Mr. Montgomery regarding impairment (.8); prepare impairment insert in accordance with call (1.0)
09/24/19	K. Murphy	0.40	166.60	B320	[Insured Claims] Analyze KCC prepared Excel Spreadsheet re Schedule F and Notice of Bar Date information (.2); confer with John Moe re discrepancies in the same (.1); and telephone call with Travis Buckingham from KCC to seek clarification (.1).
09/24/19	K. Murphy	2.20	916.30	B320	[Insured Claims] Prepare final edits to Master Spreadsheet re Insured Litigation Claims, including columns for "Schedule" and "Bar Date" (2.0); and confer with John Moe re draft of same (.2).
09/24/19	T. Moyron	0.50	259.25	B320	Analyze response to Committee's objection (.2); exchange emails with H. Kevane regarding response to Seoul's objection (.1); analyze impairment of secured claims and response to committee (.2).
09/24/19	T. Moyron	0.30	155.55	B320	Analyze and prepare reply to Disclosure Statement objections.
09/24/19	T. Moyron	0.20	103.70	B320	Analyze order granting motion to continue Disclosure Statement hearing and reply date (.1); prepare email to E. Paul, et al., regarding order (.1).
09/24/19	K.M. Howard	0.40	100.30	B320	Analysis of the Third Stipulation Continuing Deadlines Related to Any Response to the Debtors' Motion to Approve Disclosure Statement Filed by Old Republic Insurance Company and The Chubb Companies and cross-referenced same to Critical Dates Memorandum.
09/25/19	J.A. Moe, II	0.20	107.10	B320	[Insured Claims] Confer with Karleen Murphy on completed Chart (.10); E-Mail to Matthew Hopper and Pascale Roy on review of the Chart before publication (.10).
09/25/19	S. Alberts	0.30	240.00	B320	Plan. Confer with co-counsel and client about today's hearing on State's objection and next steps.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/25/19	R. Millner	0.10	80.00	B320	Conference P. Anderson re insurer comments re disclosure statement and plan.
09/26/19	S. Maizel	0.20	160.00	B320	Revising language re transfer of provider agreements for disclosure statement.
09/26/19	J.A. Moe, II	0.20	107.10	B320	[Insured Claims] Review changes to the Master Chart revised by Ted Hopper, and exchange E-Mails with Karen Chapman on confidentiality.
09/26/19	S. Alberts	0.40	320.00	B320	Plan. Receive and review order concerning treatment of Provider Agreement.
09/26/19	J.A. Moe, II	0.10	53.55	B320	[Hadley v. St. Vincent] Review E-Mail from and telephone call returned to Brenda Pannell discussing the status of the Disclosure Statement and the Plan, and the continued hearing date.
09/26/19	K.M. Howard	0.40	100.30	B320	Analysis of Court's order approving stipulation to continue hearing and deadlines for Old Republic and Chubb Companies regarding Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	K.M. Howard	0.40	100.30	B320	Analysis of Debtors' Motion for Approval of Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	C. Montgomery	0.10	80.00	B320	Communications with N. Coco and T. Moyron regarding disclosure statement conference call.
09/26/19	T. Moyron	0.20	103.70	B320	Analyze email from N. Coco re plan (.1); analyze related emails (.1).
09/27/19	T. Moyron	0.10	51.85	B320	Analyze email from M. Anderson re plan issues.
09/27/19	K. Murphy	0.50	208.25	B320	[Insured Claims] Analyze revisions of Ted Hopper to Chart of PL/GL and Employment Litigation Claims to prepare for discussion with John Moe regarding the same.
09/28/19	S. Alberts	0.30	240.00	B320	Plan. Communications about UCC's threat to oppose plan and next steps.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/28/19	C. Montgomery	1.00	800.00	B320	Communications with D. Galfus and T. Moyron regarding analysis of committee member claims and litigation issues relating to support for plan of liquidation.
09/29/19	S. Alberts	0.20	160.00	B320	Plan. Receive and respond to request for information from T. Moyron.
09/30/19	K. Murphy	0.10	41.65	B320	[Insured Claims] Confer with John Moe re Ted Hopper edits to Master Chart of PL/GL and Employment Claims.
09/30/19	C. Montgomery	0.10	80.00	B320	Communications with D. Bleck regarding plan update issues.
	Subtotal	323.30	179,606.17		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

EMP - Employee matters

Date	Timekeeper	Hours	Amount	Task	Narrative
09/02/19	S. Alberts	0.20	160.00	EMP	1113. Communications about status of 1113 process.
09/02/19	C. Doherty, Jr.	0.30	112.20	EMP	Respond to email regarding KEIP Amendment Motion.
09/03/19	S. Alberts	0.70	560.00	EMP	KEIP. Review and provide comments to KEIP Motion (.5) and follow up with C. Doherty (.2).
09/03/19	S. Alberts	1.40	1,120.00	EMP	1113. Follow up email to UNAC (.1) and conference with UNAC counsel about status of settlement and potential changes (.4); made proposed changes to Term sheet to reflect UNAC discussion and send with explanatory email to client (.4) and follow up with client and co-professional (.2); prepare for upcoming 1113 meetings (.3).
09/03/19	S. McCandless	0.30	239.70	EMP	Communicate with S. Sharrer regarding response to inquiry from LA response team in context of WARN notices.
09/03/19	C. Doherty, Jr.	1.80	673.20	EMP	Review comments from Mr. Alberts regarding KEIP Amendment Motion and Implements same into document.
09/03/19	T. Moyron	0.20	103.70	EMP	Analyze A. Ruda, et al., emails regarding UNAC.
09/03/19	T. Moyron	0.20	103.70	EMP	Analyze issues related to KEIP amendment motion.
09/04/19	S. Alberts	1.10	880.00	EMP	1113. Conference with J. Kohanski about 1113 Term sheet (.2); revise and circulate Term Sheet internally (.2); follow up with team about revisions and next steps (.3); provide further revisions to client (.2) and send to UNAC (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/05/19	S. Alberts	9.80	7,840.00	EMP	1113. (CNA) Participate in 1113 meeting with CNA, including drafting of Second Amended 1113 proposal related documents (excluding time on other matters, lunch and dinner (8.5); (Local 20) Conference with Local 20's counsel concerning settlement, draft Second Amended 1113/1114 proposal and related discussions (1.0); (UNAC) Follow up with UNAC concerning status of settlement (.1) and conference with working group concerning status of settlement with UNAC (.2).
09/06/19	C. Doherty, Jr.	3.40	1,271.60	EMP	Prepare CNA 1113 Rejection Motion with new facts available.
09/06/19	S. Alberts	2.40	1,920.00	EMP	1113. Continuation of meeting with CNA (2.0); follow up on CNA side letter (.1); communicate with Local 20 about status of settlement (.3).
09/07/19	S. Alberts	1.20	960.00	EMP	1113. Follow up communication with A. Ruda (.1) and UNAC about defines contribution plan issues (.3); receive, assess and communicate to client UNAC's desired changes to 1113 settlement (.5) and follow up emails about next steps with UNAC and other creditors (.3).
09/07/19	C. Doherty, Jr.	2.60	972.40	EMP	Prepare CNA 1113 Motion and Local 20 Motion.
09/08/19	C. Doherty, Jr.	4.00	1,496.00	EMP	Attention to emails regarding negotiations and 1113 Motions and prepare CNA 1113 Motion and Local 20 Motion.
09/08/19	N. Koffroth	0.50	250.75	EMP	Strategy call with R. Adcock, S. Alberts, T. Moyron et al. re union negotiations
09/08/19	S. Alberts	1.00	800.00	EMP	1113. Confer with working group about UNAC's proposed changes and related issues (.5); follow up with UNAC (.5).
09/09/19	S. Alberts	7.10	5,680.00	EMP	1113. Conduct meeting with SEIU, during meeting, confer with UNAC and client about 1113 issues and resolutions (6.3); post-meeting confer with A. Ruda (.8).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/09/19	C. Doherty, Jr.	0.50	187.00	EMP	Attention to emails from Mr. Alberts regarding research questions impacting 1113/1114 analysis, review memos on items and send email answering question (.3); review KEIP Amendment Motion and draft questions to BRG to answer regarding figures therein (.2)
09/10/19	C. Doherty, Jr.	6.90	2,580.60	EMP	Draft questions to labor counsel and team regarding open issues for 1113/1114 motions (.5); prepare Local 20 form consent-based 1113/1114 motion (3.3); prepare form of opposed 1113/1114 Motion (1.9); assist Mr. Alberts with negotiations by providing materials and edits to documents (1.2)
09/10/19	S. Alberts	10.50	8,400.00	EMP	1113. Meetings with NUHW and various calls with UNAC, SEIU and client and co-counsel, document drafting related to 1113 settlements.
09/11/19	K.M. Howard	0.30	75.23	EMP	Meet with former employee who received the wage and hour notice and explained the notice.
09/11/19	A. Shiran	0.20	102.90	EMP	Telephone conference with Tania Moyron and Rich regarding process for renewed WARN Notice.
09/11/19	S. Alberts	1.30	1,040.00	EMP	1113. Communications about finalizing 1113 settlements.
09/11/19	C. Doherty, Jr.	2.80	1,047.20	EMP	Prepare Settlement Agreements for 1113/1114 matters (2.0); research issue regarding COBRA issues and 1113 rejection and send memo regarding same (.6); attention to emails with BRG regarding KEIP Amendment Motion; attention to emails regarding updates of union negotiations (.2)
09/11/19	S. McCandless	0.70	559.30	EMP	Research regarding further WARN Act notice if originally planned action is delayed (.50); conference call with R. Adcock, T. Moyron, and A. Youssefi regarding same (.20).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/12/19	S. McCandless	0.90	719.10	EMP	Review and revise detailed information to be provided to client in context of applicable law regarding notice alternatives if closure schedule changes (.70); review R. Adcock's response to same (.10).
09/12/19	C. Doherty, Jr.	0.30	112.20	EMP	Attention to emails regarding updates of union negotiations.
09/12/19	A. Shiran	0.50	257.25	EMP	Evaluate and review requirements for extension of WARN window and required re-notice elements (.3); draft correspondence explaining same to Rich Adcock (. 2).
09/12/19	S. Alberts	1.60	1,280.00	EMP	1113. Communicate with T. Moyron concerning open UNAC 1113 Settlement Agreement issues (.2); confer with R. Adcock regarding status of 1113 discussions (.2); email and confer with J. Kohanski regarding 1113 Settlement Agreement (.2); redline and circulate to client proposed minor changes (.2); follow up with UNAC (.3) and with SEIU (.3) and communicate with NUHW (.2).
09/13/19	S. Alberts	2.10	1,680.00	EMP	1113. Review and revise SEIU Settlement Agreement and circulate to internal team to review for approval (.6); receive response from D. Galfus and response (.3); confer with counsel to NUHW about 1113 proposal and next steps (.3); draft report of NUHW issues and recommendation (.3) and follow up (.2); communications about CNA 1113 (.4).
09/13/19	C. Doherty, Jr.	0.30	112.20	EMP	Attention to emails regarding updates of union negotiations (.2); prepare settlement materials and send to Mr. Alberts (.1)
09/13/19	S. McCandless	0.20	159.80	EMP	Review E. Paul letter to D. DeVito-Fleck regarding COBRA status.
09/14/19	C. Doherty, Jr.	1.20	448.80	EMP	Attention to emails regarding updates of union negotiations (.2); prepare settlement materials and send to Mr. Alberts (.4); call with Ms. Moyron regarding KEIP Amendment Motion (.1); update KEIP Amendment Motion (.5)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/14/19	S. Alberts	1.10	880.00	EMP	1113. Emails (.1) and then phone conference with counsel to CNA (.5) and follow up with client co-counsel on settlement issues (.3) and revisions to form of Settlement (.2).
09/14/19	T. Moyron	0.20	103.70	EMP	Analyze issues related to KEIP amended motion.
09/15/19	S. Alberts	4.00	3,200.00	EMP	1113. Communications about status of various 1113 issues.
09/15/19	S. Maizel	0.10	80.00	EMP	Review and comment on side letter re extension of CBA.
09/16/19	S. Maizel	0.10	80.00	EMP	Review and respond to email re extension of CBA.
09/16/19	C. Doherty, Jr.	1.50	561.00	EMP	Prepare KEIP Amendment Motion (.3); research and draft memos regarding 1114 matters for Mr. Alberts (.6); call and follow-up with Mr. Alberts regarding 1114 process (.3); attention to emails regarding 1113/1114 settlement progress (.3)
09/16/19	S. Alberts	3.90	3,120.00	EMP	1113. Receive and review union CBA/1113 matrix (.1); review and comment on proposed side letter (.1); review, made minor changes and sought confirmation of UNAC 1113 settlement document (.2) and follow up (.1); draft NUHW Settlement Agreement revisions and circulate (.5) and follow up with NUHW (.2); draft Local 20 settlement revisions and circulate (.5); communications with counsel to CNA and client about resolution of open 1113 issues (1.5); send matrix update to S. Sharrer (.2); confer with C. Doherty about best structure for approval of consensual 9019/1113 and 1114 relief (.3); receive and review research from C. Doherty (.2).
09/16/19	S. Alberts	0.20	160.00	EMP	1114. Communicate with S. Sharrer about 1114 relief.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	S. Alberts	3.10	2,480.00	EMP	1113. Revise CNA settlement agreement to reflect updated agreement (.8); forward for client review with explanation for approval (.3); obtained approval, and made conforming changes and sent to CNA (.3); receive UNAC proposed changes to Settlement Agreement, communicate with client and respond to UNAC (.3); and follow up (.2)(internal call about potential omnibus 9019/1113/1114/365 pleading (.3); revise SEIU Settlement Agreement to conform to CNA and circulate (.6); receive comments from counsel to SEIU and respond (.3).
09/17/19	A. Shiran	0.10	51.45	EMP	Receipt and review of further numerous correspondence regarding handling of COBRA and COBRA notice in connection with termination of employees.
09/17/19	S. McCandless	0.20	159.80	EMP	Communicate with T. Moyron and M. Maryn regarding communication with D. DeVito Fleck regarding COBRA matters.
09/17/19	S. McCandless	0.20	159.80	EMP	Review correspondence from D. DeVito Fleck to clients.
09/17/19	C. Doherty, Jr.	2.50	935.00	EMP	Prepare for and call with Ms. Moyron and Mr. Alberts regarding 1113/1114 strategy (.6); attention to emails regarding settlement progress and settlement agreements (.3); draft inserts for Mr. Alberts for 1113 agreements (.5); perform research and draft memo regarding legal question regarding 1114 for Mr. Alberts (.5); revise 1113 settlement agreements regarding comments from team and unions (.6)
09/17/19	N. Koffroth	0.50	250.75	EMP	Participate in call analyzing 1113/1114 issues with T. Moyron, S. Alberts, et al.
09/18/19	C. Doherty, Jr.	0.80	299.20	EMP	Find and distribute KEIP documents for team (.2); attention to emails regarding KEIP Amendment (.3); assist Mr. Alberts with preparation of 1113/1114 union settlement documents (.3)
09/18/19	T. Moyron	0.30	155.55	EMP	Analyze issues related to CNA's request to SCC related employees (.1); analyze related emails (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/18/19	S. Alberts	0.50	400.00	EMP	1113. Communications about finalizing 1113/1114 deals.
09/19/19	A. Shiran	0.20	102.90	EMP	Multiple correspondence with Steve Sharrer regarding potential postponement of close and correspondence to employees relating to same.
09/19/19	S. Alberts	1.40	1,120.00	EMP	1113. Communicate with client and BRG about status of open 1113 agreements (.2); conference with and finalize CNA 1113 settlement agreement (.7); communicate about and receive signed 1113 agreements and received counter signatures for UNAC (.3) and Local 20 Agreements (.2).
09/19/19	S. McCandless	0.20	159.80	EMP	Communicate with S. Sharrer and A. Youssefi regarding WARN Act matters in context of possible delay in closure date.
09/20/19	C. Montgomery	0.50	400.00	EMP	Review draft PBGC settlement agreement (.3); Communications with D Galfus, P Chadwick, S Alberts and T Moyron regarding PBGC Settlement Agreement (.2)
09/20/19	S. Alberts	0.20	160.00	EMP	1113. Communicate concerning 1113 settlements.
09/23/19	S. Alberts	0.30	240.00	EMP	1113. Communications about status of CBAs and next steps.
09/23/19	S. Alberts	0.30	240.00	EMP	KEIP/KERP. Communicate with BRG regarding (.1) and with co-counsel (.2).
09/23/19	T. Moyron	0.20	103.70	EMP	Analyze issues related to KEIP motion and exhibit.
09/23/19	C. Doherty, Jr.	0.80	299.20	EMP	Draft email with steps for team to finalize KEIP Amendment Motion (.3); revise KEIP Amendment Motion (.5)
09/24/19	S. Alberts	0.30	240.00	EMP	KEIP. Communicate regarding status of order (.1) and confer with working group regarding bonus program (.2).
09/25/19	S. Alberts	1.30	1,040.00	EMP	1113. Review and provide comments to settlement motion.
09/25/19	T. Moyron	1.60	829.60	EMP	Conference call with D. Galfus regarding amendment re KEIP (.5); prepare motion (1.1).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/25/19	C. Doherty, Jr.	4.40	1,645.60	EMP	Prepare Omnibus 1113/1114 Motion for SGM Sale Settlements (4.2); prepare KEIP Amendment Motion by incorporating comments from team (.2)
09/25/19	N. Koffroth	1.60	802.40	EMP	Draft motion to modify key employee incentive program
09/25/19	N. Koffroth	0.40	200.60	EMP	Call with D. Galfus, T. Moyron, E. Paul concerning issues related to motion to modify key employee incentive program
09/25/19	S. McCandless	0.20	159.80	EMP	Communicate with E. Paul, T. Moyron, and M. Maryn regarding pending COBRA matters.
09/26/19	S. McCandless	0.20	159.80	EMP	Communicate with M. Maryn regarding pending COBRA matters and status with Alliant.
09/26/19	C. Doherty, Jr.	4.30	1,608.20	EMP	Prepare Omnibus 1113/1114 Motion for SGM Sale Settlements (4.0); add comments to revised KEIP Amendment Motion (.3)
09/26/19	S. Alberts	0.50	400.00	EMP	KEIP. Review and provide comments to KEIP.
09/26/19	S. Alberts	0.40	320.00	EMP	1113. Review Settlement and assess response to CNA and provide thoughts to co-counsel (.3) and follow up (.1).
09/27/19	T. Moyron	1.10	570.35	EMP	Prepare KEIP Motion.
09/28/19	S. Alberts	0.20	160.00	EMP	KEIP. Communicate with T. Moyron about KEIP (.1) and follow up with L. Odum (.1).
09/30/19	S. Alberts	1.30	1,040.00	EMP	KEIP. Review, revise and make changes to KEIP Amendment motion and circulate for final proofing.
09/30/19	C. Doherty, Jr.	0.30	112.20	EMP	Proof revised KEIP Amendment Motion.
Subtotal		110.00	69,095.23		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

INS - Insurance

Date	Timekeeper	Hours	Amount	Task	Narrative
07/15/19	A. Dondoyano	0.60	193.80	INS	(Marillac) Confer with J.Fisher regarding drafting of a Stock Purchase Agreement; review sample SPA's to begin drafting.
07/16/19	A. Dondoyano	1.00	323.00	INS	(Marillac) Review sample SPA's to begin drafting; confer with J. Fisher regarding the same. Begin to strip the sample SPA to conform to this transaction.
07/17/19	A. Dondoyano	2.20	710.60	INS	(Marillac) Draft Purchase Agreement.
07/18/19	A. Dondoyano	0.40	129.20	INS	(Marillac) Revise Purchase Agreement.
07/30/19	A. Dondoyano	0.90	290.70	INS	(Marillac) Review revised version of the purchase agreement.
09/03/19	O. Pinkas	0.30	240.00	INS	Attn to disposition of Marillac.
09/04/19	O. Pinkas	0.60	480.00	INS	Reviewed and considered and emails to client on Lockton engagement letter comments (.4); finalize two NDAs for disposition process (.2).
09/05/19	O. Pinkas	0.30	240.00	INS	Communications with working group on Marillac disposition.
09/06/19	O. Pinkas	1.80	1,440.00	INS	Prepared for (.3) and call with client and working group (.8) on comments to Marillac SPA; call with R. Dowling on disposition process (.5); and reviewed and considered revised Lockton engagement letter (.2).
09/06/19	C. Montgomery	1.00	800.00	INS	Participate in phone conference with O Pinkas, E Paul, R Adcock, T Moyron regarding Marillac sale issues.
09/06/19	G. Miller	1.80	795.60	INS	Revise Lockton retention application.
09/06/19	G. Miller	0.80	353.60	INS	Call re Marillac sale.
09/06/19	J. Fisher	1.00	378.00	INS	Prepare for and participate in conference regarding Marillac sale.
09/06/19	J. Adolf	1.40	821.10	INS	Review insurance coverages chart (.2); review Marillac stock purchase agreement (.4); call with client re stock purchase agreement (.8).
09/06/19	T. Moyron	0.80	414.80	INS	Conference call regarding SPA.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/06/19	N. Koffroth	0.80	401.20	INS	Participate in call with T. Moyron, R. Adcock, et al. concerning potential sale of Marillac shares
09/08/19	J. Adolf	0.20	117.30	INS	Review Lockton agreement comments.
09/09/19	J. Fisher	2.00	756.00	INS	Prepare schedules templates and defined term glossary for Marillac sale; revise Marillac purchase agreement.
09/10/19	J. Adolf	0.20	117.30	INS	Discuss Chubb policies with R. Millner.
09/10/19	O. Pinkas	0.30	240.00	INS	Call with T. Moyron on creditor lien assertion on Marillac stock.
09/11/19	O. Pinkas	0.40	320.00	INS	Reviewed and considered and emails to G. Miller with comments on revised Lockton retention application (.2) and finalized Lockton services agreement (.2).
09/11/19	G. Miller	0.30	132.60	INS	Circulate revised application to retain Lockton to Old Republic and Lockton for comment.
09/11/19	J. Adolf	0.90	527.85	INS	Review Chubb policies in preparation for call with its counsel (.3); call with Chubb and Old Republic counsel re Plan language (.5); discuss same with R. Millner (.1).
09/11/19	C. Montgomery	2.60	2,080.00	INS	Review Marillac lien and security issues and communications with Oscar Pinkas re same.
09/12/19	C. Montgomery	0.10	80.00	INS	Communications with O Pinkas regarding Marillac shares.
09/12/19	T. Moyron	0.20	103.70	INS	Analyze T. Conner, et al., emails re Insurance incremental cost analysis.
09/12/19	T. Moyron	0.20	103.70	INS	Analyze F. Flemig, et al., emails regarding retention application and timing re Marillac.
09/12/19	T. Moyron	0.40	207.40	INS	Conference call with R. Adcock, T. Conner, D. Galfus, et al., re tail policies.
09/12/19	J. Adolf	1.20	703.80	INS	Review insurance claim language in Plan (.2); discuss same with R. Millner and T. Moyron (.6); review tail coverage chart (.4).
09/12/19	O. Pinkas	0.40	320.00	INS	Call with CB on Marillac proposal.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	O. Pinkas	1.70	1,360.00	INS	Calls with T. Moyron (.3) and client (.2) re: Marillac sale strategy; prepared for (.3) and kickoff call (.9) with working group and Lockton re: Marillac disposition.
09/13/19	J. Adolf	1.20	703.80	INS	Review tail obligations for O'Connor and St. Francis Medical Center physicians (.5); call team and Lockton to discuss Lockton retention for Marillac sale, including relevant details and timing (.7).
09/13/19	T. Moyron	0.10	51.85	INS	Conference call with R. Adcock regarding call with Committee and Lockton.
09/13/19	T. Moyron	0.80	414.80	INS	Conference call with O. Pinkas, reps. from Lockton, etc. re retention, marketing and sale process.
09/13/19	G. Miller	0.80	353.60	INS	Call with Lockton to discuss Marillac sale.
09/13/19	J. Fisher	1.00	378.00	INS	Conference regarding Marillac sale; follow-up work regarding same.
09/14/19	O. Pinkas	0.40	320.00	INS	Emails connecting potential bidders with Lockton.
09/16/19	J. Adolf	1.90	1,114.35	INS	Review Plan and insurers' proposed language (1.5); review open claims (.2); discuss Plan language with R. Millner (.2).
09/17/19	J. Adolf	0.40	234.60	INS	Communication re Marillac bidders and ACG (.2); review tail coverage issues (.2).
09/17/19	S. Alberts	0.20	160.00	INS	Employment. Confer with D. Galfus about worker compensation claims and insurance.
09/17/19	O. Pinkas	0.60	480.00	INS	Prepared for and call with Lockton re: conflicts review.
09/17/19	R. Millner	0.20	160.00	INS	Email J. Adolf re tail coverage issues.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/18/19	J. Adolf	3.10	1,818.15	INS	Call with KPC, Marsh and client re stop loss policy (.2); call with T. Moyron and D. Galfus re insurance programs post-Plan and tail coverage issues (.8); evaluate insurance program, tail coverage, incremental costs & Milliman memo (1.2); evaluate Plan language re insurance requirements (.3); draft summary of tail requirements and analysis for Lockton and T. Connor (.3); evaluate Plan language revisions proposed by ORIC and Chubb (.3).
09/18/19	T. Moyron	0.20	103.70	INS	Analyze issues related to insurance requirements.
09/18/19	T. Moyron	0.40	207.40	INS	Correspond with E. Paul re insurance issues (.2); exchange internal emails regarding insurance claims and other provisions (.2).
09/19/19	J. Fisher	1.00	378.00	INS	Conference regarding Marillac sale.
09/19/19	J. Adolf	1.30	762.45	INS	Evaluate insurance program and tail coverage needs (.3); discuss same with T. Connor (.2); call with Lockton, ACG and Verity to discuss Marillac sale process (.8).
09/19/19	T. Moyron	0.80	414.80	INS	Conference call regarding Marillac w/Lockton, ACG, et al.
09/19/19	G. Miller	0.80	353.60	INS	[Marillac] Call with ACG re Marillac sale.
09/19/19	O. Pinkas	0.30	240.00	INS	Follow-up with Lockton on sale strategy.
09/20/19	O. Pinkas	0.40	320.00	INS	Call with J. Adolf and email to Lockton re: sale process.
09/20/19	J. Adolf	1.40	821.10	INS	Call with Lockton and potential bidder re Marillac (.5); review communications from ACG re Marillac (.1); review draft SPA (.2); review CB offer information (.2); discuss process with O. Pinkas (.2); review insurance post closing (.2).
09/20/19	T. Moyron	0.40	207.40	INS	Conference call with L. Wall, et al., re Marillac.
09/23/19	O. Pinkas	0.30	240.00	INS	Call with Lockton on status of sale process.
09/23/19	T. Moyron	0.10	51.85	INS	Analyze H. Hill email re Marillac.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	T. Moyron	0.10	51.85	INS	Analyze N. Parker, et al., email regarding coverage inquiry.
09/23/19	T. Moyron	0.20	103.70	INS	Analyze correspondence regarding Marillac sale and related inquiries from potential buyers.
09/23/19	J. Adolf	1.60	938.40	INS	Discuss tail insurance requirements with T. Moyron & D. Galfus (.2); review policies and tail insurance quotes (.3); call with Lockton and Verity to discuss tail limits and duration (.5); call with Lockton and ACG re Marillac bid (.6).
09/23/19	T. Moyron	0.40	207.40	INS	Conference call with L. Wall, et al., regarding sale of Marillac.
09/23/19	T. Moyron	0.20	103.70	INS	Conference call with D. Galfus regarding insurance issues (.1); conference call regarding with J. Adolf and G. Galfus regarding same (.1).
09/23/19	T. Moyron	0.40	207.40	INS	Conference call with R. Adcock, BRG, and Lockton regarding tail policies and related issues.
09/23/19	T. Moyron	0.10	51.85	INS	Conference call with R. Adcock regarding call and insurance questions.
09/24/19	T. Moyron	0.20	103.70	INS	Analyze issues related to Marillac and potential bidders.
09/24/19	O. Pinkas	0.80	640.00	INS	Emails with Lockton re: identifying potential bidders for Marillac (.5); and emails with same and client re: due diligence requests by C&B (.3).
09/25/19	T. Moyron	6.50	3,370.25	INS	Meeting with R. Adcock and E. Paul to review Marillac issues and review and finalize motions, including KEIP, GRM, etc., and discuss and analyze AG issues.
09/25/19	J. Adolf	0.50	293.25	INS	Review communications re SPA and Marillac purchase process (.4); communicate with team re insurance provisions of Plan (.1).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/26/19	J. Adolf	3.40	1,994.10	INS	Review Marillac SPA (.3); prepare for meeting with L. Wall (Lockton) re sales process and bidders (.4); outline sales process (.3); call with O. Pinkas and T. Moyron to discuss strategy for sales process (.4); meeting with L. Wall re same (1.2); follow up on Marillac bid issues (.3); review ACG NDAs re Marillac (.2); organize SPA call (.1); review communications re Sedgwick (.2).
09/26/19	O. Pinkas	1.10	880.00	INS	Prepared for (.4) and call with Lockton and J. Adolf re: next steps in sale process (.7).
09/26/19	T. Moyron	0.20	103.70	INS	Analyze T. Conner, et al., emails re ACG.
09/27/19	T. Moyron	0.40	207.40	INS	Analyze emails from ACG re documents and related emails (.2); analyze L. Wall emails re process re Marillac (.2).
09/27/19	T. Moyron	1.00	518.50	INS	Correspond with R. Adcock regarding SOBA Darag (.2); conference call with L. Wall, et al, regarding same (.6); conference call with L. Wall re follow up to call (.2).
09/27/19	T. Moyron	0.70	362.95	INS	Conference call with L. Wall, et al., regarding SPA re Marillac.
09/27/19	O. Pinkas	2.50	2,000.00	INS	Reviewed and considered Lockton SPA comments (.6); call with client and Lockton on Lockton SPA comments (1.1); call with ACG on revised bid (.6); and emails re: revisions to form NDA (.2).
09/27/19	J. Adolf	2.70	1,583.55	INS	Call with Lockton and SOBA DARAG to discuss Marillac stalking horse process (.7); call with Lockton and ACG to discuss Marillac and ORIC details and stalking horse process (.7); call with Lockton and Dentons team to work on stock purchase agreement and process for stalking horse and bids (1.3).
09/28/19	J. Fisher	2.00	756.00	INS	Revise and transmit ACG and other bidder purchase agreements; correspondence regarding same; review NDA matters.
09/29/19	J. Fisher	1.00	378.00	INS	Review NDA matters; draft amendment to ACG NDA.
09/29/19	O. Pinkas	0.40	320.00	INS	Reviewed and edited revised SPA

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/30/19	J. Adolf	0.40	234.60	INS	Review NDA amendment re personal health information protection (.2); review and comment on draft notice to CIMA (.2).
09/30/19	O. Pinkas	0.40	320.00	INS	Reviewed and edited CIMA communication (.2); reviewed NDA privacy language (.1); and follow-up with Lockton on valuation and teaser (.1).
09/30/19	T. Moyron	0.30	155.55	INS	Exchange emails with T. Conner regarding insurance (.2); R. Adcock, et al. re Plan A and Plan B (.1).
	Subtotal	72.40	41,356.55		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

MED/DHC- Medi-Cal/DHCS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
09/16/19	S. Maizel	0.50	400.00	MED/DHCS	Telephone conference with E. Paul re Medi-Cal issues.
09/18/19	S. Maizel	0.50	400.00	MED/DHCS	Draft language for disclosure statement to respond to HHS/DHCS issues.
09/18/19	S. Maizel	0.30	240.00	MED/DHCS	Review DHCS objection to disclosure statement.
09/19/19	S. Martin	0.50	380.38	MED/DHCS	Review emergency reply in response to DHSC objection, and email with N. Kroffroth regarding same.
09/20/19	S. Martin	1.30	988.98	MED/DHCS	Communications with client team regarding declarations in response to DHSC objection.
09/20/19	S. Martin	1.40	1,065.05	MED/DHCS	Review DHCS supplemental objection to motion authorizing sale, supporting declarations, and correspondence to DHCS outlining opposition arguments and proposed settlement.
09/20/19	S. Martin	0.10	76.08	MED/DHCS	Review prior declaration of A. Chau for background of her declaration in response to DHSC objection.
09/23/19	T. Moyron	0.20	103.70	MED/DHCS	Analyze proposed language in DS regarding HHS and DHCS filed oppositions (.1); analyze E. Levey email regarding same (.1).
09/24/19	S. Maizel	0.40	320.00	MED/DHCS	Telephone conference with P. Chadwick re Medi-Cal recoupment.
Subtotal		5.20	3,974.19		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

REP - Reporting

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	K.M. Howard	0.40	100.30	REP	Reviewed docket and culled orders entered in August 2019 granting relief from stay to attach as exhibits to the Monthly Operating Report for August 2019.
09/24/19	K.M. Howard	0.20	50.15	REP	Prepared email to Norm Haslum of BRG regarding orders entered in August 2019 granting relief from stay to attach as exhibits to the Monthly Operating Report for August 2019.
09/24/19	K.M. Howard	0.40	100.30	REP	Analysis of docket and culled all orders entered in August 2019 granting relief from stay to attach as exhibits to the Monthly Operating Report for August 2019.
09/26/19	T. Moyron	0.10	51.85	REP	Analyze email from N. Haslun re MOR.
	Subtotal	1.10	302.60		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2208401

October 23, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
AGI	Attorney General Issues	320.00
APP	Appellate Proceedings	100.30
B100	Administration	3,950.49
B110	Case Administration	5,871.93
B130	Asset Disposition	12,684.33
B140	Relief from Stay/Adequate Protection Proceedings	3,136.50
B150	Meetings of and Communications with Creditors	1,506.80
B160	Fee/Employment Applications	13,716.70
	Less Discount to Client	(7,981.00)
B185	Assumption/Rejection of Leases and Contracts	1,328.55
B190	Other Contested Matters (excl. assumption/rejection motions)	4,263.56
B195	Non-Working Travel	28,636.50
	Less Discount to Client	(28,636.50)
B200	Operations	107.10
B210	Business Operations	21,476.35
B220	Employee Benefits/Pension	27,539.25
B230	Financing/Cash Collections	80,088.49
B240	Tax Issues	6,043.50
B250	Real Estate	883.25
B300	Claims and Plan	13,910.17
B310	Claims Administration and Objections	48,245.03
B320	Plan and Disclosure Statement (incl. Business Plan)	179,606.17
EMP	Employee matters	69,095.23
INS	Insurance	41,356.55
MED/DHCS	Medi-Cal/DHCS Issues	3,974.19
REP	Reporting	302.60
	Total This Matter	\$531,526.04

Verity Health System of California, Inc.
Invoice #: 2208401

October 23, 2019

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	90.90	\$72,720.00
O. Pinkas	\$800.00	13.70	\$10,960.00
S. Alberts	\$800.00	116.30	\$93,040.00
S. Maizel	\$800.00	26.90	\$21,520.00
S. Martin	\$760.75	9.40	\$7,151.08
B. Davison	\$800.00	2.00	\$1,600.00
J. Adolf	\$586.50	21.80	\$12,785.70
L. Whidden	\$765.50	7.80	\$5,970.90
M. Maryn	\$800.00	4.70	\$3,760.00
P. Maxcy	\$739.50	7.20	\$5,324.40
R. Richards	\$723.00	33.50	\$24,220.50
S. McCandless	\$799.00	3.20	\$2,556.80
T. Moyron	\$518.50	139.80	\$72,486.30
T. Santoli	\$799.00	4.20	\$3,355.80
J.A. Moe, II	\$535.50	71.60	\$38,341.80
M. Wege	\$790.50	13.40	\$10,592.70
C. Richter	\$646.00	39.30	\$25,387.80
E. Amatore	\$773.50	5.60	\$4,331.60
K. Murphy	\$416.50	42.50	\$17,701.25
A. Ruegger	\$800.00	2.10	\$1,680.00
R. Millner	\$800.00	5.60	\$4,480.00
M. Zeefe	\$480.25	21.20	\$10,181.35
A. Shiran	\$514.50	1.00	\$514.50
G. Miller	\$442.00	20.20	\$8,928.40
J. Fisher	\$378.00	8.00	\$3,024.00
N. Koffroth	\$501.50	118.10	\$59,227.15
C. Doherty, Jr.	\$374.00	59.20	\$22,140.80
J. Sivek	\$421.00	2.30	\$968.30
L. Macksoud	\$437.75	1.50	\$656.64

Verity Health System of California, Inc.
Invoice #: 2208401

October 23, 2019

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
S. Dhaliwal	\$493.00	6.10	\$3,007.30
A. Dondoyano	\$323.00	5.40	\$1,744.20
S. Schrag	\$336.00	10.30	\$3,460.80
W. Hulsebus	\$119.00	0.40	\$47.60
D. Pina	\$318.75	1.80	\$573.76
G. Medina	\$293.25	0.80	\$234.60
H. Ali	\$221.00	1.80	\$397.80
K.M. Howard	\$250.75	43.60	\$10,932.81
M. Sanchez	\$255.00	0.40	\$102.00
M.M. Welch	\$267.75	<u>7.60</u>	<u>\$2,034.90</u>
Totals		971.20	\$568,143.54

Fee Total \$ 531,526.04

Invoice Total \$ 531,526.04

DENTONS

Suite 2500
Los Angeles, California 90017-5704

As for the firm of Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208402

Matter: 15800425-000004
O'Connor Hospital

Payment Due Upon Receipt

Total This Invoice

\$ 6,786.40

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONSSuite 2500
Los Angeles, California 90017-5704Alert: Mr. Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208402

For Professional Services Rendered through September 30, 2019:

Matter: 15800425-000004
O'Connor Hospital**B130 - Asset Disposition**

Date	Timekeeper	Hours	Amount	Task	Narrative
09/10/19	P. Maxcy	0.50	369.75	B130	Conference E. Paul re SCC and Harris issues.
09/11/19	P. Maxcy	0.50	369.75	B130	Prepare for call with SCC.
09/11/19	P. Maxcy	1.50	1,109.25	B130	Conference with Santa Clara County re Harris contracts and follow up.
09/17/19	P. Maxcy	0.30	221.85	B130	Conference call with Harris.
09/19/19	P. Maxcy	0.40	295.80	B130	Conference call re Harris.
09/23/19	T. Moyron	0.60	311.10	B130	Conference call with T. Fuentes and representatives from Harris re Settlement.
09/23/19	T. Moyron	0.20	103.70	B130	Analyze D. Wessley, et al., emails regarding Harris proposal.
09/23/19	P. Maxcy	0.30	221.85	B130	Review Harris proposal and emails with SCC counsel.
09/24/19	P. Maxcy	0.30	221.85	B130	Review Harris information and contract proposal.
09/24/19	T. Moyron	0.50	259.25	B130	Conference call with T. Fuentes, representatives from Harris, et al., re new contract and related issues and pricing.
	Subtotal	5.10	3,484.15		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2208402

October 23, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/19/19	J.A. Moe, II	0.20	107.10	B190	[Greenwood v. O'Connor] Review string of E-Mails from Elina Tilman, Aimee Logan and John Sobiski, on DEFH interviewing witnesses (.10); telephone call with Elina Tilman on background on the case (.10).
09/20/19	J.A. Moe, II	0.10	53.55	B190	[Greenwood v. O'Connor] Confer with Karleen Murphy on background to and status of the Denise Greenwood Case, in order to complete the Litigation Chart for Elspeth Paul.
09/20/19	K. Murphy	0.30	124.95	B190	[Greenwood] Analyze emails from Elina Tilman, An Ruda, and John Moe re new matter (.1); confer with John Moe re same (.1); and prepare case summary for Verity Litigation Management Chart (.1)
09/27/19	J.A. Moe, II	0.80	428.40	B190	[Greenwood v. O'Connor] Telephone call from Elina Tilman on Asset Purchase Agreement (.10); review Docket and identify Motion on, Asset Purchase Agreement and Order approving sale to SGM (.30); telephone call to Ms. Tilman on documents transmitted to Ms. Tilman (.10); second review of documents and telephone call with Ms. Tilman (.10); review Motion, APA and Order on sale of O'Connor and Saint Louise and transmit to Ms. Tilman (.20).
09/30/19	J.A. Moe, II	0.10	53.55	B190	[Greenwood v. O'Connor] Review Elina Tilman's E-Mail on responding to the Subpoenas served by the DEFH, and telephone call with Ms. Tilman on conference call on October 3rd.
Subtotal		1.50	767.55		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2208402

October 23, 2019

B240 - Tax Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	J.A. Moe, II	0.10	53.55	B240	[Personal Property Taxes] Telephone call from the Franchise Tax Board on the calculation of personal property tax claims due on the sale of O'Connor.
09/05/19	J.A. Moe, II	0.10	53.55	B240	[Personal Property Taxes] E-Mail on response to the FTB on personal property taxes due in regard to the sale of O'Connor and Saint Louise.
09/09/19	J.A. Moe, II	0.10	53.55	B240	[Personal Property Taxes] Exchange E-Mails with Franchise Tax Board on amount due on property taxes on O'Connor's sale of personal property.
09/17/19	J.A. Moe, II	0.10	53.55	B240	[Personal Property Taxes] Exchange E-Mails with Adedoyin Adeyemi of the Franchise Tax Board on taxes allegedly due on sale of O'Connor and Saint Louise.
09/18/19	J.A. Moe, II	0.10	53.55	B240	[Personal Property Taxes] E-Mail to Tania Moyron and Robert Richards on responding to Adedoyin Adeyemi of the Franchise Tax Board on taxes allegedly due on sale of O'Connor and Saint Louise.
09/18/19	T. Santoli	0.20	159.80	B240	Review of email from B. Richards regarding certain California Tax Claims.
09/19/19	T. Santoli	1.90	1,518.10	B240	Review of disclosure statement objection (.6); review of tax section of disclosure (.3); attention to same (.6 hours); call with S. Dhaliwal re: same. (.1); review of emails from B. Richards regarding California tax issue (.3).
09/19/19	J.A. Moe, II	0.20	107.10	B240	[Personal Property Taxes] Review E-Mail from Robert Richards on Franchise Tax Board and contact with Adedoyin Adeyemi (.10); review E-Mail from Joan Huh, E-Mail and telephone call to Bob Richards, and telephone call with Ms. Huh on sale of O'Connor and Saint Louise (.10).

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2208402

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	J.A. Moe, II	0.10	53.55	B240	[Personal Property Taxes] Review Bob Richards' multiple E-Mails on tax related issues, and detailed report on contact with Adedoyin Adeyemi, on calculation of taxes on transfer personal property.
	Subtotal	2.90	2,106.30		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2208402

October 23, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
09/26/19	J.A. Moe, II	0.20	107.10	B310	[Administrative Claims: Verian Medical System] Review Administrative Claim and telephone call to Lisa Lenherr on form and contents of the Claim.
09/26/19	J.A. Moe, II	0.30	160.65	B310	[Administrative Claims: X Spine Systems] Review E-Mail from Allison Yager on Claim, reviewing supporting Invoice for \$4200 (.20); E-Mail to Jon Emerson on legitimacy of the Claim (.10).
09/30/19	J.A. Moe, II	0.30	160.65	B310	[Administrative Claims; X Spine] Review and forward Allison Yager's E-Mail on Claim to Jon Emerson (.10); review and transmit Invoice to Mr. Emerson and Peter Chadwick (.10); E-Mail to Allison Yager on obtaining answer to inquiry (.10);
Subtotal		0.80	428.40		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2208402

October 23, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B130	Asset Disposition	3,484.15
B190	Other Contested Matters (excl. assumption/rejection motions)	767.55
B240	Tax Issues	2,106.30
B310	Claims Administration and Objections	428.40
Total This Matter		\$6,786.40

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
P. Maxcy	\$739.50	3.80	\$2,810.10
T. Moyron	\$518.50	1.30	\$674.05
T. Santoli	\$799.00	2.10	\$1,677.90
J.A. Moe, II	\$535.50	2.80	\$1,499.40
K. Murphy	\$416.50	<u>0.30</u>	<u>\$124.95</u>
Totals		10.30	\$6,786.40

Fee Total \$ 6,786.40

Invoice Total \$ 6,786.40

DENTONS

Desc Exhibit D. Fee Statement for September 2019 Page 123 of 207

601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Also, Denton Lloyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208405

Matter: 15800425-000005
St. Vincent Medical Center

Payment Due Upon Receipt

Total This Invoice

\$ 13,356.92

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

Suite 2500
Los Angeles, California 90017-5704

As of 10/1/2017, Dentons -- continuing services throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208405

For Professional Services Rendered through September 30, 2019:

Matter: 15800425-000005
St. Vincent Medical Center

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	K.M. Howard	0.70	175.53	B130	Reviewed docket and culled pleadings pertaining to Seoul Medical Group's Amended Motion to Accept or Reject Contract between St. Vincent and Seoul Medical Group and prepared hearing binders.
09/03/19	T. Moyron	0.10	51.85	B130	Exchange emails with J. Behrens re Seoul Medical Group.
09/03/19	T. Moyron	0.20	103.70	B130	Exchange emails with G. Orantes, et al., re stipulation re Seoul Medical Group.
09/03/19	S. Maizel	0.20	160.00	B130	Telephone conference with G. Klausner re Seoul Med. Grp. issues.
09/04/19	K.M. Howard	0.40	100.30	B130	Analysis of the ruling continuing the hearing and objection deadlines on the Motion for Specified Period to Assume/Reject Contract between St. Vincent Medical Center and Seoul Medical Group and reviewed and revised Critical Dates Memorandum accordingly.
09/05/19	K.M. Howard	0.70	175.53	B130	Reviewed and culled pleadings pertaining to Seoul Medical Group's Amended Motion for Specified Period to Assume and/or Reject Contract between St. Vincent Medical Center and Seoul Medical Group and prepared hearing binders.
Subtotal		2.30	766.91		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	S. O'Brien	0.70	560.00	B185	Emails with T. Moyron regarding status of SVIPA negotiations; review emails from Henry Kevane regarding interim risk pool payments under the Critical Vendor Agreement when the balances are now upside down.
09/06/19	S. O'Brien	2.60	2,080.00	B185	Emails with Henry Kevane and clients regarding status of amounts demanded by SVIPA for purposes of pursuing negotiations; review data and provide update and summary of settlement negotiations to Henry Kevane; emails with Henry Kevane regarding status of interim payments.
09/13/19	S. O'Brien	0.50	400.00	B185	Emails with Henry Kevane and T. Moyron regarding status of negotiations with SVIPA.
09/16/19	S. O'Brien	0.40	320.00	B185	Emails with Henry Kevane regarding status of negotiations with buyer and SVIPA.
09/19/19	S. O'Brien	0.70	560.00	B185	Emails with Henry Kevane and Gary Klausner regarding status of SVIPA risk pool arrangement with buyer.
09/23/19	S. O'Brien	1.20	960.00	B185	Emails with Ryan Yant and Henry Kevane regarding status of settlement negotiations; emails with G. Miller regarding new stipulation on cure objection hearing date.
09/24/19	S. O'Brien	0.50	400.00	B185	Emails with Henry Kevane and T. Moyron regarding status of negotiations with SVIPA.
Subtotal		6.60	5,280.00		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	K. Murphy	0.10	41.65	B190	[Han] Analyze email from Janee Tomlinson re state court update on CEO and Director of Nursing/PMK depositions.
09/03/19	K. Murphy	0.10	41.65	B190	[Davila] Analyze email from Elina Tilman re request for settlement authority to resolve matte.
09/04/19	J.A. Moe, II	0.10	53.55	B190	Davila v. St. Vincent] Telephone call from Eiina Tilman on creating a Case Management Conference Statement and interposing the automatic stay as to causes of action that are stayed as to Verity and St. Vincent.
09/04/19	J.A. Moe, II	0.20	107.10	B190	[Ebony Smith v. St. Vincent] Prepare draft of letter to Attorney Burrows on imposition of the automatic stay.
09/04/19	J.A. Moe, II	0.10	53.55	B190	[St. Vincent IPA v. St. Vincent] Review Request For Dismissal of Litigation and forward to Karleen Murphy.
09/04/19	K. Murphy	0.10	41.65	B190	[Davila] Analyze and respond to email from John Moe confirming KFM attendance at upcoming status conference.
09/04/19	K. Murphy	0.10	41.65	B190	[Davila] Analyze and respond to emails from Elina Tilman re conference call to discuss case status.
09/04/19	K. Murphy	0.10	41.65	B190	[Davila] Analyze and respond to email from John Moe responding to inquiry re status conference statement.
09/05/19	J.A. Moe, II	0.50	267.75	B190	[O'Halloran v. St. Vincent] Telephone call from Louise Douville on status of case, relief from stay and dismissal of superior court case (.10); confer with Karleen Murphy on "stay letter" and Order entered on relief from stay (.10); review pleadings and E-Mail to Louise Douville transmitting and pleadings (.30).
09/05/19	K. Murphy	0.10	41.65	B190	[Davila] Confer with John Moe following conference call with Elina Tilman re conference call to discuss case status.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/05/19	J.A. Moe, II	0.40	214.20	B190	[Davila v. St. Vincent] Conference call with Elspeth Paul, Ahn Ruda and Elina Tilman, on possible settlement of the Litigation, and review of sources for payment (.20); telephone call with Elina Tilman on revising the Case Management Conference Statement and reviewing the Addendum (.20).
09/05/19	K. Murphy	0.10	41.65	B190	[St. Vincent IPA] Analyze request for dismissal received in mail and respond to email from John Moe re same.
09/06/19	K.M. Howard	0.30	75.23	B190	Reviewed letter to Christopher Burrows in Ebony Malone v. St. Vincent Medical Center and assembled exhibits thereto.
09/06/19	J.A. Moe, II	0.10	53.55	B190	[Ebony Malone v. St. Vincent] Review and make one correction to letter addressed to Attorney Burrow on imposition of the automatic stay and identify attachments for the letter.
09/06/19	J.A. Moe, II	0.10	53.55	B190	[O'Halloran v. St. Vincent] Review Request For Dismissal and transmit to Louise Douville, and exchange E-Mails with Louise Douville on status of the Superior Court Case.
09/06/19	J.A. Moe, II	0.50	267.75	B190	[Vanessa Williams v. St. Vincent] Review Karen Chapman's E-Mail and preliminarily review the Complaint (.10); prepare draft of letter to Attorney Randy McMurray on imposition of the automatic stay (.20) ; exchange E-Mails with Karen Chapman on background facts and dates of multiple surgeries (.10); revise draft of letter (.10).
09/06/19	J.A. Moe, II	0.40	214.20	B190	[Pullman v. St. Vincent] Exchange multiple sets of E-Mails with Louise Douville, and with Kathleen Conway, on issue of what claims are covered and not covered and possible Declaration from the Carrier (.20); exchange E-Mails with Elspeth Paul and telephone call to Louise Douville on covered claims issue (.20).
09/06/19	J.A. Moe, II	0.10	53.55	B190	[Davila v. St. Vincent] Review update from Ahn Ruda on possible settlement of the case.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/09/19	J.A. Moe, II	0.20	107.10	B190	[Pullman v. St. Vincent] Telephone call with Louise Douville and set conference call, exchanging E-Mails with Ms. Douville and Elspeth Paul on insurance issue.
09/09/19	J.A. Moe, II	0.20	107.10	B190	[Pullman v. St. Vincent] Conference telephone call with Louise Douville, and Verity and Sedgwick representatives, on preparing for trial and source of payment.
09/10/19	K.M. Howard	0.20	50.15	B190	Reviewed emails from the client regarding the lawsuit filed by E. Malone against St. Vincent Medical Center (.1) and prepared response thereto (.1).
09/10/19	K.M. Howard	0.40	100.30	B190	Review and analysis of letter to plaintiff's counsel in Williams v. St. Vincent Medical Center and reviewed and revised Litigation Management Chart accordingly.
09/10/19	K.M. Howard	0.40	100.30	B190	Review and analysis of letter to plaintiff's counsel in Malone v. St. Vincent Medical Center and reviewed and revised Litigation Management Chart accordingly.
09/10/19	K.M. Howard	0.40	100.30	B190	Review and analysis of letter to plaintiff's counsel in McMurray v. St. Vincent Medical Center and reviewed and revised Litigation Management Chart accordingly.
09/11/19	J.A. Moe, II	0.20	107.10	B190	[Pullman v. St. Vincent] Review the exchange of multiple E-Mails on status of and the FSC on September 28th, and with Karleen Murphy on Louise Douville (.10); review Louise Douville's analysis of the upcoming FSC (.10).
09/11/19	K. Murphy	0.10	41.65	B190	[Pullman] Draft email to Karen Chapman re upcoming Final Status Conference and analyze response to the same.
09/13/19	K.M. Howard	0.20	50.15	B190	Telephone conference with John Moe regarding the two lawsuits filed in Etsuko Kato v. St. Vincent Medical Center and Noboru Kato v. St. Vincent Medical Center (.1) and reviewed Litigation Management Chart to confirm same (.1).

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	J.A. Moe, II	0.50	267.75	B190	[Noboru Kato v. St. Vincent] Telephone call with Tracy Tjoenig on new Complaint (.10); review Complaint ad commence preparing "stay letter"(.20); review background and confirm Notice Of Stay filed with Kathryn Howard and review stay letter sent August 2nd (.10) telephone call returned to Ms. Tjoenig on imposition of the stay (.10).
09/16/19	K. Murphy	0.10	41.65	B190	[Vanessa Williams] Draft email to Kathryn Howard to prepare Notice of Stay.
09/16/19	K. Murphy	0.40	166.60	B190	[Vanessa Williams] Analyze new complaint and LASC website for court dates set (.1); analyzer John Moe's letter to plaintiff's counsel re automatic stay (.1); and draft update to Verity Litigation Management Chart and Upcoming Deadline Chart to include case summary and court dates for trial and final status conference (.2)
09/16/19	K. Murphy	0.40	166.60	B190	[Cortes] Prepare for drafting status conference statement re bankruptcy by analyzing court website re confirmation of filing date for notice of automatic stay and hearing date (.1); and draft/finalize status conference statement (.3).
09/16/19	K. Murphy	0.20	83.30	B190	[Davila] Analyze email from Ahn Ruda re request to pay the SIR to AIG (.1) and confer with John Moe re same (.1).
09/16/19	J.A. Moe, II	0.10	53.55	B190	[Vanessa Williams v. St. Vincent] Review necessity to file Notice of Stay in the Williams Case.
09/16/19	K. Murphy	0.10	41.65	B190	[Pullman] Analyze email from Louise Douville advising of continuation of trial date at final status conference.
09/16/19	K.M. Howard	0.40	100.30	B190	Reviewed and revised Litigation Management Chart regarding Williams v. St. Vincent Medical center.
09/16/19	K.M. Howard	0.20	50.15	B190	Email exchanges with Karleen Murphy regarding Williams v. St. Vincent Medical Center.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	K. Murphy	0.40	166.60	B190	[Mancilla] Analyze LA Superior Court website to determine current trial date and upcoming status conference re bankruptcy (.1); and draft status conference statement (.3).
09/17/19	K. Murphy	0.90	374.85	B190	[Cortes] Attend status conference re bankruptcy (.8) and prepare report of same (.1)
09/19/19	J.A. Moe, II	0.60	321.30	B190	[Mancilla v. St. Vincent] Review Subpoenas served on St. Vincent (.10) ; prepare draft letter to Steven Steven Yee on fact that Dentons never made a general appear appearance the Superior Court and return o the Subpoenas (.10); exchange E-mails with Karen Chapman on representation of St Vincent (.10) ; review and expand letter to Stephen Yee, and include three additional addressees (.30).
09/19/19	J.A. Moe, II	0.20	107.10	B190	[Kanique Thomas v. St. Vincent] Telephone call returned to the Clerk of the Superior Court on Case Status Conference in February 2020 and the necessity to appear (.10); internal telephone calls on direction of Notice upon receipt (.10).
09/20/19	J.A. Moe, II	0.10	53.55	B190	[Kanique Thomas v. St. Vincent] Telephone call with Karleen Murphy on preparation of Status Conference Statement in accordance with the request of the Clerk of the Superior Court Department.
09/20/19	J.A. Moe, II	0.20	107.10	B190	[Mancilla v. St. Vincent] Telephone call with Karleen Murphy on the necessity to revise the proposed Case Management Conference Statement, to reflect entry of Order on Motion For Relief From Stay (.10); review and revise letter to Attorney Steven Yee returning Subpoenas for records (.10).
09/20/19	K. Murphy	0.30	124.95	B190	[Mancilla] Confer with John Moe re initial draft of status conference statement re bankruptcy (.1); and prepare revisions and finalize statement (.2).

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	K. Murphy	0.10	41.65	B190	[Mancilla] Further confer with John Moe re revised draft of status conference statement re bankruptcy, including preparing edits to the same.
09/20/19	K.M. Howard	0.60	150.45	B190	Analysis of complaint and reviewed docket in Vanessa Williams v. St. Vincent Medical Center (.4) and reviewed and revised Litigation Management Chart (.2).
09/20/19	K.M. Howard	0.40	100.30	B190	Prepared Notice of Stay of Proceedings and Proof of Service in Vanessa Williams v. St. Vincent Medical Center (.3) and served and coordinated filing at Los Angeles Superior Court (.1).
09/20/19	J.A. Moe, II	0.10	53.55	B190	[Phi v. St. Vincent] Exchange E-Mails with Karen Chapman and preliminarily review the newly filed Complaint..
09/23/19	J.A. Moe, II	0.50	267.75	B190	[Kanique Thomas v. St. Vincent] Review Notification from the Court on required CMC Statement on the bankruptcy case. (.10); prepare draft of Notice of Non Appearance Case Review (.20); meet with Karleen Murphy on tracing who must be served with the Notice of the Case Management Conference in accordance with the Court Order (.20).
09/23/19	K. Murphy	0.10	41.65	B190	[Kanique Thomas] Confer with John Moe re request to determine identification of parties appearing in matter for service of notice of status conference.
09/23/19	K. Murphy	0.20	83.30	B190	[Kanique Thomas] Research LA Superior Court Website for complaint, analyze complaint, and record of service of attorneys of record for co-defendant Daughters of Charity Health for service of notice of status conference.
09/24/19	J.A. Moe, II	0.10	53.55	B190	[Mancilla v. St. Vincent] Correct final version of letter and insure the Weiss Law Firm is sent Subpoenas seeking documents.
09/24/19	J.A. Moe, II	0.10	53.55	B190	[Kanique Thomas v. St. Vincent] Make corrections to the Notice Of Non-Appearance Case Review.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/24/19	J.A. Moe, II	0.30	160.65	B190	[Jon Phi v. St. Vincent] Review again the Complaint, and prepare draft of letter to John Phi, in pro per, on imposition of the automatic stay.
09/25/19	J.A. Moe, II	0.10	53.55	B190	[Mancilla v. St. Vincent] Review with Karleen Murphy the results of the Status Conference and Judge Doyle's comments on appearance; review written Report, including release from further appearances.
09/25/19	J.A. Moe, II	0.10	53.55	B190	[John Phi v. St. Vincent] Exchange E-Mails with Karen Chapman on background to the allegations asserted by John Phi.
09/25/19	K. Murphy	1.10	458.15	B190	[Mancilla] Attend case management conference (1.0); and prepare report (.1).
09/25/19	K.M. Howard	0.70	175.53	B190	Analysis of the complaint filed in Bridgette Reyes v. St. Vincent Medical Center and reviewed and revised Litigation Management Chart and the Critical Dates Memorandum
09/25/19	K.M. Howard	0.40	100.30	B190	Reviewed notice of case management conference of John Phi v. St. Vincent Medical Center and reviewed and revised Critical Dates Memorandum accordingly.
09/25/19	K.M. Howard	0.60	150.45	B190	Analysis of emails summarizing the Status Conference in Mancilla v. St. Vincent Medical Center (.2); reviewed and revised the Critical Dates Memorandum accordingly (.2); reviewed and revised the Litigation Management Chart accordingly (.2).
09/26/19	J.A. Moe, II	0.20	107.10	B190	[John Phi v. St. Vincent] Rewrite first draft of letter to John Phi in pro per on imposition of the automatic stay.
09/26/19	J.A. Moe, II	0.10	53.55	B190	[Eutrice Graham v. St. Vincent] Exchange E-Mails with Elina Tilman on last employment period and questionable legitimacy of the allegations; review E-Mails related to Litigation Hold.
09/27/19	J.A. Moe, II	0.10	53.55	B190	[Davila v. St. Vincent] Review Plaintiff's Case Management Conference Statement, then E-Mail to Karleen Murphy on status of stay.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/30/19	J.A. Moe, II	0.30	160.65	B190	[Davila v. St. Vincent] Telephone call with Elina Tilman on upcoming Status Conference on October 4th, and appearance by Jeffer Mangels and by Dentons (.10); review multiple E-Mails on Case Management Conference Statement and confer with Karleen Murphy's Assistant on Statement (.10); confer with Karleen Murphy on preparation for Conference and review E-Mail to Elina Tilman on previous filing of Statement. (.10).
09/30/19	K. Murphy	0.20	83.30	B190	[Davila] Confer with John Moe re upcoming status conference (.1) and prepare email to Elina Tillman re the same (.1).
	Subtotal	17.30	7,152.76		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
09/19/19	J.A. Moe, II	0.10	53.55	B310	[Doris Thompson v. St. Vincent] Review Claim filed by Doris Thompson.
	Subtotal	0.10	53.55		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

B320 - Plan and Disclosure Statement (incl. Business Plan)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	T. Moyron	0.20	103.70	B320	Analyze email from H. Kevane and attachment (.1); prepare response thereto (.1) re Seoul Medical Group.
	Subtotal	0.20	103.70		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2208405

October 23, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B130	Asset Disposition	766.91
B185	Assumption/Rejection of Leases and Contracts	5,280.00
B190	Other Contested Matters (excl. assumption/rejection motions)	7,152.76
B310	Claims Administration and Objections	53.55
B320	Plan and Disclosure Statement (incl. Business Plan)	103.70
	Total This Matter	\$13,356.92

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
S. Maizel	\$800.00	0.20	\$160.00
S. O'Brien	\$800.00	6.60	\$5,280.00
T. Moyron	\$518.50	0.50	\$259.25
J.A. Moe, II	\$535.50	6.90	\$3,694.95
K. Murphy	\$416.50	5.30	\$2,207.45
K.M. Howard	\$250.75	<u>7.00</u>	<u>\$1,755.27</u>
Totals		26.50	\$13,356.92

Fee Total \$ 13,356.92

Invoice Total \$ 13,356.92

DENTONS

Desc Exhibit D. Fee Statement for September 2019 Page 137 of 207

Suite 2500
Los Angeles, California 90017-5704

As of 03/10/2017, Dentons & Co. is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 17, 2019

Invoice No. 2208406

Matter: 15800425-000006
St. Francis Medical Center

Payment Due Upon Receipt

Total This Invoice

\$ 255,257.39

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONSSuite 2500
Los Angeles, California 90017-5704Also from Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 17, 2019

Invoice No. 2208406

For Professional Services Rendered through September 30, 2019:

Matter: 15800425-000006
St. Francis Medical CenterAGI - Attorney General Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
07/24/19	N. Carson	0.40	164.90	AGI	Analyze title commitments and title documents
07/31/19	N. Carson	0.90	371.03	AGI	Analyze title commitments and title documents
09/05/19	N. Koffroth	1.90	952.85	AGI	Research and analyze statutory and case law concerning sales free and clear of interests
09/06/19	N. Koffroth	2.40	1,203.60	AGI	Research and analyze statutory and case law concerning sales free and clear of interests
09/09/19	T. Moyron	0.10	51.85	AGI	Conference call with R. Adcock regarding SGM re AG.
09/10/19	T. Moyron	0.30	155.55	AGI	Conference call with E. Paul re discussions with AG regarding extension and related issues.
09/10/19	C. Montgomery	0.30	240.00	AGI	Phone call with T. Moyron regarding AG Sale developments.
09/10/19	S. Maizel	0.20	160.00	AGI	Telephone conference with E. Paul re AG issues.
09/11/19	N. Koffroth	1.20	601.80	AGI	Draft analysis of plan and litigation timeline in light of proposed extension of attorney general consideration period
09/12/19	N. Koffroth	0.30	150.45	AGI	Call with R. Adcock, T. Moyron, et al. concerning status of negotiations between SGM and California Attorney General
09/12/19	T. Moyron	0.30	155.55	AGI	Analyze issues related to AG litigation and potential motion.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	S. Martin	2.30	1,749.73	AGI	Begin reviewing case materials concerning AG review of proposed sale transactions and related conditions proposed by expert.
09/13/19	N. Koffroth	2.80	1,404.20	AGI	Research and analyze statutory and case law concerning sale free and clear of attorney general conditions
09/13/19	S. Maizel	0.30	240.00	AGI	Telephone conference with E. Paul re AG issues and SGM sale.
09/13/19	T. Moyron	0.50	259.25	AGI	Conference call with R. Adcock, H. Levy-Biehl, et al., regarding AG request (.1); analyze emails regarding same (.2); prepare email response to AG (.1); prepare email to clients regarding same and review responses thereto (.1).
09/16/19	N. Koffroth	2.10	1,053.15	AGI	Research and analyze statutory and case law concerning successor liability with respect to imposition of conditions
09/16/19	S. Maizel	0.50	400.00	AGI	Review annotated SGM feedback on AG conditions.
09/17/19	N. Koffroth	0.10	50.15	AGI	Participate in call analyzing issues raised by potential attorney general conditions with T. Moyron and S. Maizel
09/17/19	S. Martin	2.60	1,977.95	AGI	Review case law, statutes, regulations and briefing relating to Attorney General review and approval of proposed sale transactions.
09/17/19	S. Martin	0.10	76.08	AGI	Confer with T. Moyron regarding status of Attorney general review of proposed sale.
09/18/19	S. Maizel	2.00	1,600.00	AGI	Revise Motion to cut off AG conditions re SGM Sale.
09/19/19	S. Maizel	3.50	2,800.00	AGI	Meeting with R. Adcock re AG/SGM meeting (.5); meeting with SGM and AG re conditions (2.0); meeting with R. Adcock re conditions (1.0).
09/19/19	T. Moyron	3.40	1,762.90	AGI	Meeting with R. Adcock prior to AG meeting (1.3); AG Meeting (2.1).
09/20/19	S. Maizel	0.20	160.00	AGI	Review and respond to emails re AG suggestion re Medi-Cal managed care contracts.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	T. Moyron	0.40	207.40	AGI	Conference call with S. Maizel regarding AG call and conditions (.2); analyze APA in connection therewith (.1); prepare email to R. Adcock regarding same (.1).
09/23/19	T. Moyron	0.30	155.55	AGI	Conference call with E. Paul regarding AG discussion and SGM transaction.
09/23/19	T. Moyron	0.30	155.55	AGI	Conference call with E. Paul, S. Maizel., et al., regarding potential AG conditions.
09/23/19	T. Moyron	0.70	362.95	AGI	Conference call with E. Paul, S. Martin, et al., re anticipated AG conditions and related issues.
09/23/19	S. Martin	3.10	2,358.33	AGI	Call and emails with Debtors' outside and in house counsel regarding strategy for addressing anticipated Attorney General findings (1); review prior pleadings, declarations, research materials and correspondence relating to same (1); research standard of review issues and duties of Attorney General (1.1)
09/23/19	S. Maizel	0.50	400.00	AGI	Telephone conference with Attorney General and SEM representatives re AG decision on sale.
09/23/19	S. Maizel	0.10	80.00	AGI	Telephone conference with R. Adcock re AG sale issues.
09/23/19	S. Maizel	0.20	160.00	AGI	Telephone conference re AG conditions on SGM sale.
09/23/19	S. Maizel	1.00	800.00	AGI	Research 363(F)(4) issues re AG conditions.
09/23/19	S. Maizel	3.60	2,880.00	AGI	Revising draft motion to cut off AG conditions.
09/23/19	N. Koffroth	2.30	1,153.45	AGI	REsearch and analyze statutory and case law concerning treatment of conditions as interests in property
09/23/19	N. Koffroth	1.50	752.25	AGI	Participate in various strategy calls concerning SGM Sale and attorney general conditions with S. Maizel and T. Moyron (0.5); E. Paul, T. Moyron, et al. (0.2); T. Moyron, S. Martin, et al. (0.8)
09/23/19	C. Doherty, Jr.	0.50	187.00	AGI	Analyze strategy regarding AG interests in bankruptcy sale.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/24/19	N. Koffroth	2.50	1,253.75	AGI	Research and analyze statutory and case law concerning treatment of conditions as interests in property
09/24/19	S. Maizel	0.10	80.00	AGI	Telephone conference with S. Mitchell re AG deposition.
09/24/19	S. Maizel	4.00	3,200.00	AGI	Drafting outline and text of motion to cut-off AG conditions.
09/24/19	S. Martin	3.20	2,434.40	AGI	Begin drafting declaration of SGM (.8); begin drafting declaration of R. Adcock (.7); confer with J. Whipple regarding research concerning administrative review standard (.3); review research regarding same (.2); review statutes and case law regarding alleged agency privileges (1.2).
09/24/19	M. Duvall	0.10	74.38	AGI	Teleconference with S. Martin re deposition of Attorney General.
09/24/19	J. Whipple	4.40	2,318.80	AGI	Research mandamus standards of review regarding Attorney General's consent, and draft insert for brief to be submitted in bankruptcy proceeding.
09/25/19	J. Whipple	2.60	1,370.20	AGI	Research standard of review for deposing attorney general and send summary of results thereof to litigation team.
09/25/19	T. Moyron	1.90	985.15	AGI	Analyze AG Decision and conditions (.7); conference call with K. Edgerton regarding AG decision (.1); conference call with R. Adcock, BRG, etc. regarding AG Decision (1.0); exchange emails with M. Shinderman, et al., re AG Decision (.1).
09/25/19	S. Maizel	1.50	1,200.00	AGI	Review AG conditions (.5); telephone conference with R. Adcock re AG conditions (.7); telephone conference with E. Paul re AG conditions (.1); telephone conference with T. Moyron re AG conditions (.2).
09/25/19	S. Maizel	0.30	240.00	AGI	Telephone conference with R. Adcock, etc. re APA issues re AG conditions.
09/25/19	N. Koffroth	3.40	1,705.10	AGI	Draft motion to enforce sale order concerning attorney general conditions

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/25/19	N. Koffroth	1.00	501.50	AGI	Participate in strategy call with T. Moyron, R. Adcock, E. Paul, et al. concerning attorney general conditions
09/25/19	N. Koffroth	1.90	952.85	AGI	Review and analyze conditions issued by attorney general concerning SGM Sale
09/26/19	N. Koffroth	10.90	5,466.35	AGI	Draft motion to enforce sale order concerning attorney general conditions (5.3); research and analyze statutory and case law regarding the same concerning treatment of conditions as interests in property (5.6)
09/26/19	N. Koffroth	0.40	200.60	AGI	Call with counsel to SGM, S. Maizel, T. Moyron, et al. concerning strategy with respect to attorney general conditions
09/26/19	N. Koffroth	0.30	150.45	AGI	Participate in call concerning analysis of economic impact of attorney general conditions with P. Chadwick, T. Moyron, et al.
09/26/19	C. Montgomery	0.50	400.00	AGI	Review AG conditions letter.
09/26/19	S. Maizel	1.20	960.00	AGI	Telephone conference with Bill Thomas, etc. re AG conditions (.4); telephone conference with M. Shinderman re AG conditions (.5); office conference with E. Paul, etc. re AG conditions (.3).
09/26/19	S. Maizel	0.70	560.00	AGI	Telephone conference with E. Paul, etc., re AG conditions (.4); telephone conference with Sonia Martin, etc. re AG conditions (.3).
09/26/19	S. Maizel	1.00	800.00	AGI	Review and respond to emails re motion re AG conditions, including research.
09/26/19	T. Moyron	2.60	1,348.10	AGI	Participate in SGM conference call (.4); conference call with M. Shinderman (.4); conference call with D. Bleck (2); conference calls with R. Adcock re SGM, AG and strategize regarding same (.3); exchange emails with P. Chadwick, et al., regarding economic impact of conditions (.2); conference call with BRG re quantification of economic impact (.3); analyze and prepare motion re AG (.8);

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/26/19	J. Whipple	2.00	1,054.00	AGI	Review prior briefs by Attorney General arguing s. 1084 standard; research additional case law in opposition.
09/26/19	S. Martin	4.30	3,271.23	AGI	Review prior filings and correspondence relating to the proposed sale and Attorney General conditions (1.4); communications with client and team regarding challenge to Attorney General conditions (1.4); additional research regarding standard of review (.2); call with SGM regarding Attorney General conditions (.4); review charts analyzing additional conditions (.4); prepare declaration of P. Chadwick (.3); continue drafting declaration of R. Adcock (.2).
09/26/19	D. Pina	3.10	988.13	AGI	Communications with team, Litigation Support and Service Desk regarding processing of PST file related to the AG Litigation and arranging for set-up of document review (2.4); review information related to data transfer and download (.2); download copy of PST file received via link from Nelson Hardiman (.3); circulate copies of PST file to Service Desk and Litigation Support for further processing (.2).
09/27/19	S. Martin	4.60	3,499.45	AGI	Review Section 8.6 (.3); review report from Berkeley and continue drafting P. Chadwick declaration (3); continue drafting declaration of SGM (.6); continue drafting declaration of R. Adcock (.2); communications regarding same (.3); review brief insert prepared by R. Fuller (.2).
09/27/19	S. Maizel	3.00	2,400.00	AGI	Research re issues on motion re AG conditions (2.0); review and revise same (1.0).
09/27/19	S. Maizel	0.30	240.00	AGI	Telephone conference with M. Shinderman re UCC issues vis-à-vis AG motion.
09/27/19	T. Moyron	0.30	155.55	AGI	Analyze emails from E. Paul, et al. re conditions and redlines (.2); respond to same (.1).

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/27/19	N. Koffroth	9.10	4,563.65	AGI	Draft motion to enforce SGM Sale order re attorney general conditions (6.2); research and analyze statutory and case law concerning governmental discrimination against debtors and related parties (2.9)
09/27/19	T. Moyron	0.40	207.40	AGI	Conference call with S. Maizel and then M. Shinderman re AG issues and motion and Committee support .
09/27/19	D. Pina	0.40	127.50	AGI	Follow-up communications regarding processing of PST file related to the AG Litigation and arranging for review by S. Martin.
09/28/19	N. Koffroth	7.00	3,510.50	AGI	Draft motion to enforce SGM Sale order re conditions imposed by attorney general
09/28/19	N. Koffroth	5.90	2,958.85	AGI	Research and analyze statutory and case law concerning sale free and clear of conditions (2.3); jurisdictional and preemption issues concerning imposition of conditions (1.9); governmental discrimination against debtors and related parties (1.7)
09/28/19	S. Maizel	3.00	2,400.00	AGI	Revising motion re AG conditions.
09/28/19	S. Martin	3.40	2,586.55	AGI	Continue preparing declarations of R. Adcock (1.3) and P. Chadwick (.9); review chart prepared by P. Chadwick (.2); communications with T. Myron, clients and witnesses regarding declarations and arguments regarding attorney general (.7); review draft emergency motion (.3).
09/29/19	S. Martin	8.30	6,314.23	AGI	Continue preparing declarations of P. Chadwick, SGM and R. Adcock, including related communications (2.1); prepare declaration of H. Levy-Biehl and related communications (3.5); review updated emergency motion and revise same (2.1); communications relating to same (.6).
09/29/19	S. Maizel	6.00	4,800.00	AGI	Revising motion re AG conditions.
09/29/19	N. Koffroth	5.00	2,507.50	AGI	Research and analyze statutory and case law concerning successor liability pursuant to California statutes and related treatment under the Bankruptcy Code (2.6); research and analyze disjunctive sub-factors concerning section 363(f) (2.4)

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/29/19	N. Koffroth	7.10	3,560.65	AGI	Draft motion to enforce SGM Sale order re attorney general conditions
09/29/19	T. Moyron	11.20	5,807.20	AGI	Prepare emergency motion and memorandum of points and authorities (8.8); research and analyze issues related to jurisdiction (1.6); analyze and prepare declarations of H. Levy-Biehl and other declarations (.7); prepare email to E. Paul, et al., re motion to enforce sale order (.1).
09/30/19	S. Maizel	4.40	3,520.00	AGI	Review and revise declarations in support of motion re AG conditions (.4); review and revise motion re AG conditions (4.0).
09/30/19	S. Maizel	0.50	400.00	AGI	Telephone conference with Secured Creditors re AG motion (.3); telephone conference with A. Turnbull re same (.1); telephone conference with R. Adcock re same (.1).
09/30/19	N. Koffroth	3.20	1,604.80	AGI	Draft declaration of R. Adcock in support of motion to enforce sale order (1.5); Draft declaration of P. Chadwick in support of motion to enforce sale order (0.8); Draft declaration of H. Levy-Biehl in support of motion to enforce sale order (0.9)
09/30/19	N. Koffroth	7.60	3,811.40	AGI	Draft motion to enforce SGM Sale order re attorney general conditions
09/30/19	T. Moyron	10.40	5,392.40	AGI	Prepare and finalize emergency motion and memorandum (8.7); prepare and finalize declarations (.7); analyze P. Baranoff declaration (.1); exchange emails with G. Klausner regarding same (.1); conference calls with G. Klausner regarding same (.2); conference calls with R. Adcock (.2); correspond with BRG regarding motion and related issues (.4).
09/30/19	S. Martin	1.10	836.83	AGI	Review updated emergency motion to enforce sale order and email relating to same (.8); revise and finalize declarations and email regarding same (.3).
09/30/19	S. Martin	0.80	608.60	AGI	Review and revise declarations in support of emergency motions (.6); calls and emails with team regarding same (.2).

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/30/19	C. Montgomery	1.30	1,040.00	AGI	Communications with T. Moyron regarding challenge to AG determination (.1); review draft opposition and comment on same (.9); phone call with C Richter regarding SGM lien release information diligence (.3)
	Subtotal	201.40	121,761.52		

B100 - Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
09/05/19	C. Heddeshheimer	0.40	173.40	B100	Attend closing checklist call.
	Subtotal	0.40	173.40		

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	S. Maizel	0.20	160.00	B110	Telephone conference re status of interim agreements.
09/06/19	T. Moyron	4.50	2,333.25	B110	Meeting with clients regarding case issues, including QAF data and prepare description regarding same for mediator, SGM, litigation.
09/12/19	T. Moyron	0.40	207.40	B110	Conference call with S. Alberts regarding UNAC settlement and other issues.
09/25/19	G. Medina	0.40	117.30	B110	Communications with T. Moyron and IT regarding Downloading PST files regarding Emergency Motion.
	Subtotal	5.50	2,817.95		

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	S. Maizel	0.80	640.00	B130	Telephone conference with E. Paul re pending issues.
09/03/19	S. Maizel	0.10	80.00	B130	Telephone conference re QAF implications.
09/03/19	T. Moyron	0.10	51.85	B130	Exchange emails with H. Kevane re Angeles IPA.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	T. Moyron	0.10	51.85	B130	Analyze N. Newman, et al., emails re Smith Group.
09/03/19	S. Maizel	0.80	640.00	B130	Review and revise the Angeles IPA agreement.
09/03/19	N. Koffroth	0.30	150.45	B130	Call with E. Paul, T. Moyron, et al. concerning status of transition services agreement and interim agreements
09/03/19	T. Moyron	0.70	362.95	B130	Conference call with H. Levy-Biehl, R. Adcock, et al., re status of interim agreement and TSA (.3); Conference call with E. Paul regarding issues related to medicare and medi-cal (.4);
09/03/19	A. Dondoyano	0.70	226.10	B130	Review Dentons records and confer with IT personnel to determine whether there is evidence that KPC Disclosure Schedule 1.8(y) was delivered to KPC.
09/04/19	A. Dondoyano	0.20	64.60	B130	Update closing checklist and circulate to the weekly closing checklist call group.
09/04/19	T. Moyron	0.60	311.10	B130	Analyze CNA proposal and provide comments (.4); analyze R. Adcock, et al. emails regarding same (.2).
09/04/19	C. Doherty, Jr.	1.60	598.40	B130	Analyze cure issues with certain counterparties and prepare memos and pleadings regarding same (1.2); prepare modified stipulations for Pachulski forms (.4)
09/05/19	N. Koffroth	0.30	150.45	B130	Participate in call with counsel to SGM concerning closing issues related to SGM sale.
09/05/19	A. Dondoyano	0.50	161.50	B130	Weekly closing checklist call. Update closing checklist.
09/06/19	T. Moyron	1.90	985.15	B130	Attend meetings with clients and counsel for committee and lenders prior to hearing (1.4); attend hearing (.5).
09/06/19	A. Dondoyano	0.20	64.60	B130	Confer with M. Garms regarding Accellion email notifications from B. Thomas, C. Johnson, and J. Chelsey regarding the delivery of the Disclosure Schedules. Send such email notifications to M. Garms.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/06/19	A. Candido	5.00	1,253.75	B130	Preparing termination statements, UCC-3 Terminations for the entities and creating signature packets.
09/07/19	S. Maizel	0.70	560.00	B130	Telephone conference with secured creditors re QAF issues.
09/08/19	A. Candido	5.00	1,253.75	B130	Executing complete Termination documents and preparing additional signature pages in preparation for closing.
09/09/19	A. Candido	4.00	1,003.00	B130	Executing documents and filing UCC-3 terminations.
09/09/19	J.A. Moe, II	0.80	428.40	B130	[United Healthcare] Exchange E-Mails on filing the Stipulation on Adequate Assurance and Cure Objections (.10) ; review the Stipulation and prepare the draft Order (.20); exchange E-Mails with Tania Moyron and Eric Goldstein on preparing an Order (.10); exchange E-Mails with Casey Doherty on form and contents of an Order (.10); review and revise draft Order through two iterations and transmit for internal review (.30).
09/09/19	T. Moyron	0.70	362.95	B130	Conference call with counsel for Century Link (.3); conference call with C. Doherty regarding language (.2); conference call with P. Chadwick regarding same and amounts asserted as owed (.1); conference call with R. Adcock regarding agreement (.1).
09/09/19	C. Doherty, Jr.	1.50	561.00	B130	Prepare for call with Century Link Counsel and Ms. Moyron (.5); follow-up regarding emails with Century Link and draft form of stipulation regarding SCC/SGM sales and Century Link (.7); call with BioMedical creditor attorney regarding claim (.2); obtain and send form of stipulation to Mr. Moe regarding related (.1)
09/10/19	C. Doherty, Jr.	0.40	149.60	B130	Draft stipulation for Century Link regarding SCC/SGM sales.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/10/19	J.A. Moe, II	0.80	428.40	B130	[United Healthcare] Review status of execution of the Stipulation Resolving United Healthcare Adequate Assurance Objection And Recalendaring Cure Objection, exchanging E-Mails with Gary Klausner, Tania Moyron and Eric Goldstein (.60); review draft Order on Stipulation and exchange multiple E-Mails with Nick Kofforth, Tania Moyron and others on proposed Order (.20).
09/10/19	K.M. Howard	0.20	50.15	B130	Reviewed and responded to the email from Zerlina Wong Liberatore regarding the sale of the office.
09/10/19	T. Moyron	1.00	518.50	B130	Analyze PBGC settlement and related emails (.3); analyze summary and issues related to Committee's objection (.3); correspond regarding United and other sale issues (.4).
09/10/19	N. Koffroth	0.80	401.20	B130	Draft stipulation and related order concerning UnitedHealthcare cure objection
09/10/19	T. Moyron	0.80	414.80	B130	Conference call with D. Galfus regarding UNAC and changes to settlement.
09/10/19	T. Moyron	0.70	362.95	B130	Conference call with S. Maizel and D. Galfus re SGM sale and plan issues.
09/10/19	S. Maizel	0.20	160.00	B130	Telephone conference with E. Levey, etc. re CMS issues.
09/11/19	A. Dondoyano	0.10	32.30	B130	Update closing checklist and distribute closing checklist to the weekly call group.
09/11/19	K.M. Howard	0.40	100.30	B130	Analysis of the Stipulation to continue deadlines and hearing pertaining to NantWorks' Objection to Debtors' Motion for Order Approving the Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
09/11/19	K.M. Howard	0.30	75.23	B130	Analysis of the Court's notices regarding the resetting of the hearing on the Cure Objections and cross-referenced the new hearing date to the Critical Dates Memorandum.
09/11/19	C. Doherty, Jr.	0.40	149.60	B130	Prepare Stipulation and Order for Nantworks LLC and Objection.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/12/19	C. Heddesheimer	0.40	173.40	B130	Attend weekly closing checklist call.
09/12/19	G. Miller	1.00	442.00	B130	Calls and emails with T. Moyron and J. Vizzini re UHC setoff issue and UHC cure objections.
09/12/19	G. Miller	0.20	88.40	B130	Emails with G. Klausner and H. Kevane re payor stipulations.
09/12/19	C. Doherty, Jr.	0.30	112.20	B130	Prepare stipulation for Century Link regarding SCC/SGM sales and Century Link (.2); review email from BRG re SGM designation and negotiations with counterparties (.1)
09/12/19	N. Koffroth	0.30	150.45	B130	Participate in call with counsel to SGM, et al. concerning outstanding issues related to closing of SGM sale
09/12/19	K.M. Howard	0.40	100.30	B130	Analysis of the Order and cross-referenced the Order to the Stipulation continuing deadlines and hearing pertaining to NantWorks' Objection to Debtors' Motion for Order Approving the Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
09/12/19	S. Maizel	0.30	240.00	B130	Telephone conference with R. Adcock, etc. re RG Process.
09/12/19	S. Maizel	1.00	800.00	B130	Telephone conference with E. Paul, etc. re Medi-Cal settlement issues.
09/12/19	S. Maizel	0.50	400.00	B130	Telephone conference with H. Levey-Behl, etc. re Medi-Cal settlement issues.
09/12/19	J.A. Moe, II	0.10	53.55	B130	[SCAN Health] Exchange E-Mails with Dan Besikoff on resolution of issues with Scan Health, also exchanging E-Mails with Joe Vizzini on receipt of documents.
09/12/19	T. Moyron	0.50	259.25	B130	Internal conference call regarding SGM sale and anticipated issues related to Committee litigation.
09/12/19	T. Moyron	0.30	155.55	B130	Analyze J. Kohanski, et al., emails re UNAC settlement proposal (.2); conference call with R. Adcock regarding same (.1).
09/12/19	T. Moyron	0.30	155.55	B130	Analyze J. Emerson, P. Chadwick, et al., regarding additional contracts designated for assumption (.2); prepare email regarding same (.1).

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/12/19	T. Moyron	0.10	51.85	B130	Analyze H. Levy-Biehl, et al., emails regarding Medi-Cal conference call and respond to same.
09/12/19	A. Dondoyano	0.50	161.50	B130	Weekly closing checklist call. Update closing checklist.
09/12/19	T. Moyron	0.10	51.85	B130	Analyze emails from S. Summer and respond to same re executory contracts.
09/12/19	T. Moyron	0.10	51.85	B130	Analyze email from K. Chaudhuri re additional designated contracts.
09/12/19	T. Moyron	0.20	103.70	B130	Conference call with R. Adcock regarding SGM, timing of meeting, and related issues.
09/12/19	T. Moyron	0.60	311.10	B130	Conference call with R. Adcock, et al., re discussion with SGM (.3); conference call with E. Paul regarding SGM schedule and meditation (.3).
09/12/19	T. Moyron	0.90	466.65	B130	Conference call with S. Maizel, H. Levy-Biehl, and E. Paul re SGM proposed changes to Medi-Cal agreement
09/12/19	T. Moyron	0.40	207.40	B130	Conference call with A. Chou, P. Chadwick, et al. re Medi-Cal, recoupment, etc.
09/12/19	T. Moyron	0.30	155.55	B130	Conference call with E. Paul re SGM open items.
09/13/19	S. Maizel	0.30	240.00	B130	Telephone conference with R. Adcock, etc. re sale issues.
09/13/19	S. Maizel	0.80	640.00	B130	Telephone conference with E. Paul re Medi-Cal issues (.6); email to E. Paul re potential litigation against Medi-Cal (.2).
09/13/19	K.M. Howard	0.10	25.08	B130	Analysis of the Order approving the Stipulation between St. Francis Medical and Omnicare Medical Group resolving the Cure Amounts to determine additional deadlines and requirement, if any.
09/13/19	K.M. Howard	0.10	25.08	B130	Analysis of the Order approving the Stipulation between St. Francis Medical and Angeles IPA Medical Group resolving the Cure Amounts to determine additional deadlines and requirement, if any.
09/13/19	G. Miller	0.60	265.20	B130	Calls with J. Vizzini and J. Emerson re supplemental cure notice.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	J.A. Moe, II	0.10	53.55	B130	Review entry of Orders on resolution of Cure Amounts due Angeles IPA Medical Group and Omnicare Medical Group
09/13/19	J.A. Moe, II	0.40	214.20	B130	[SCAN Health] Conference call on capitation and fee for service agreements with Joe Vizzini and Dan Besikoff on assumption of St. Francis and Seton Contracts and rejection of St. Vincent Contracts, and assessment of amounts payable, then review of moving patients.
09/14/19	T. Moyron	0.50	259.25	B130	Analyze and prepare CenturyLink stipulation.
09/16/19	A. Dondoyano	0.60	193.80	B130	Confer with M. Garms regarding creation of a closing binder for the SCC sale. Arrange for the creation of a closing index with the paralegal coordinator and M. Karas.
09/16/19	K.M. Howard	0.20	50.15	B130	Telephone conference with Robert Essick regarding the sale of St. Francis Hospital.
09/16/19	S. Maizel	0.30	240.00	B130	Review emails from P. Chadwick re SGM net proceeds issues.
09/16/19	S. Maizel	0.60	480.00	B130	Draft correspondence to SGM counsel re Medi-Cal issues.
09/16/19	C. Doherty, Jr.	1.20	448.80	B130	Prepare and distribute CenturyLink draft stipulation (.5); call (.2); and follow-up with Mr. Maizel regarding Fresenius question regarding Plan (.5)
09/17/19	N. Koffroth	0.70	351.05	B130	Participate in calls analyzing issues related to provider agreement provisions of the SGM APA with T. Moyron and S. Maizel (0.6) and T. Moyron (0.1)
09/17/19	N. Koffroth	2.90	1,454.35	B130	Draft memorandum analyzing asset purchase agreement provisions concerning provider agreements
09/17/19	G. Miller	0.30	132.60	B130	Review revised draft exhibits re supplemental cure notice.
09/17/19	G. Miller	1.90	839.80	B130	Revise draft supplemental cure notice.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	J.A. Moe, II	0.30	160.65	B130	[Scan Health] Exchange E-Mails with Dan Besikoff, on sale leaseback and rejection of Contracts (.10); telephone with Joe Vizzini on affect on rejection (.10); exchange E-Mails with Tania Moyron on sale leaseback (.10).
09/17/19	A. Dondoyano	2.30	742.90	B130	Create Closing Binder for the SCC asset purchase.
09/17/19	T. Moyron	0.40	207.40	B130	Conference call with E. Paul, S. Maizel, etc. re provider agreement and next steps.
09/17/19	T. Moyron	2.00	1,037.00	B130	Analyze provisions in APA re provider agreement and SGM's position (.6); internal correspondence with S. Maizel, et al., regarding same (.3); conference call with R. Adcock, et al., regarding same (.3); conference call with E. Paul re SGM APA, DHCS, etc. (.5); analyze proposed email and prepare comments thereto (.2); analyze related emails (.1).
09/18/19	A. Dondoyano	0.90	290.70	B130	Update closing checklist and circulate the same to the weekly closing checklist call group. Review closing binder and email M.Garms regarding the same.
09/18/19	G. Medina	0.80	234.60	B130	Review and filed Stipulation By Verity H and U.S. Bank, National Association Continuing Deadlines (0.4); review and filed Reply to California Department of Health Care Services To Debtors Sale of Assets To Strategic Global Management Filed by Debtor Verity Health System of California, Inc. (0.4).
09/18/19	N. Koffroth	0.60	300.90	B130	Call with E. Paul, T. Moyron, et al. analyzing issues with draft transition services agreement
09/18/19	G. Miller	0.60	265.20	B130	Review revised draft exhibits re supplemental cure notice.
09/18/19	G. Miller	0.80	353.60	B130	Revise draft supplemental cure notice.
09/18/19	G. Miller	2.70	1,193.40	B130	Draft omnibus stipulation continuing cure objections.
09/18/19	T. Moyron	0.40	207.40	B130	Analyze and prepare changes to third supplement to notice of designation (.3); correspond regarding same (.1).

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/18/19	T. Moyron	1.40	725.90	B130	Analyze disclosure statement filed by DHCS (.3); internal emails regarding same (.2); conference call with E. Paul, R. Adcock regarding same (.3); conference call with E. Paul, S. Maizel, regarding plan with respect to DHCS (.6).
09/18/19	T. Moyron	1.20	622.20	B130	Participate in call with N. Koffroth regarding provider agreements and provisions in SGM APA (.1); analyze memo regarding provisions in APA (.3); analyze E. Paul, et al., emails regarding same (.2); conference calls with E. Paul regarding DHCS and next steps and strategy (.6).
09/18/19	T. Moyron	0.20	103.70	B130	Analyze D. Guess, et al., emails regarding Medtronic, and prepare email regarding same.
09/18/19	T. Moyron	0.30	155.55	B130	Analyze and prepare omnibus stipulation continuing cure objections (.2); correspond regarding same (.1).
09/19/19	G. Medina	0.40	117.30	B130	Work on review and filing of Stipulation By Verity Health System of California, Inc. and UnitedHealthcare Insurance Company Resolving Recoupment Objection.
09/19/19	N. Koffroth	0.30	150.45	B130	Participate in weekly call concerning outstanding issues related to closing SGM Sale.
09/19/19	A. Dondoyano	0.40	129.20	B130	Review closing binder and send the same to N. Nguyen and M. Garms.
09/19/19	K.M. Howard	0.60	150.45	B130	Email exchanges with Elspeth Paul regarding Debtors' Motion for Order Approving the Asset Purchase Agreement (.1); reviewed and culled relevant pleadings pertaining to same (.4); prepared followup email to Elspeth Paul regarding same (.1).
09/19/19	K.M. Howard	0.20	50.15	B130	Assembled the billing invoices from KCC and prepared email to Elspeth Paul regarding same.
09/19/19	C. Heddeshimer	0.40	173.40	B130	Attend closing checklist call.
09/20/19	T. Moyron	1.20	622.20	B130	Analyze issues related to Medi-Cal objection and conference call with E. Paul, S. Martin, et al.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	J.A. Moe, II	0.10	53.55	B130	[DaVita v. St. Francis] Review multiple E-Mails exchanged with Geoffrey Miller on the DaVita Contract not being assumed by
09/20/19	G. Miller	0.40	176.80	B130	Emails to contract counterparties re moot cure objections.
09/20/19	G. Miller	0.90	397.80	B130	Calls and emails with D. Powell and K. Collins re Roche cure objection.
09/21/19	C. Doherty, Jr.	0.10	37.40	B130	Email counterparties regarding cure and plan issues for contracts.
09/21/19	T. Moyron	0.30	155.55	B130	Exchange emails with L. Butler (.1); analyze second stipulation (.1); analyze related emails (.1).
09/23/19	T. Moyron	0.10	51.85	B130	Exchange emails with E. Paul regarding St. Francis audit report.
09/23/19	T. Moyron	0.20	103.70	B130	Conference call with G. Miller regarding SGM's designation and approval of notice and exhibits (.1); analyze email regarding same (.1).
09/23/19	T. Moyron	0.10	51.85	B130	Analyze L. Fernandez, et al., emails regarding CBAs and transaction letter.
09/23/19	T. Moyron	3.30	1,711.05	B130	Prepare motion (.6); analyze cases and research same (2.7).
09/23/19	T. Moyron	0.20	103.70	B130	Analyze emails from counter parties re stipulation to continue objections.
09/23/19	T. Moyron	0.20	103.70	B130	Analyze E. Paul, P. Chadwick, et al., regarding SGM comments to IMA (.1); prepare responses thereto (.1).
09/23/19	T. Moyron	1.20	622.20	B130	Analyze and prepare TSA (.7); exchange emails with R. Adcock and P. Chadwick regarding same (.2); prepare email to H. Levy-Biehl, et al., regarding same (.1); exchange emails with E. Paul regarding interim agreements and TSA (.1); analyze P. Chadwick follow up email regarding same (.1).
09/23/19	T. Moyron	0.60	311.10	B130	Analyze draft motion to enforce sale order.
09/23/19	T. Moyron	0.30	155.55	B130	Conference call with S. Alberts regarding RPHE and SGM transaction.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	A. Dondoyano	0.20	64.60	B130	Conference call with E. Paul, N. Nguyen, and T. Moyron regarding closing mechanics.
09/23/19	T. Moyron	0.30	155.55	B130	Analyze E. Goldstein, et al., emails regarding AppleCare (.1); analyze related emails regarding omnibus stipulation continuing objections (.2).
09/23/19	M.M. Welch	3.60	963.90	B130	E-mail communication with Joe Vizzini of Berkeley Research Group, LLC regarding SGM sale in October 2019; review recorded Mechanics liens; review UCC/Lien Search results; e-mail communication with George Medina requesting date down Lien/UCC Search from April 2019; organize and collate recorded Mechanics Liens; telephone and e-mail communications with attorney regarding lien searches.
09/23/19	C. Doherty, Jr.	0.30	112.20	B130	Inquire with clients and Dentons team regarding creditor questions regarding treatment.
09/23/19	C. Montgomery	0.50	400.00	B130	Phone call with C Richter re closing process (.2); identify and forward order, APA and all schedules to APA (.3)
09/23/19	G. Miller	1.90	839.80	B130	Follow up with counterparties re omnibus stipulation continuing cure objections.
09/24/19	C. Montgomery	0.40	320.00	B130	Communications with T Moyron regarding interim management agreement review (.2); initial review of same (.2)
09/24/19	K.M. Howard	0.40	100.30	B130	Analysis of Order approving Stipulation resolving Unitedhealthcare Recoupment Objection and reviewed and revised Critical Dates Memorandum accordingly.
09/24/19	N. Koffroth	0.80	401.20	B130	Draft stipulation and order continuing NantWorks cure objection
09/24/19	K.M. Howard	0.50	125.38	B130	Reviewed and assembled pleadings regarding the Objection of NantHealth, Inc. to Proposed Assumption and Assignment of Executory Contracts and Unexpired Lease and prepared hearing binders.
09/24/19	T. Moyron	0.20	103.70	B130	Analyze emails from counsel for Smith Group (.1); prepare emails to P. Chadwick, et al., regarding same (.1).

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/24/19	T. Moyron	0.10	51.85	B130	Exchange emails with M. Shinderman regarding Committee letter supporting sale.
09/24/19	T. Moyron	0.60	311.10	B130	Follow-up conference call with W. Schulmaker regarding NantHealth open issues and possible resolution (.4); conference call with R. Adcock regarding is discussion with rep. from NantHealth (.2).
09/24/19	T. Moyron	2.10	1,088.85	B130	Conference call with P. Chadwick and W. Schulmaker re NantHealth (1.5); conference call with R. Adcock and P. Chadwick re NantHealth (.2); conference call with R. Adcock and P. Chadwick re NantHealth (.2); analyze stipulations and issues related to NantHealth and NantWork (.2).
09/25/19	A. Dondoyano	0.40	129.20	B130	Review closing checklist; call with N. Nguyen regarding closing mechanics.
09/25/19	T. Moyron	2.60	1,348.10	B130	Meeting with clients prior to hearing and attend hearing re Medi-Cal, NantHealth, RadNet.
09/25/19	A. Dondoyano	0.30	96.90	B130	Confer with N. Koffroth regarding the closing checklist. Update the closing checklist and circulate the same to the weekly closing checklist group.
09/25/19	T. Moyron	0.10	51.85	B130	Analyze Court tentative's ruling.
09/25/19	C. Richter	1.00	646.00	B130	Call with M. Garms re asset sale to SGM (.4); call with Matt and SGM legal team(.6).
09/25/19	K.M. Howard	0.40	100.30	B130	Analysis of Stipulation to continue all deadlines and hearing on NantWorks Objection to Debtors' Motion for Order Approving Asset Purchase Agreement and cross-referenced to Critical Dates Memorandum and revised accordingly.
09/25/19	G. Medina	0.40	117.30	B130	Prepare and file the Stipulation with NantWorks received from N. Koffroth.
09/25/19	C. Montgomery	0.10	80.00	B130	Communications from T. Moyron regarding Nanthealth issues.
09/25/19	C. Doherty, Jr.	0.20	74.80	B130	Discuss Centurylink status with team.
09/25/19	S. Maizel	1.00	800.00	B130	Research re interplay between 363 provisions re sale of nonprofits.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/25/19	G. Miller	0.90	397.80	B130	Draft stipulation re Davita and GE cure objections as moot
09/26/19	T. Moyron	3.80	1,970.30	B130	Analyze email from K. Edgerton re AG notice language (.1); analyze related issues re motion to enforce sale order (.2); analyze email from R. Fuller re AG re abuse of discretion (.2) and prepare response thereto (.1); prepare email to BRG regarding quantifying economic impact of conditions (.1); analyze Court's memorandum decision re sale free and clear of Medi-Cal Provider Agreements (.4); prepare email to R. Adcock, BRG, etc., regarding same (.1); analyze emails from K. Edgerton and attached redlines re conditions (.3); prepare email to M. Shinderman regarding same (.1); analyze order requested in memorandum and prepare comments regarding same (.2) re Medi-Cal Provider agreements; prepare motion to enforce sale order (1.2) and analyze cases re section 363(f) (.3); analyze email from P. Chadwick re updated analysis and respond to same (.1); analyze email from L. Schneider re CenturyLink (.1); analyze email from H. Kevane, et al. re HCLA (.1); analyze issues related to mechanic liens (.2).
09/26/19	N. Koffroth	0.40	200.60	B130	Participate in call concerning status of closing of SGM Sale with counsel to SGM, E. Paul, et al.
09/26/19	K.M. Howard	0.40	100.30	B130	Analysis of the Order approving the Stipulation extending the hearing and deadlines regarding NantWork's Objection regarding the Order Approving Form of APA and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	K.M. Howard	0.40	100.30	B130	Analysis of order approving stipulation to continue the hearing and deadlines on the cure objections and other issues regarding the order authorizing the sale to Strategic Global Management.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/26/19	K.M. Howard	0.40	100.30	B130	Analysis of the Court's notice setting the deadline for Debtors to file reply to NantHealth's Objection regarding the Order Approving Form of APA and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	C. Doherty, Jr.	0.60	224.40	B130	Call with Centurylink counsel regarding stipulation (.3); follow-up with 408 email (.3)
09/27/19	C. Doherty, Jr.	0.10	37.40	B130	Discuss NantHealth stipulation with Ms. Moyron.
09/27/19	T. Moyron	0.50	259.25	B130	Conference call with E. Paul regarding communication from M. Shinderman and Committee support.
09/27/19	T. Moyron	1.70	881.45	B130	Analyze issues related to R. Adcock declaration (.2); analyze issues related to motion and analyze same (1.1); correspond regarding motion, declarations and exhibits (.4).
09/27/19	T. Moyron	0.40	207.40	B130	Analyze email from R. Fuller (.1); analyze insert regarding abuse of discretion and breach of fiduciary duties (.3).
09/27/19	T. Moyron	0.10	51.85	B130	Exchange emails with W. Schumacher regarding NantHealth and stipulation.
09/27/19	S. Maizel	0.30	240.00	B130	Review and respond to emails re continuing CMS hearing.
09/27/19	S. Maizel	1.30	1,040.00	B130	Telephone conference with A. Chou re CMS issues (.5); telephone conference with A. Belgrove, etc. re same (.5); review and respond to emails re same (.3).
09/27/19	T. Moyron	1.40	725.90	B130	Analyze issues related DHCS motion (.3); analyze email from W. Schumacher re NantHealth stipulation (.1); analyze R. Adcock, et al., emails regarding United (.1); analyze updated declarations in support of motion to enforce sale order (.2); analyze email from E. Goldstein re United (.1); analyze emails from D. Galfus (.1) and analyze draft discussion regarding impact of conditions (.2); prepare emails regarding same (.1); analyze emails from M. Shinderman re motion to enforce sale order (.2).

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/30/19	S. Maizel	0.40	320.00	B130	Telephone conference with T. Moyron re hearing on motion re AG conditions (.2); telephone conference with R. Adcock re same (.2).
09/30/19	G. Medina	0.40	117.30	B130	Call with and communication with M. Welch regarding UCC/Lien Searches information needed related to the Sale.
09/30/19	T. Moyron	0.30	155.55	B130	Exchange emails with A.. Chou, et al., regarding charity care (.2); conference call with A. Chou regarding same (.1).
09/30/19	C. Richter	1.00	646.00	B130	Confer with paralegal Lauren Livingston regarding electronic delivery of closing sets (.3); call with paralegal and Claude Montgomery re same (.3); email to counsel to Strategic Global Management regarding same and title exam (.3); leave message for Matt Garms re same (.1).
09/30/19	R. Richards	0.90	650.70	B130	Review draft motion to enforce sale order and comment on draft.
09/30/19	T. Moyron	1.90	985.15	B130	Prepare press release (.5); meetings with E. Paul, S. Maizel, et al., regarding motion, timing and press release (1.4).
09/30/19	A. Dondoyano	0.20	64.60	B130	Review closing deliverable forms from the SCC sale that will serve as a base form for the KPC transaction.
	Subtotal	115.70	53,399.37		

B140 - Relief from Stay/Adequate Protection Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
09/02/19	J.A. Moe, II	0.10	53.55	B140	[Ancira v. St. Francis] E-Mail to Attorney Will Collins transmitting additional information on insurance coverage.
09/06/19	J.A. Moe, II	0.30	160.65	B140	[Carcamo v. St. Francis] Telephone call with Elina Tilman revising the draft of the Case Management Conference Statement (.20) ; exchange E-Mails with Andy Epstein, Ahn Ruda and Elina Tilman on transmitting Union Grievances to Mr. Epstein (.10).

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/09/19	J.A. Moe, II	0.30	160.65	B140	[Carcamo v. St. Francis] Telephone call from Ahn Ruda and Louise Ann Fernandez on how to respond to current status on possible resolution of the Motion For Relief From Stay , and alternative of Arbitration or Litigation.
09/11/19	J.A. Moe, II	0.60	321.30	B140	[Carcamo v. St. Francis] Exchange E-Mails with Andy Epstein on status of Stipulations, answering Mr. Epstein's new questions on Union Grievances, and continuing the hearings again (.20); exchange E-Mails with Ahn Ruda on status of resolving issues on Union Grievances (.10); have prepared, review and revise proposed Stipulation and review proposed Order (.10); transmit proposed Stipulation and Order to Andy Epstein (.10); review executed Stipulation, complete and execute and transfer for filing and uploading the Order (.10).
09/11/19	J.A. Moe, II	0.20	107.10	B140	[Moritaya v. St. Francis] Exchange E-Mails with Karen Chapman and Ted Hopper on obtaining Policies (.10); exchange E-Mails with David Hagen on transmitting the Policies as confidential and transmit to Mr. Hagan (.10).
09/12/19	J.A. Moe, II	0.20	107.10	B140	[Carcamo v. St. Francis] E-Mail Memorandum on status of responding to Andy Epstein's questions and completing a Stipulation.
09/13/19	J.A. Moe, II	0.80	428.40	B140	[Carcamo v. St. Francis] Telephone call from Ahn Ruda, discussing initially the necessity to resolve the Stipulation, including conference call with Mr. Epstein and Mr. Mahoney (.10); await second call, return calls to and telephone call from Ms. Ruda on proposed Stipulation and conference call in September 16th (.70).
09/13/19	K.M. Howard	0.40	100.30	B140	Analysis of the Order approving the Stipulation to continue the deadlines and hearing in Rosa Carcamo v. St. Francis Medical Center and reviewed and revised Critical Dates Memorandum accordingly.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	K.M. Howard	0.40	100.30	B140	Analysis of the Order approving the Stipulation to continue the deadlines and hearing in Ivonne Engelman v. St. Francis Medical Center and reviewed and revised Critical Dates Memorandum accordingly.
09/13/19	K.M. Howard	0.40	100.30	B140	Analysis of the Stipulation and Order continuing the hearing and objection deadlines regarding the Motion for Relief from Stay in Rosa Carcamo v. St. Francis Medical Center and reviewed and revised Critical Dates Memorandum accordingly.
09/13/19	K.M. Howard	0.40	100.30	B140	Analysis of the Stipulation and Order continuing the hearing and objection deadlines regarding the Motion for Relief from Stay in Ivonne Engelman v. St. Francis Medical Center and reviewed and revised Critical Dates Memorandum accordingly.
09/16/19	J.A. Moe, II	0.10	53.55	B140	[Carcamo v. St. Francis] Telephone call to Ahn Ruda on scheduling conference with Andy Epstein and Kevin Mahoney on the Meeko Case and E-Mail to Andy Epstein on setting up conference.
09/16/19	K. Murphy	0.10	41.65	B140	[Carcamo] Prepare update to Relief from Stay chart based on new hearing date on motion for relief from stay.
09/16/19	K. Murphy	0.10	41.65	B140	[Engelman] Prepare update to Relief from Stay chart based on new hearing date on motion for relief from stay.
09/16/19	K. Murphy	0.20	83.30	B140	[Rodriguez] Prepare updates to Verity Charts re Relief from Stay and Litigation Management Chart
09/16/19	J.A. Moe, II	0.70	374.85	B140	[Carcamo v. St. Francis] Prepare for and proceed with thirty minute conference telephone call with Ahn Ruda, Andy Epstein and Alex Anderson, on resolution of the Carcamo Stipulation on relief from stay (.60); telephone call with Ahn Ruda on Union Grievances and civil litigation (.10).

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	J.A. Moe, II	1.00	535.50	B140	[Carcamo v. St. Francis] Review Andy Epstein's E-Mail on alternatives as to how to proceed, then prepare detailed E-Mail to Mr. Epstein in response (.60); exchange E-Mails with Ahn Ruda on approval of Memorandum(.10); exchange E-Mails with Andy Epstein and Ahn Ruda on upcoming conference call (.20); exchange E-Mails with and telephone call to Sam Alberts' office on Union Grievances (.10).
09/17/19	J.A. Moe, II	0.70	374.85	B140	[Carcamo v. St. Francis] Exchange E-Mails with and telephone call to Sam Alberts' office on Union Grievances (.10); telephone call with Sam Alberts on status of negotiation (.10); conference telephone call with Ahn Ruda and with Alex Anderson on likely Stipulations and Mediations (.30); telephone call from Ahn Ruda on contents of the Stipulation (.10); identify and transmit the Stipulations to Ahn Ruda (.10).
09/18/19	J.A. Moe, II	0.30	160.65	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Review draft Stipulation and Order on continuance, to facilitate completion of settlement on relief form stay (.10); E-Mail to Andy Epstein transmitting Stipulation and Order and exchange E-Mails with Mr. Epstein on executed Stipulation, then complete (and have filed with Order uploaded) (.20).
09/19/19	K.M. Howard	0.40	100.30	B140	Analysis of Order Approving Eighth Stipulation to continue the deadlines and hearing on Motion for Relief from Stay in Rosa Carcamo v. St. Francis Medical Center and reviewed and revised Critical Dates Memorandum accordingly.
09/19/19	K.M. Howard	0.40	100.30	B140	Analysis of Order Approving Eighth Stipulation to continue the deadlines and hearing on Motion for Relief from Stay in Ivonne Engelman v. St. Francis Medical Center and reviewed and revised Critical Dates Memorandum accordingly.
09/19/19	J.A. Moe, II	0.10	53.55	B140	[Carcamo v. St. Francis] Exchange E-Mails with Ahn Ruda on completing the Carcamo Stipulation.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	J.A. Moe, II	0.30	160.65	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Review entered Order on Stipulation and transmit the Order to Andy Epstein and Alex Perez, with inquiry on Stipulation (.10); review with Karleen Murphy and revise the last paragraph of the Status Conference Report for Carcamo (.10); review proposed Report for Engelman (.10).
09/20/19	J.A. Moe, II	0.10	53.55	B140	[Moritaya v. St. Francis] Review and respond to David Hagen's E-mail on additional information requested on coverage.
09/23/19	J.A. Moe, II	0.70	374.85	B140	[Carcamo v. St. Francis] Exchange E-Mails with Karleen Murphy on Order To Show Cause and issue with service of Defendant (.10); exchange E-Mails with and two telephone calls with Andy Epstein on Order To Show Cause and terms of Stipulation on relief from stay (.20); conferences with Karleen Murphy on entry of Minute order on service of defendants (.30); review Minute Order and transmit with E-Mail to Mr. Epstein (.10).
09/23/19	K. Murphy	0.10	41.65	B140	[Naope] Analyze and respond to email from John Moe re status of relief from stay.
09/23/19	J.A. Moe, II	0.30	160.65	B140	[Carcamo v. St. Francis] Revise the Stipulation resolving the Carcamo Case (.20); exchange E-Mails with Ahn Ruda on telephone call with Andy Epstein and revising the Stipulation (.10).
09/24/19	J.A. Moe, II	0.50	267.75	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Review the Case Management Conference Statements and transmit to Andy Epstein (20); review and correct the Carcamo Stipulation and E-Mail to Ahn Ruda transmitting the Stipulation and question on how to proceed (.20); review the Engelman Stipulation and transmit to Ahn Ruda (.10) .

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/25/19	J.A. Moe, II	1.10	589.05	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Exchange E-Mails with Ahn Ruda on approval of the Carcamo Stipulation, reciting the new provision on reservation of rights, and forwarding both Stipulations on relief from stay to AIG (.10); extended conference telephone call with Elina Tilman and Taylor Burris, first on revisions to the Carcamo Stipulation, then revision to be made and issue on second revision, to the Engelman Stipulation (.60); review revised Carcamo Stipulation and telephone call to Elina Tilman making further revisions (.30); review Taylor Burris' E-Mail as to Bob Merritt and issues with his representation (.10) .
09/25/19	J.A. Moe, II	0.10	53.55	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Telephone call with Daniel Day on Stipulation on continuing the hearings, and review of likely settlement on Motions For Relief From Stay.
09/25/19	J.A. Moe, II	0.10	53.55	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Exchange E-Mails with Ahn Ruda on completing the Stipulations on settlement of the Motions For Relief From Stay and forwarding to Andy Epstein and AIG.
09/25/19	J.A. Moe, II	0.60	321.30	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Prepare and edit Stipulation continuing hearing on Motions (.10) ; E-Mail to Ahn Ruda on reviewing the Stipulations resolving the Motions For Relief From Stay (.10); E-Mail to Andy Epstein transmitting for signature the Stipulation on continuance of the hearings and explaining the status of the two Stipulations on resolution of the Motions (.10); exchange E-Mails with Ahn Ruda on Defendant Bob Merritt (.20); review executed Stipulation on continuance (.10).
09/26/19	J.A. Moe, II	0.30	160.65	B140	[Engelman v. St. Francis] Revise Stipulation on resolution of Motion For Relief From Stay and transmit to Taylor Burris.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/26/19	J.A. Moe, II	0.10	53.55	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Telephone call to Ahn Ruda on completing Stipulation on resolution of Motions For Relief From Stay and transmitting to Carrier.
09/26/19	K.M. Howard	0.40	100.30	B140	Analysis of the Order approving the Stipulation continuing the hearing and applicable deadline in Rosa Carcamo v. St. Francis Medical Center and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	K.M. Howard	0.40	100.30	B140	Analysis of the Order approving the Stipulation continuing the hearing and applicable deadline in Ivonne Engelman v. St. Francis Medical Center and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	J.A. Moe, II	0.30	160.65	B140	[Carcamo v. St. Francis] Review additional revisions to the Carcamo Stipulation on relief from stay, and confer with Elina Tilman on revisions.
09/26/19	J.A. Moe, II	0.50	267.75	B140	[Engelman v. St. Francis] Review additional revisions to the Engelman Stipulation (.10); telephone call with Taylor Burris on proposed revisions (.10); review current version and transfer to Taylor Burris (.10); review completed Engelman Stipulation and E-Mail to Ms. Burris on approval (.10). exchange E-Mails with Ahn Ruda on transmitting both to AIG and individual clients (.10) .
09/26/19	J.A. Moe, II	0.50	267.75	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Exchange E-Mails, and telephone call with, Ahn Ruda on transmitting Stipulations to AIG and individual clients (20); E-Mail to Elspeth Paul, Pascale Roy and Karen Chapman transmitting and explaining Stipulations (.20); review Ahn Ruda's E-Mails to AIG and clients on Stipulations, and E-Mail from Elspeth Paul approving the Stipulations (.10).
Subtotal		14.60	6,847.60		

B180 - Avoidance Action Analysis

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/10/19	C. Montgomery	0.50	400.00	B180	Review draft UNAC agreement and communication with S Alberts re same.
	Subtotal	0.50	400.00		

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	S. Maizel	0.30	240.00	B185	Emails to stakeholders re motion on non-residential real property leases.
09/21/19	C. Doherty, Jr.	0.70	261.80	B185	Prepare Fourth Motion for Extension of Time to Reject Non-Residential Leases.
09/23/19	T. Moyron	0.30	155.55	B185	Analyze J. Vizzini email regarding mechanics' liens and process (.1); prepare email regarding same (.1); analyze related emails (.1).
09/25/19	J.A. Moe, II	0.40	214.20	B185	Review the Debtors' Fourth Motion Extending The Time To Assume Or Reject Unexpired Leases Of Nonresidential Real Property (.10); confer with Casey Doherty on possible revision (.10); review again the Debtors' Fourth Motion (.10); review Tania Moyron's final set of revisions (.10).
09/25/19	C. Doherty, Jr.	0.40	149.60	B185	Prepare Fourth Extension of Time for Lease Assumption Rejection by incorporating comments to same.
09/25/19	N. Koffroth	0.80	401.20	B185	Draft fourth motion for extension of deadline to assume or reject unexpired leases of nonresidential real property
09/25/19	T. Moyron	0.40	207.40	B185	Analyze and prepare motion to extend time to assume leases.
09/27/19	T. Moyron	0.40	207.40	B185	Analyze research re extension of time to assume nonresidential leases (.2); analyze finalized motion (.2).
09/27/19	N. Koffroth	2.80	1,404.20	B185	Draft fourth motion to extend deadline to assume or reject unexpired leases of nonresidential real property.
09/27/19	C. Doherty, Jr.	0.50	187.00	B185	Prepare comments to fourth extension for leases motion (.3); discuss same with Mr. Koffroth (.2)

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/30/19	K.M. Howard	0.40	100.30	B185	Analysis of Debtors' Motion to Extend the Time to Assume or Reject Unexpired Nonresidential Real Property Leases and reviewed and revised Critical Dates Memorandum accordingly.

Subtotal		7.40	3,528.65		
----------	--	------	----------	--	--

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/02/19	J.A. Moe, II	0.10	53.55	B190	[Carcamo v. St. Francis] Exchange E-Mails with Elina Tilman on status of and containing to resolve the Motion Fro Relief From Stay and the underlying Arbitration and/or Litigation issues and necessity to confer with Ahn Ruda.
09/03/19	J.A. Moe, II	0.10	53.55	B190	[Cortes v. St. Francis] Review Notice of upcoming Status conference and E-Mail to Karleen Murphy on the Status Conference.
09/03/19	K. Murphy	0.10	41.65	B190	[Cortes] Analyze and respond to email from John Moe re upcoming Status Conference re Bankruptcy.
09/03/19	K. Murphy	0.10	41.65	B190	[Carcamo] Analyze email from Elina Tilman re preparation of status conference statement re bankruptcy and John Moe's response to the same.
09/03/19	K. Murphy	0.10	41.65	B190	[Fuentes] Analyze and respond to email from Haig Arabian enclosing order on stipulation re relief from automatic stay.
09/05/19	J.A. Moe, II	0.20	107.10	B190	[Carcamo v. St. Francis] Review and revise with Elina Tilman the proposed Case Management Conference Statement.
09/06/19	K. Murphy	0.10	41.65	B190	[Lara] Analyze court website to determine status of hearing on 9/13 - Non-Appearance Case Review.
09/12/19	J.A. Moe, II	0.30	160.65	B190	[Tricia Aliazis v. St. Francis] Review Notification and EEOC Complaint (.10); prepare draft of letter to Tricia Aliazis on value of the insured claims (.20).
09/13/19	K. Murphy	0.90	374.85	B190	[Nguyen] Attend status conference.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	K. Murphy	0.10	41.65	B190	[Nguyen] Prepare report of status conference.
09/13/19	K. Murphy	0.10	41.65	B190	[Nguyen] Prepare for status conference by analyzing status conference statements.
09/16/19	K. Murphy	0.10	41.65	B190	[Diane Nguyen] Prepare update to Verity Deadline Chart with new date for continued status conference.
09/16/19	J.A. Moe, II	0.10	53.55	B190	[Nguyen v. St. Francis] Review Report on results of Status Conference and the automatic stay in regard to Diane Nguyen (and non-appearance of Plaintiff's counsel).
09/16/19	K. Murphy	0.20	83.30	B190	[Aliazis] Analyze complaint and prepare update to Verity Litigation Management Chart summarizing new employment related matter with the Department of Fair Employment & Housing.
09/17/19	J.A. Moe, II	0.10	53.55	B190	[Cortes v. St. Francis] Review results of the previous Status Conference on and review current Status Conference set for September 17th.
09/17/19	K. Murphy	0.10	41.65	B190	[Engelman] Draft update to Verity Upcoming Deadline Chart to reflect upcoming status conference re bankruptcy.
09/19/19	J.A. Moe, II	0.30	160.65	B190	[Mancilla v. St. Francis] Review proposed Status Conference Statement (.10); identify Order on relief from stay and transmit to Karleen Murphy for citation (.20).
09/19/19	J.A. Moe, II	0.40	214.20	B190	[Sprowson v. St. Francis] Review E-Mail from and telephone call to Dominique Westmoreland on upcoming Conference on November 7th (.20); review Notice and telephone call and E-Mail with Kathryn Howard on Statement due date (.10); E-Mails to Karleen Murphy on new Status Conference Statement due October 22nd (.10) .
09/19/19	J.A. Moe, II	0.10	53.55	B190	[Engelman v. St. Francis] Review exchange of E-Mails with Ahn Ruda and Taylor Burras on upcoming Status Conference and necessity to prepare Status Conference Statement.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/20/19	K. Murphy	0.30	124.95	B190	[Carcamo] Prepare for drafting status conference statement re bankruptcy by analyzing minute order from prior status conference (.1) and draft status conference statement re bankruptcy for John Moe review (.2).
09/20/19	K. Murphy	0.30	124.95	B190	[Engelman] Draft status conference statement re bankruptcy for John Moe review.
09/20/19	K. Murphy	0.30	124.95	B190	[Carcamo] Prepare for drafting status conference statement re bankruptcy by analyzing minute order from prior status conference (.1) and draft status conference statement re bankruptcy for John Moe review (.2).
09/20/19	J.A. Moe, II	0.20	107.10	B190	[Sprowson v. St. Francis] Confer with Karleen Murphy on background and status of Sprowson, Claim in order to complete in Litigation Chart for Elspeth Paul (.10); preliminarily review Complaint (.10) and transmit for retention.
09/20/19	K. Murphy	0.10	41.65	B190	[Sprowson] Confer with John Moe re case status and analyze email from plaintiff's counsel re November 2019 Case Management Conference.
09/20/19	K. Murphy	0.20	83.30	B190	[Engelman] Confer with John Moe re initial draft of status conference statement re bankruptcy (.1) and prepare edits to the same (.1).
09/20/19	K. Murphy	0.10	41.65	B190	[Carcamo] Prepare edits to initial draft of status conference statement re bankruptcy per edits from John Moe.
09/20/19	K. Murphy	0.30	124.95	B190	[Sprowson] Analyze LA Superior Court website re upcoming status conference dates and notice of filing of automatic stay (.1) and prepare edits to Verity Litigation Management Chart with case summary (.2).
09/20/19	K. Murphy	0.10	41.65	B190	[Cortes] Analyze notice of continued status conference re bankruptcy and OSC re dismissal.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	J.A. Moe, II	0.20	107.10	B190	[Princess Naope v. St. Francis] Review original and amended Proof of Claims and exchange E-Mails on Notice of Stay and relief from stay.
09/23/19	K. Murphy	0.10	41.65	B190	[Naope] Confer with Laurie Soledad re new judicial assignment from Department 2 to A for upcoming case management conference.
09/23/19	K. Murphy	0.20	83.30	B190	[Carcamo] Confer with John Moe re OSC re dismissal for failure to prosecute re upcoming OSC and Status Conference re Bankruptcy (.1) and analyze minute order re same. (1).
09/23/19	K. Murphy	0.30	124.95	B190	[Engelman] Confer with John Moe re OSC for failure to file proof of service (.1); research LA Superior Court website re minute order of same (.1); analyze minute order and email to John Moe (.1).
09/23/19	J.A. Moe, II	0.10	53.55	B190	[Sprowson v. St. Francis] Review E-Mail form Dominique Westmoreland on necessity to file Statue Conference Report of the bankruptcy cases; E-Mail to Karleen Murphy on Statement.
09/23/19	K. Murphy	0.20	83.30	B190	[Naope] Draft status conference statement.
09/23/19	K. Murphy	0.10	41.65	B190	[Naope] Confer with John Moe re edits to draft of status conference statement and prepare edits.
09/23/19	J.A. Moe, II	0.10	53.55	B190	[Princess Naope v. St. Francis] Review and make minor correction to Status Conference Statement.
09/23/19	K. Murphy	0.10	41.65	B190	[Engelman] Draft email to Ahn Ruda enclosing copy of filed status conference statement re bankruptcy in advance of hearing per Ms. Ruda's request for copy of the same.
09/23/19	K. Murphy	0.10	41.65	B190	[Carcamo] Draft email to Ahn Ruda enclosing copy of filed status conference statement re bankruptcy in advance of hearing per Ms. Ruda's request for copy of the same.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	G. Medina	0.70	205.28	B190	Call and communication with G. Miller regarding preparation, assembly and filing of Omnibus Stipulations Continuing Hearing on Objections.
09/25/19	J.A. Moe, II	0.10	53.55	B190	[Carcamo v. St. Francis and Engelman v. St. Francis] Confer with Karleen Murphy and exchange E-Mails with Elina Tilman on upcoming Superior Court appearances.
09/25/19	J.A. Moe, II	0.10	53.55	B190	[Aliazis v. St. Francis] Review multiple E-Mails on status of and responding to the DEFH Complaint.
09/26/19	J.A. Moe, II	1.50	803.25	B190	[Engelman v. St. Francis] Prepare for, and attend hour long Case Management Conference and hearing on Order To Show Cause, continuing Conference to November 6th (1.20); prepare Report on hearing to Elspeth Paul, Pascale Roy and Karen Chapman (.30).
09/26/19	K. Murphy	0.10	41.65	B190	[Carcamo] Analyze plaintiff's status conference statement to prepare for attending status conference.
09/27/19	K.M. Howard	0.40	100.30	B190	Analysis of the summary of the case management conference in Ivonne Engelman v. St. Francis Medical Center and reviewed and revised the Critical Dates Memorandum accordingly.
09/27/19	K.M. Howard	0.40	100.30	B190	Analysis of the summary of the case management conference in Rosa Carcamo v. St. Francis Medical Center and reviewed and revised the Critical Dates Memorandum accordingly.
09/27/19	J.A. Moe, II	1.10	589.05	B190	[Carcamo v. St. Francis] Prepare for Status Conference, then await appearance and appear before Judge Leiter in Department A with Elina Tilman (.90); prepare Report on the results of the hearing (.20).
09/27/19	K. Murphy	0.10	41.65	B190	[Engelman] Analyze John Moe's report of status conference.
09/30/19	K. Murphy	0.10	41.65	B190	[Naope] Prepare for attending status conference by analyzing status conference statement.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/30/19	K. Murphy	0.20	83.30	B190	[Naope] Analyze email from Jessica Cynowiec re status of discussions re case dismissal against SFMC (.1); and confer with John Moe re same (.1).
09/30/19	K. Murphy	1.10	458.15	B190	[Naope] Attend status conference (1.0) and prepare report to Verity Team (.1) .
09/30/19	K. Murphy	0.10	41.65	B190	[Naope] Confer with Joh Moe re email from co-defendant following status conference re potential dismissal of action.
09/30/19	J.A. Moe, II	0.20	107.10	B190	[Naope v. St. Francis] Confer with Karleen Murphy on appearance at Status Conference and review E-Mails from Karen Chapman on sought dismissal(.10); telephone call to Jennifer Cynoweiz discussing appearance at Status Conference (.10).
Subtotal		13.20	5,909.63		

B200 - Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	S. Maizel	0.20	160.00	B200	Telephone conference with G. Klausner re Seoul Med. Grp. issues.
09/05/19	J.A. Moe, II	0.10	53.55	B200	[Dr. Mc Clean] Review Elspeth Paul's August 26th E-Mail and proposed letter to Dr. Mc Clean on call coverage.
09/16/19	J.A. Moe, II	0.40	214.20	B200	[Department of Mental Health] Telephone call to Vicki K on Order and Motion on resolution of issues with the Department (.20); review Motion and Exhibit A and transmit to Ms. K (.10); E-Mail from and telephone call to Vicki K on receipt of the Motion (.10).
Subtotal		0.70	427.75		

B210 - Business Operations

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/10/19	K.M. Howard	0.20	50.15	B210	Analysis of the Order Granting Motion Authorizing Debtors to Dispose of Medical Records to determine if further briefing was required or if additional deadlines had been imposed by the court.
09/25/19	K.M. Howard	0.40	100.30	B210	Analysis of Debtors' Motion to Enter Agreements for Records Retention Services with GRM Information Management and reviewed and revised Critical Dates Memorandum accordingly.
	Subtotal	0.60	150.45		

B240 - Tax Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
09/19/19	J.A. Moe, II	0.20	107.10	B240	[Franchise Tax Board] Review E-Mail from Joan Huh, then E-Mail and telephone call to Bob Richards' office, then telephone call with Ms. Huh on sale of St. Francis, St. Vincent, Seton and Seton Coastsides.
	Subtotal	0.20	107.10		

B300 - Claims and Plan

Date	Timekeeper	Hours	Amount	Task	Narrative
09/02/19	B. Davison	1.80	1,440.00	B300	Review Forms 990 and 999-T regarding UBIT; prepare summary regarding sale.
09/17/19	C. Doherty, Jr.	0.40	149.60	B300	Draft email to Fresenius regarding question regarding plan and claims.
	Subtotal	2.20	1,589.60		

B310 - Claims Administration and Objections

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	J.A. Moe, II	0.80	428.40	B310	[Sysco] Exchange E-Mails with Bob Richards on 503(b)(9) Claims, then on Claims filed by Sysco (.20) ; retrieve and review the previously filed Clams and exchange of E-Mails with Darryl Laddin (.40); review and highlight E-Mails, and transmit E-Mails and Claims to Bob Richards (.20).
09/05/19	J.A. Moe, II	0.10	53.55	B310	[Sysco Foods - Administrative Claims] Prepare E-Mail on proposed response to the Darryl Laddin on filing an Administrative Claim.
09/09/19	J.A. Moe, II	0.50	267.75	B310	Nguyen v. St. Francis] Review E-Mail from Henry Kevane and Ms. Nguyen on payment of Claim, then prepare draft of a Response to Ms. Nguyen (.20); exchange E-Mails with Tania Moyron and revise the E-Mail to Ms. Nguyen (.30).
09/13/19	K.M. Howard	0.10	25.08	B310	Analysis of the Order approving the Stipulation between Debtors and Long Beach Memorial Medical Center regarding prepetition claim to determine additional deadlines and requirement, if any.
09/17/19	K.M. Howard	0.20	50.15	B310	Reviewed email from Errol Zshornack regarding his client who was a patient at St. Francis Medical Center and prepared response explaining the sale of the hospital and the notice his client received.
09/18/19	J.A. Moe, II	0.10	53.55	B310	[Sysco Foods] Exchange E-Mails with Bob Richards on interaction on resolution of 503(b)(9) Claim.
09/19/19	J.A. Moe, II	0.20	107.10	B310	[Administrative Claim: Sysco Foods] Review Claims and E-Mails, then E-Mail to Jon Emerson transmitting documents for the analysis of the Claim.
09/19/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: DaVita} Exchange E-Mails with Geoffrey Miller on whether DaVita has to file an Administrative Calm.
09/20/19	K.M. Howard	0.40	100.30	B310	Numerous emails and telephone conversations with creditors, former employees and patients regarding the notices received and the sale of the hospital.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	K.M. Howard	0.20	50.15	B310	Telephone conferences with former employees regarding filing proofs of claim.
09/23/19	J.A. Moe, II	0.70	374.85	B310	[Sysco Claims] Review E-Mail from and telephone call to Darryl Laddin on 503(b)(9) Claims, reviewing the Claims filed and the E-Mails previously exchanged (.20) ; E-Mail to Darryl Ladddin on Sysco Claims (.10); review exchange on multiple E-Mails with Geoffrey Miller and Bob Richards on Sysco Claims (.20); second telephone call for Darryl Laddin on third Claim (.10); review Claim and transmit to Jon Emerson and Peter Chadwick (.10).
09/26/19	K.M. Howard	0.20	50.15	B310	Telephone conference with Creditor, BMO Technologies, regarding their proof of claim and status of bankruptcy.
09/30/19	L. Livingston	1.40	333.20	B310	Save and compile all closing documents to send to Loeb party.
	Subtotal	5.00	1,947.78		

B320 - Plan and Disclosure Statement (incl. Business Plan)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	K.M. Howard	0.40	100.30	B320	Email exchanges with Carolyn Richter regarding the Proposed Order regarding the cash collateral order, culled the applicable order, and followup telephone conference with Carolyn Richter regarding same.
09/16/19	K.M. Howard	0.40	100.30	B320	Analysis of the Stipulation between Verity Health System of California, Inc. and Pension Benefit Guaranty Corporation to Continue Deadlines Related to Any Response to the Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/16/19	K.M. Howard	0.40	100.30	B320	Stipulation between Verity Health System of California, Inc., Old Republic Insurance Company, and the Chubb Companies to Continue Deadlines Related to Any Response to the Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
09/16/19	K.M. Howard	0.20	50.15	B320	Telephone conference with Darius Trugman of Global 360 regarding upcoming hearing regarding the Approval of the Disclosure Statement.
09/17/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order approving the Stipulation Continuing Deadlines related to Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum.
09/17/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order approving the Stipulation Continuing Deadlines related to any response filed by PNGC to Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum.
09/17/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order approving the Stipulation Continuing Deadlines related to any response filed by Old Republic Insurance Company and the Chubb Companies to Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum.
09/17/19	K.M. Howard	0.40	100.30	B320	Analysis of the Stipulation Continuing Deadlines related to any response filed by Old Republic Insurance Company and the Chubb Companies to Debtors' Motion to Approve Disclosure Statement filed by UMB Bank and Wells Fargo and cross-referenced same to Critical Dates Memorandum.
09/17/19	K.M. Howard	0.30	75.23	B320	Analysis of the Stipulation Continuing Deadlines related to Debtors' Motion to Approve Disclosure Statement and cross-referenced to Critical Dates Memorandum.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	K.M. Howard	0.30	75.23	B320	Analysis of the Stipulation Continuing the Hearing regarding the Transfer of Medicare Provider Agreement to Strategic Global Management and cross-referenced to Critical Dates Memorandum.
09/18/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order approving the Stipulation Continuing the Hearing and all other applicable deadlines regarding the Transfer of Medicare Provider Agreement to Strategic Global Management and reviewed and revised the Critical Dates Memorandum accordingly.
09/18/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order Approving the Stipulation Continuing Deadlines for certain Trustees to object to Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
09/19/19	K.M. Howard	0.40	100.30	B320	Analysis of Order Approving Stipulation continuing deadlines relating to any objections by the Note Trustee to the Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
09/19/19	K.M. Howard	0.40	100.30	B320	Reviewed and assembled additional objections to the Disclosure Statement (.3) and prepared emails regarding same (.1).
09/20/19	C. Doherty, Jr.	0.50	187.00	B320	Call with CenturyLink counsel regarding stipulation (.3); draft email to team regarding stipulation (.2)
09/20/19	K.M. Howard	0.40	100.30	B320	Analysis of the Order approving Stipulation continuing reply and and objection deadlines pertaining to the Motion filed by Old Republic and Chubb and reviewed and revised Critical Dates Memorandum accordingly.
09/23/19	S. Maizel	0.50	400.00	B320	Review and respond to issues re CMS and DHCS objections to disclosure statement.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/24/19	K.M. Howard	0.40	100.30	B320	Analysis of the Third Stipulation Continuing Deadlines Related to Any Response to the Debtors' Motion to Approve Disclosure Statement Filed by Old Republic Insurance Company and The Chubb Companies and cross-referenced same to Critical Dates Memorandum.
09/26/19	K.M. Howard	0.40	100.30	B320	Analysis of Court's order approving stipulation to continue hearing and deadlines for Old Republic and Chubb Companies regarding Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	K.M. Howard	0.40	100.30	B320	Analysis of Order approving stipulation to extend hearing and deadlines regarding PBGC's Motion and reviewed and revised Critical Dates Memorandum accordingly.
09/26/19	K.M. Howard	0.40	100.30	B320	Analysis of Debtors' Motion for Approval of Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
Subtotal		8.20	2,392.41		

EMP - Employee matters

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	T. Moyron	0.20	103.70	EMP	Analyze section 1113/1114 issues related to meetings and timing.
09/05/19	C. Doherty, Jr.	1.70	635.80	EMP	Attention to emails regarding negotiations and 1113 Motions and prepare CNA 1113 Motion (1.1); assist Mr. Alberts with document preparation for 1113 meetings (.6)
09/11/19	S. Maizel	0.40	320.00	EMP	Telephone conference with E. Paul, etc. re CBA negotiations.
09/17/19	T. Moyron	0.40	207.40	EMP	Conference call with S. Alberts, et al., regarding 1113/1114 motions and process.
Subtotal		2.70	1,266.90		

MED/CMS- Medicare/CMS Issues

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	N. Koffroth	0.60	300.90	MED/C	Draft stipulation and order extending briefing deadlines with respect to transfer of Medicare provider agreements
09/23/19	K.M. Howard	0.40	100.30	MED/C	Analysis of Order approving Stipulation regarding the continuance of the hearing and deadlines pertaining to issues raised regarding the transfer and/or proposed assumption, assignment, or rejection of Medicare Provider Agreements to Global Strategic Management and reviewed and revised Critical Dates Memorandum accordingly.
Subtotal		1.00	401.20		

MED/DHC- Medi-Cal/DHCS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
09/10/19	S. Maizel	0.20	160.00	MED/DHC S	Telephone conference with E. Paul, etc. re Medi-Cal offsets.
09/10/19	S. Maizel	0.30	240.00	MED/DHC S	Emails to E. Wang re Medi-Cal offsets against St. Francis.
09/11/19	K.M. Howard	0.40	100.30	MED/DHC S	Assembled DCHS's Supplemental Objection and Supporting Declaration to Debtors' Motion to Sell the Property (.3) and prepared emails to the client regarding same (.1).
09/13/19	S. Maizel	0.80	640.00	MED/DHC S	Drafting insert for DHCS Settlement proposal.
09/16/19	S. Maizel	0.50	400.00	MED/DHC S	Telephone conference with A. Chou re Medi-Cal settlement.
09/16/19	S. Maizel	1.00	800.00	MED/DHC S	Revise letter and settlement proposal to Ken Wang re Medi-Cal agreement.
09/17/19	S. Maizel	1.10	880.00	MED/DHC S	Telephone conference with T. Moyron re Medi-Cal issues (.2); telephone conference with E. Paul re same (.5); telephone conference with K. Wang re same (.2); telephone conference with T. Moyron re hearing on Medi-Cal provider agreement (.2).
09/17/19	S. Maizel	3.00	2,400.00	MED/DHC S	Revise reply to Medi-Cal supplemental opposition.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/17/19	N. Koffroth	0.30	150.45	MED/DHC S	Participate in call analyzing issues related to DHCS provider agreement issues with T. Moyron, R. Adcock, et al.
09/17/19	S. Maizel	2.00	1,600.00	MED/DHC S	Revise settlement proposal to Medi-Cal.
09/17/19	S. Maizel	0.70	560.00	MED/DHC S	Draft correspondence to G. Klausner re Medi-Cal issues vis-à-vis SGM.
09/17/19	T. Moyron	0.90	466.65	MED/DHC S	Analyze letter to DHCS and prepare comments to same (.4); conference call with E. Paul regarding same (.2); exchange emails regarding same (.3).
09/17/19	T. Moyron	0.40	207.40	MED/DHC S	Analyze emails with respect to stipulations re DHCS and CMS (.3); exchange emails with D. O'Donnell regarding DHCS objection (.1).
09/18/19	S. Maizel	4.00	3,200.00	MED/DHC S	Revise reply to Medi-Cal opposition to sale.
09/18/19	S. Maizel	0.30	240.00	MED/DHC S	Telephone conference with K. Wang re Medi-Cal provider agreement issues.
09/18/19	S. Maizel	0.50	400.00	MED/DHC S	Review and respond to emails from K. Wang re Medi-Cal issues.
09/18/19	N. Koffroth	4.40	2,206.60	MED/DHC S	Draft reply to DHCS objection to transfer of Medi-Cal provider agreements
09/18/19	T. Moyron	1.50	777.75	MED/DHC S	Analyze and prepare comments to DHCS (1.3); correspond with S. Maizel regarding same (.2).
09/19/19	S. Maizel	0.50	400.00	MED/DHC S	Telephone conference with E. Paul re Medi-Cal issues.
09/20/19	S. Maizel	0.30	240.00	MED/DHC S	Telephone conference with K. Wang re Medi-Cal issues.
09/20/19	S. Maizel	0.50	400.00	MED/DHC S	Telephone conference with E. Paul, etc. re Medi-Cal provider agreement issues.
09/20/19	S. Maizel	0.50	400.00	MED/DHC S	Review and respond to emails with K. Wang re Medi-Cal provider agreement issues (.4); telephone conference with K. Wang re same (.1).
09/20/19	N. Koffroth	0.70	351.05	MED/DHC S	Call with Committee concerning strategy related to DHCS supplemental objection to sale

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/21/19	T. Moyron	1.20	622.20	MED/DHCS	Analyze A. Chou declaration and prepare comments to same (.7); exchange emails with S. Martin regarding APA and other issues (.2); conference call with P. Chadwick regarding impact of Medi-Cal offsets (.2); analyze updated A. Chou declaration (.1).
09/21/19	S. Martin	6.80	5,173.10	MED/DHCS	Review materials received from client; prepare declaration of CFO Anita Chou in response to Supplemental Objection to Sale filed by DHCS; multiple communications relating to same.
09/21/19	S. Martin	1.10	836.83	MED/DHCS	Prepare objections to evidence filed by DHCS in opposition to sale.
09/21/19	S. Maizel	0.10	80.00	MED/DHCS	Review and comment on A. Chou declaration re DHCS objection.
09/22/19	S. Martin	3.40	2,586.55	MED/DHCS	Review detailed statement regarding debtors' objections to Medi-Cal offsets imposed by DHCS (.7); review Glenn Bunting bio materials (.2); begin preparing declaration of Glenn Bunting addressing same (2.4); communications relating to same (.1).
09/22/19	S. Martin	0.90	684.68	MED/DHCS	Continue preparation of declaration of Anita Chou(.6); communications relating to same (.3).
09/23/19	T. Moyron	0.40	207.40	MED/DHCS	Analyze updated version of A. Chou declaration (.1); analyze E. Paul email and comments (.1); exchange emails regarding finalization of declaration and filing of same (.2).
09/23/19	T. Moyron	0.20	103.70	MED/DHCS	Analyze issues related to notice of bifurcation (.1); conference call with N. Koffroth regarding same (.1) re Medi-Cal
09/23/19	T. Moyron	0.40	207.40	MED/DHCS	Analyze bifurcation notice and prepare comments to same (.2); internal calls regarding same (.2) re Medi-Cal.
09/23/19	S. Martin	0.70	532.53	MED/DHCS	Revise Anita Chou declaration (.3); communications relating to finalizing Anita Chou declaration (.4).
09/23/19	S. Maizel	0.30	240.00	MED/DHCS	Review and revise request to bifurcate hearing on Medi-Cal provider agreement.

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	S. Maizel	0.20	160.00	MED/DHC S	Review and comment on Chou declaration re Medi-Cal issues.
09/23/19	S. Maizel	0.60	480.00	MED/DHC S	Review and respond to emails with K. Wang re Medi-Cal issues.
09/23/19	K.M. Howard	0.40	100.30	MED/DHC S	Analysis of the Court's Tentative Rulings to determine remaining hearing on calendar and reviewed and revised Critical Dates Memorandum accordingly including the clarification of issues raised regarding the transfer and/or proposed assumption, assignment or rejection of Medi-Cal Agreements.
09/23/19	N. Koffroth	0.60	300.90	MED/DHC S	Draft Chou Declaration in support of reply to DHCS opposition to transfer of Medi-Cal provider agreements
09/23/19	N. Koffroth	0.20	100.30	MED/DHC S	Draft and finalize evidentiary objections to Vo declaration in support of DHCS opposition to transfer of Medi-Cal provider agreements
09/23/19	N. Koffroth	1.40	702.10	MED/DHC S	Draft notice of bifurcation of factual and legal issues for hearing on DHCS objection to transfer of provider agreements
09/24/19	K.M. Howard	2.60	651.95	MED/DHC S	Reviewed and assembled pleadings regarding to the issues pertaining to the transfer of Medi-Cal Provider Agreements and prepared hearing binders including the assembly and incorporation of additional pleadings filed day prior to hearing and Motion to Bifurcate.
09/24/19	K.M. Howard	0.20	50.15	MED/DHC S	Email exchanges with Elspeth Paul regarding the pending Medi-Cal hearing and the Medicare hearing set for October 16, 2019.
09/24/19	N. Koffroth	0.90	451.35	MED/DHC S	Participate in strategy calls concerning hearing on transfer of Medi-Cal provider agreements with M. Shinderman, D. Denny, et al. (0.6); T. Moyron, P. Chadwick, C. Doherty, et al. (0.3)
09/24/19	C. Doherty, Jr.	0.70	261.80	MED/DHC S	Attend call with Dentons and BRG regarding Offset (.5); calls with Ms. Moyron regarding same (.2)

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/24/19	S. Maizel	0.60	480.00	MED/DHCS	Telephone conference with M. Shinderman re Medi-Cal offsets.
09/24/19	S. Maizel	0.50	400.00	MED/DHCS	Review tentative ruling on Medi-Cal provider agreement transfer.
09/24/19	S. Maizel	0.10	80.00	MED/DHCS	Telephone conference with G. Klausner re Medi-Cal hearing.
09/24/19	T. Moyron	0.50	259.25	MED/DHCS	Analyze issues related to Medi-Cal recoupment and motion related thereto (.3); conference call with S. Maizel regarding same (.1); exchange emails with D. Galfus regarding same (.1).
09/24/19	T. Moyron	0.60	311.10	MED/DHCS	Conference call with M. Shiderman, et al. re Medi-Cal objection, tentative, etc.
09/24/19	J.A. Moe, II	0.50	267.75	MED/DHCS	Review California Department Of Health Care Services' Supplemental Objections To Debtors' Motion Authorizing Sale Of Property Free And Clear Of All Claims, Liens And Encumbrances, and Memorandum (.30); review the Bankruptcy Court's Tentative Ruling on the Debtors' Motion (.20).
09/24/19	J.A. Moe, II	0.40	214.20	MED/DHCS	Confer with Kathryn Howard on hearing on September 25th on the California Department of Healthcare Services Objection to the proposed sale to SGM (.10); research background and return call to Ms. Howard on issues on September 25th (.30).
09/24/19	T. Moyron	0.30	155.55	MED/DHCS	Conference call with P. Chadwick, et al., re DHCS re recoupment.
09/25/19	S. Maizel	4.00	3,200.00	MED/DHCS	Prepare for hearing on transfer of Medi-Cal provider agreement, including meeting with R. Adcock, etc. (2.0); attend hearing on transfer of Medi-Cal provider agreement (2.0).
09/25/19	C. Doherty, Jr.	0.60	224.40	MED/DHCS	Research regarding DHCS Offset Motion.
09/25/19	N. Koffroth	2.60	1,303.90	MED/DHCS	Prepare for hearing on transfer of Medi-Cal provider agreements (1.4); attend hearing on transfer of Medi-Cal provider agreements (1.2)

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/26/19	N. Koffroth	0.50	250.75	MED/DHCS	Draft order authorizing transfer of Medi-Cal provider agreements pursuant to SGM Sale
09/26/19	K.M. Howard	0.30	75.23	MED/DHCS	Analysis of the Court's Memorandum of Decision regarding the Medi-Cal Provider Agreements (.2) and prepared emails to Verity team regarding same (.1).
09/26/19	C. Doherty, Jr.	5.40	2,019.60	MED/DHCS	Prepare DHCS Offset Motion.
09/26/19	S. Maizel	1.00	800.00	MED/DHCS	Review and respond to emails re Medi-Cal recoupment motion including research.
09/26/19	S. Maizel	0.40	320.00	MED/DHCS	Telephone conference with E. Levey, etc. re Medi-Care provider agreement.
09/26/19	S. Maizel	0.20	160.00	MED/DHCS	Review and respond to emails re hearing on Medi-Care provider agreement.
09/27/19	S. Maizel	2.50	2,000.00	MED/DHCS	Review and revise motion re Medi-Cal offset (1.5); research re same (1.0).
09/27/19	S. Maizel	0.20	160.00	MED/DHCS	Review and revise order re Medi-Cal provider agreement.
09/27/19	C. Doherty, Jr.	8.60	3,216.40	MED/DHCS	Prepare DHCS Offset Motion.
09/27/19	C. Montgomery	0.20	160.00	MED/DHCS	Review Court decision regarding sale of assets free and claims of Medi-Cal provider agreements.
09/28/19	C. Doherty, Jr.	4.30	1,608.20	MED/DHCS	Prepare DHCS Offset Motion.
09/28/19	S. Maizel	0.50	400.00	MED/DHCS	Review and respond to emails re Medi-Cal offset motion.
09/29/19	C. Doherty, Jr.	4.00	1,496.00	MED/DHCS	Prepare DHCS Offset Motion (3.4); draft email memo regarding recoupment issues for SMM (.6)
09/30/19	S. Maizel	0.90	720.00	MED/DHCS	Review and revise Medi-Cal recoupment motion.
09/30/19	K.M. Howard	0.30	75.23	MED/DHCS	Prepared Transcript Order Form requesting transcript of September 25, 2019 hearing on Medi-Cal issues and DCHS' objection (.2) and filed same (.1).
09/30/19	K.M. Howard	0.10	25.08	MED/DHCS	Email exchange with Casey Doherty regarding the transcript of the September 25, 2019 hearing.
	Subtotal	88.20	52,136.08		

Verity Health System of California, Inc.
Matter: 15800425-000006
Invoice No.: 2208406

October 17, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

Task Code	Task Code Name	Fees
AGI	Attorney General Issues	121,761.52
B100	Administration	173.40
B110	Case Administration	2,817.95
B130	Asset Disposition	53,399.37
B140	Relief from Stay/Adequate Protection Proceedings	6,847.60
B180	Avoidance Action Analysis	400.00
B185	Assumption/Rejection of Leases and Contracts	3,528.65
B190	Other Contested Matters (excl. assumption/rejection motions)	5,909.63
B200	Operations	427.75
B210	Business Operations	150.45
B240	Tax Issues	107.10
B300	Claims and Plan	1,589.60
B310	Claims Administration and Objections	1,947.78
B320	Plan and Disclosure Statement (incl. Business Plan)	2,392.41
EMP	Employee matters	1,266.90
MED/CMS	Medicare/CMS Issues	401.20
MED/DHCS	Medi-Cal/DHCS Issues	52,136.08
	Total This Matter	\$255,257.39
	Total This Matter	\$255,257.39

COMBINED TOTALS

Total Hours	467.50
Fee Total, all Matters	\$ 255,257.39
Invoice Total, all Matters	<u>\$ 255,257.39</u>

DENTONS

Desc Exhibit D. Fee Statement for September 2019 Page 187 of 207

Suite 2500
Los Angeles, California 90017-5704

For full details of our policy, please refer to our website at www.dentons.com.
Dentons -- continuing services throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208408

Matter: 15800425-000007
St. Louise Regional Hospital

Payment Due Upon Receipt

Total This Invoice \$ 528.70

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

333 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

As of 03/10/2017, Froyda & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208408

For Professional Services Rendered through September 30, 2019:

Matter: 15800425-000007
St. Louise Regional Hospital

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/23/19	K. Murphy	0.10	41.65	B190	[Steele] Prepare for status conference by analyzing report from prior conference and minute order re same.
09/24/19	K. Murphy	0.70	291.55	B190	[Steele] Attend status conference (.6) and prepare report re the same (.1).
09/24/19	J.A. Moe, II	0.10	53.55	B190	[Steele v. Saint Louise] Review Report on Case Management Conference on Superior Court Litigation, and Karen Chapman's E-Mail on Local Counsel Cyrus Tabari.
09/24/19	K. Murphy	0.10	41.65	B190	[Steele] Analyze and respond to email from Kathleen Conway re further handling of the case defense.
09/24/19	K.M. Howard	0.40	100.30	B190	Analysis of email chain regarding the further status conference in Steele v. Saint Louise Regional Hospital litigation and reviewed and revised Litigation Management Chart accordingly.
	Subtotal	1.40	528.70		

St. Louise Regional Hospital
Matter: 15800425-000007
Invoice No.: 2208408

October 23, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B190	Other Contested Matters (excl. assumption/rejection motions)	528.70
	Total This Matter	\$528.70

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
J.A. Moe, II	\$535.50	0.10	\$53.55
K. Murphy	\$416.50	0.90	\$374.85
K.M. Howard	\$250.75	<u>0.40</u>	<u>\$100.30</u>
Totals		1.40	\$528.70
Fee Total	\$	528.70	
Invoice Total	\$	<u>528.70</u>	

DENTONS

Desc Exhibit D. Fee Statement for September 2019 Page 190 of 207

Suite 2500
Los Angeles, California 90017-5704Also, Denton Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208409Matter: 15800425-000008
Seton Medical Center and Seton Coastside

Payment Due Upon Receipt

Total This Invoice

\$ 2,153.23

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS601 S. Figueroa Street
Suite 2500

Los Angeles, California 90017-5704

Allison Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208409

For Professional Services Rendered through September 30, 2019:

Matter: 15800425-000008
Seton Medical Center and Seton Coastside

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	C. Montgomery	0.60	480.00	B130	Communications with P Elspeth regarding Cash management order and patient trust accounts.
09/18/19	T. Moyron	0.50	259.25	B130	Analyze objection re medical staff of Seton (.3); conference call with E. Paul regarding same (.1); prepare email to K. Edgerton regarding same (.1).
	Subtotal	1.10	739.25		

Seton Medical Center and Seton Coastside
Matter: 15800425-000008
Invoice No.: 2208409

October 23, 2019

B140 - Relief from Stay/Adequate Protection Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	J.A. Moe, II	0.40	214.20	B140	[Parada v. Seton] Review Motion and Stipulation, and prepare draft of the Order granting the Motion.
09/04/19	J.A. Moe, II	0.10	53.55	B140	[Parada v. Seton] Revise the Order on the Amended Motion For Relief From Stay.
09/05/19	J.A. Moe, II	0.10	53.55	B140	[Parada v. Seton] Review. and complete the proposed Order on Motion For Relief From Stay.
09/06/19	J.A. Moe, II	0.20	107.10	B140	[Parada v. Seton] Review draft Order and exchange E-Mails with Nelson Barry, obtaining approval of proposed Order.
09/10/19	K.M. Howard	0.30	75.23	B140	Analysis of Order Granting Motion for Relief from Stay in Parada v. Seton Medical Center and reviewed and revised Litigation Management Chart accordingly.
09/11/19	J.A. Moe, II	0.10	53.55	B140	[Parada v. Seton] Review entered Order on relief from stay and transmittal of the Order to Nelson Barry.
Subtotal		1.20	557.18		

Seton Medical Center and Seton Coastside
Matter: 15800425-000008
Invoice No.: 2208409

October 23, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/02/19	J.A. Moe, II	0.10	53.55	B190	[Atogwe v. Seton] Exchange E-Mails with Elina Tilman on proposed letter to the Department of Fair Housing And Employment on DEFH Complaint.
09/16/19	J.A. Moe, II	0.20	107.10	B190	[Meeko v. Seton] Review E-mail from Ahn Ruda on preparing analysis of the exposure on the Meeko Case, and issues related to insurance (.10); review E-Mails between Elspeth Paul and Ahn Ruda on conferring on Mediation (.10).
09/17/19	J.A. Moe, II	0.20	107.10	B190	[Meeko v. Seton] Exchange multiple E-Mails with Elspeth Paul, Steve Sharrer and Ahn Ruda on upcoming conference call on the settlement posture of the Case (.10); preliminarily review Ahn Ruda's lengthy analysis of the Meeko Case (.10).
09/17/19	J.A. Moe, II	0.30	160.65	B190	[Meeko v. Seton] Prepare for and conference call with Elspeth Paul, Ahn Ruda and Steve Sharrer reviewing the Meeko Case and authority to proceed with the Mediation.
09/23/19	J.A. Moe, II	0.50	267.75	B190	[Meeko v. Seton] Telephone conference with Ahn Ruda, Steve Sharrer and Mediator on settlement discussions with counsel for Mary Meeko, and review on how to Bruce Hyman wants to proceed and Seton's/Ahn Ruda's response.
09/26/19	J.A. Moe, II	0.10	53.55	B190	[Meeko v. Seton] Telephone call with Ahn Ruda on resolution of Meeko.
09/30/19	J.A. Moe, II	0.20	107.10	B190	[Meeko v. Seton] Telephone call returned to Elina Tilman on completing a Stipulation on Meeko Settlement and preservation of PTO Claim, reviewing language for settlement.
Subtotal		1.60	856.80		

Seton Medical Center and Seton Coastside
Matter: 15800425-000008
Invoice No.: 2208409

October 23, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B130	Asset Disposition	739.25
B140	Relief from Stay/Adequate Protection Proceedings	557.18
B190	Other Contested Matters (excl. assumption/rejection motions)	856.80
	Total This Matter	\$2,153.23

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	0.60	\$480.00
T. Moyron	\$518.50	0.50	\$259.25
J.A. Moe, II	\$535.50	2.50	\$1,338.75
K.M. Howard	\$250.75	<u>0.30</u>	<u>\$75.23</u>
Totals		3.90	\$2,153.23

Fee Total \$ 2,153.23

Invoice Total \$ 2,153.23

DENTONS

301 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Also, Denton Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208410

Matter: 15800425-000010
Verity Medical Foundation

Payment Due Upon Receipt

Total This Invoice \$ 33,784.75

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

301 E. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

As of 03/10/2017, Froy & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208410

For Professional Services Rendered through September 30, 2019:

Matter: 15800425-000010
Verity Medical Foundation

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
09/04/19	N. Koffroth	0.90	451.35	B110	Call with VMF management concerning outstanding case issues
09/04/19	P. Maxcy	1.00	739.50	B110	VMF leadership call.
09/11/19	P. Maxcy	1.10	813.45	B110	Participate in VMF leadership call.
09/24/19	T. Moyron	1.00	518.50	B110	Conference call regarding VMG (.8); analyze P. Chadwick email and response to same (.1); and attached budget (.1).
	Subtotal	4.00	2,522.80		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2208410

October 23, 2019

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
09/03/19	G. Miller	0.40	176.80	B130	Revised Radnet 9019 motion
09/04/19	T. Moyron	0.60	311.10	B130	Analyze, prepare and finalize Radnet motion.
09/04/19	P. Maxcy	2.10	1,552.95	B130	Review SVMD draft of settlement agreement and discuss same with J. Gordon, M. Kwok.
09/05/19	T. Moyron	0.30	155.55	B130	Analyze cash collateral order and prepare additional potential language.
09/05/19	K.M. Howard	0.40	100.30	B130	Analysis of Debtors' Motion to Approve Settlement and APA between Verity Medical Foundation, VHS and Radnet Management, and the Court's Notice and reviewed and revised Critical Dates Memorandum accordingly.
09/05/19	P. Maxcy	2.30	1,700.85	B130	Review SVMD agreement.
09/05/19	P. Maxcy	1.00	739.50	B130	Conference with J. Gordon, M. Kwok, M. Rotunno regarding SVMD agreement.
09/05/19	P. Maxcy	0.50	369.75	B130	Conference with P. Chadwick and N. Haslun regarding SVMD issues.
09/05/19	P. Maxcy	2.00	1,479.00	B130	Work with M. Kwok on SVMD records issue.
09/06/19	P. Maxcy	2.30	1,700.85	B130	Review and revise SVMD draft of settlement agreement.
09/06/19	P. Maxcy	0.80	591.60	B130	Calls with Verity regarding various SVMD issues.
09/06/19	P. Maxcy	0.40	295.80	B130	Conference with SVMD counsel regarding open issues on settlement.
09/06/19	P. Maxcy	0.40	295.80	B130	Prepare extension agreement for SVMD.
09/06/19	P. Maxcy	2.70	1,996.65	B130	Various calls and discussions regarding SVMD agreement.
09/09/19	P. Maxcy	0.50	369.75	B130	Summarize SVMD benefits.
09/09/19	P. Maxcy	1.20	887.40	B130	Continue work on SVMD settlement.
09/10/19	P. Maxcy	0.70	517.65	B130	Review and comment on SVMD revisions to settlement.
09/10/19	P. Maxcy	0.50	369.75	B130	Work on Hunt settlement.

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2208410

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/10/19	G. Miller	0.40	176.80	B130	Meeting with P. Maxcy to discuss settlement with Hunt.
09/11/19	T. Moyron	0.60	311.10	B130	Conference call re VMG bonuses and analyze related issues.
09/11/19	P. Maxcy	2.90	2,144.55	B130	Revise SVMD settlement agreement.
09/12/19	P. Maxcy	1.40	1,035.30	B130	Work on final changes to SVMD agreement and distribute final edits to working.
09/12/19	P. Maxcy	1.00	739.50	B130	Conference with SVMD re status of agreement and next steps.
09/18/19	P. Maxcy	1.10	813.45	B130	Revise draft of SVMD agreement to account for trust mechanism.
09/18/19	T. Moyron	0.20	103.70	B130	Analyze issues related to third party request provisions re SVMD.
09/19/19	P. Maxcy	1.30	961.35	B130	Revise SVMD settlement agreement.
09/19/19	G. Miller	0.90	397.80	B130	Draft settlement with Hunt Spine Institute.
09/20/19	G. Miller	1.30	574.60	B130	Draft settlement with Hunt Spine Institute.
09/20/19	G. Miller	1.60	707.20	B130	Draft motion to approve Hunt settlement agreement.
09/20/19	P. Maxcy	0.80	591.60	B130	Review draft settlement and conference call with SVMD re status of open issues.
09/20/19	P. Maxcy	0.20	147.90	B130	Check status of Hunt settlement.
09/22/19	G. Miller	1.30	574.60	B130	Draft settlement with Hunt Spine Institute.
09/23/19	G. Miller	1.00	442.00	B130	Revise motion to approve Hunt settlement agreement
09/23/19	P. Maxcy	1.30	961.35	B130	Work on Hunt settlement motion.
09/24/19	K.M. Howard	0.60	150.45	B130	Reviewed and assembled pleadings regarding Debtors' Motion to Approve Settlement and APA among Verity Medical Foundation, Verity Health, and RadNet Management and prepared hearing binders.
09/24/19	N. Koffroth	0.80	401.20	B130	Participate in strategy call concerning VMG winddown budget with P. Chadwick, T. Moyron, et al.
09/24/19	P. Maxcy	0.40	295.80	B130	Various discussions re RadNet settlement.

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2208410

October 23, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/25/19	P. Maxcy	0.20	147.90	B130	Review draft order to approve RadNet settlement.
09/25/19	P. Maxcy	0.50	369.75	B130	Follow up on service issues and status of motion to approve RadNet settlement.
09/25/19	G. Miller	0.70	309.40	B130	Draft order approving Radnet settlement agreement
09/27/19	P. Maxcy	1.50	1,109.25	B130	Revise SVMD agreement and discuss status with M. Rotunno and M. Kwok.
09/30/19	P. Maxcy	1.50	1,109.25	B130	Review draft of Hunt settlement motion and comment on same.
09/30/19	P. Maxcy	1.30	961.35	B130	Work with M. Kwok on remaining SVMD agreement issues.
	Subtotal	43.90	29,148.20		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2208410

October 23, 2019

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
09/06/19	G. Miller	1.00	442.00	B210	Draft motion re VMF record retention/destruction.
09/24/19	S. Maizel	0.70	560.00	B210	Telephone conference with P. Chadwick re VMG budget issues.
	Subtotal	1.70	1,002.00		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2208410

October 23, 2019

B300 - Claims and Plan

Date	Timekeeper	Hours	Amount	Task	Narrative
09/13/19	T. Moyron	0.60	311.10	B300	Analyze email from M. Harris re PBGC (.1); prepare respond to same (.1); exchange emails with S. Alberts and D. Galfus regarding PBGC proposal (.2); conference call with S. Alberts regarding same (.2).
	Subtotal	0.60	311.10		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2208410

October 23, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
09/24/19	S. Alberts	0.80	640.00	B310	Claims. Confer with client about VMG issues.
	Subtotal	0.80	640.00		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2208410

October 23, 2019

B320 - Plan and Disclosure Statement (incl. Business Plan)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/09/19	J.A. Moe, II	0.30	160.65	B320	[Insured Claims: Dahl v. Verity Medical Foundation] Exchange E-Mails with Louise Ann Fernandez on background to the Claim (.10); review Complaint and telephone call returned from Ms. Fernandez on background and exposure (.20).
	Subtotal	0.30	160.65		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2208410

October 23, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B110	Case Administration	2,522.80
B130	Asset Disposition	29,148.20
B210	Business Operations	1,002.00
B300	Claims and Plan	311.10
B310	Claims Administration and Objections	640.00
B320	Plan and Disclosure Statement (incl. Business Plan)	160.65
Total This Matter		\$33,784.75

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
S. Alberts	\$800.00	0.80	\$640.00
S. Maizel	\$800.00	0.70	\$560.00
P. Maxcy	\$739.50	34.90	\$25,808.55
T. Moyron	\$518.50	3.30	\$1,711.05
J.A. Moe, II	\$535.50	0.30	\$160.65
G. Miller	\$442.00	8.60	\$3,801.20
N. Koffroth	\$501.50	1.70	\$852.55
K.M. Howard	\$250.75	<u>1.00</u>	<u>\$250.75</u>
Totals		51.30	\$33,784.75

Fee Total \$ 33,784.75

Invoice Total \$ 33,784.75



Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208411

Matter: 15800425-000014
Seton Medical Center Foundation

Payment Due Upon Receipt

Total This Invoice	\$ 1,684.80
--------------------	-------------

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208411

For Professional Services Rendered through September 30, 2019:

Matter: 15800425-000014
Seton Medical Center Foundation

B320 - Plan and Disclosure Statement (incl. Business Plan)

Date	Timekeeper	Hours	Amount	Task	Narrative
09/09/19	S. Maizel	0.10	80.00	B320	Review and respond to emails re response to M. St. Jones re Seton Charitable funds.
09/10/19	N. Koffroth	3.20	1,604.80	B320	Draft email response to M. St. James concerning inquiry related to disposition of properly donor-restricted funds
	Subtotal	3.30	1,684.80		

Seton Medical Center Foundation
Matter: 15800425-000014
Invoice No.: 2208411

October 23, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B320	Plan and Disclosure Statement (incl. Business Plan)	1,684.80
	Total This Matter	\$1,684.80

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
S. Maizel	\$800.00	0.10	\$80.00
N. Koffroth	\$501.50	3.20	\$1,604.80
Totals		3.30	\$1,684.80
Fee Total	\$	1,684.80	
Invoice Total	\$	<u>1,684.80</u>	

EXHIBIT E

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219475

Matter: 15800425-000003
Verity Health System of California

Payment Due Upon Receipt

Total This Invoice \$ 377,704.33

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219475

For Professional Services Rendered through October 31, 2019:

Matter: 15800425-000003
Verity Health System of California

APP - Appellate Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	K.M. Howard	0.30	75.23	APP	Reviewed Critical Dates Memorandum regarding the telephonic settlement assessment conference set in UCC v. Verity in the Ninth Circuit (.1) and email exchanges with Tania Moyron regarding same (.2).
10/08/19	N. Koffroth	11.20	5,616.80	APP	Draft objection to DHCS motion for stay pending appeal
10/09/19	C. Montgomery	0.20	160.00	APP	Communications with T Moyron 9th Circuit settlement conference (.2)
10/10/19	N. Koffroth	1.70	852.55	APP	Draft evidentiary objections to Wang Declaration in support of motion for stay pending appeal
10/10/19	N. Koffroth	4.00	2,006.00	APP	Draft opposition to DHCS motion for stay pending appeal
10/11/19	N. Koffroth	3.10	1,554.65	APP	Draft opposition to DHCS motion for stay pending appeal (2.4); draft declaration in support of opposition to DHCS motion (0.7)
10/14/19	K.M. Howard	0.30	75.23	APP	Analysis of the Notice of Referral of Appeal to the United States District Court and attachments thereto.
10/22/19	N. Koffroth	1.00	501.50	APP	Preparation for hearing re DHCS motion for stay pending appeal of order authorizing transfer of Medi-Cal provider agreements
10/22/19	N. Koffroth	0.80	401.20	APP	Hearing re DHCS motion for stay pending appeal of order authorizing transfer of Medi-Cal provider agreements
10/26/19	N. Koffroth	0.40	200.60	APP	Call with T. Moyron, C. Montgomery, et al. re Committee's urgent motion re DIP appeal

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/26/19	N. Koffroth	0.40	200.60	APP	Review and analyze Committee's urgent motion re DIP appeal
10/26/19	T. Moyron	1.20	622.20	APP	Analyze urgent motion to supplement record (.2); prepare emails to R. Adcock, et al., regarding same and response brief (.2); analyze briefing schedule (.1); analyze opening brief filed by Committee (.3); conference call with N. Koffroth regarding appeal matters and next steps (.4).
10/28/19	L. Macksoud	2.30	1,006.83	APP	Confer with C. Montgomery re NDA extensions (.1), draft amendment to all outstanding NDAs with lenders (.5), draft emails to lenders regarding same (.2), review urgent motion filed by Committee in 9th Circuit Appeal (.5), confer with T. Moyron re same, (.2), review emails with lenders' counsel re same (.2) and draft opposition to Committee motion (.6)
10/29/19	L. Macksoud	3.50	1,532.13	APP	Review documents to be included in supplemental record and draft and revise objection to Committee's motion re same (3.2), confer with N. Koffroth and C. Montgomery re same (.3)
10/29/19	N. Koffroth	0.10	50.15	APP	Call with T. Moyron analyzing issues re opposition to Committee's motion to supplement the record on appeal re DIP appeal
10/29/19	T. Moyron	1.20	622.20	APP	Analyze issues related to Committee's urgent motions and related timing (.6); analyze issues related to DIP appeal at the Circuit (.3); analyze related correspondence (.3).
10/29/19	C. Montgomery	1.20	960.00	APP	Phone conference with C. Whitmore regarding Committee mootness appeal, and remediation issues (.5); communications with T. Moyron regarding same (.2); phone call with D. Galfus regarding cash collateral burn (.5).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/29/19	C. Montgomery	0.50	400.00	APP	Communications with T Moyron and L Macksoud regarding response to emergency motion to supplement record at 9th Circuit (.1); phone call with C Whitmore regrading same (.1) ; confer with L Macksoud regarding Committee motion to supplement the record And appeal issues (.2); communications regarding draft opposition (.1).
10/30/19	C. Montgomery	3.70	2,960.00	APP	Review and Revise Response in Opposition to Urgent Motion to Supplement the record on appeal (3.6); communications with L Macksoud and T Moyron regarding same (.1).
10/30/19	L. Macksoud	1.60	700.40	APP	Review comments to opposition to committee's urgent motion to supplement record on appeal, research additional case law and revise over same.
10/31/19	L. Macksoud	3.80	1,663.45	APP	Additional research for opposition to urgent motion to supplement record on appeal, draft and revise same
10/31/19	C. Montgomery	2.70	2,160.00	APP	Phone conference with L Macksoud regarding issues and further revisions to response in opposition to supplement record on appeal (2.70).
Subtotal		45.20	24,321.72		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B100 - Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
10/02/19	T. Moyron	4.50	2,333.25	B100	Meet with R. Adcock, E. Paul, BRG, et al. re timing issues related to AG motion, plan timeline, etc., and liquidity.
10/02/19	A. Ruegger	0.10	80.00	B100	Communications with BRG regarding weekly call schedule.
10/02/19	S. Maizel	3.50	2,800.00	B100	Office conference with R. Adcock, etc. re pending issues.
10/03/19	J.A. Moe, II	0.10	53.55	B100	[Sutter Health] Telephone call to Tyler Cunningham, and review Subpoena and the letter.
10/03/19	T. Moyron	0.50	259.25	B100	Conference call with R. Adcock regarding insurance issues and other case issues (.2); conference call with R. Adcock regarding SGM sale, WARN, and other issues (.3)
10/04/19	T. Moyron	0.50	259.25	B100	Weekly conference call with Verity, BRG, et al. re motion to continue DS, plan, SGM sale, and other case matters.
10/04/19	S. Maizel	0.50	400.00	B100	Telephone conference with R. Adcock, etc. re pending issues.
10/04/19	K.M. Howard	0.20	50.15	B100	Reviewed Critical Dates Memorandum and prepared email to Elspeth Paul pertaining to the hearings set on October 15, 2019.
10/08/19	S. Maizel	0.20	160.00	B100	Telephone conference with T. Moyron re pending issues.
10/09/19	T. Moyron	3.10	1,607.35	B100	Meeting with E. Paul regarding SGM sale, plan and disclosure statement and other issues.
10/10/19	I. Beste	0.30	79.20	B100	Conduct legal research to obtain filings from bankruptcy case docket at the request of Jacqueline Whipple.
10/14/19	K.M. Howard	0.40	100.30	B100	Reviewed and revised Critical Dates Memorandum (.3) and prepared email regarding same (.1).
10/16/19	N. Koffroth	0.30	150.45	B100	Call with T. Moyron re outstanding case issues and analysis of deadlines
10/17/19	C. Heddesheimer	0.40	173.40	B100	Attend weekly update call.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/18/19	K.M. Howard	0.20	50.15	B100	Email exchange with Ann Bruscella regarding a refund check from Hyatt Court Reporters for a hearing transcript.
10/18/19	S. Maizel	0.40	320.00	B100	Telephone conference with T. Moyron re pending issues.
10/18/19	S. Maizel	0.20	160.00	B100	Telephone conference with T. Moyron re pending issues.
10/22/19	E. Cobarrubias	0.30	80.33	B100	Pull decisions in Cal. Ins. Guarantee v. Azar, and Tulare Pediatric v. State Dep't. of Health Care Svcs., for S. Maizel.
10/24/19	C. Heddesheimer	0.40	173.40	B100	Attend weekly update call.
10/25/19	S. Maizel	0.70	560.00	B100	Telephone conference with R. Adcock, etc. re pending issues.
10/28/19	N. Koffroth	1.10	551.65	B100	Draft memorandum analyzing outstanding case deadlines and issues
10/29/19	K.M. Howard	0.60	150.45	B100	Reviewed Critical Dates Memorandum and cross-referenced to recent orders and stipulations to confirm that continuances of hearing and deadlines have been recorded.
Subtotal		18.50	10,552.13		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	N. Koffroth	1.90	952.85	B110	Draft and revise memorandum analyzing case strategy and related deadlines
10/02/19	T. Moyron	1.80	933.30	B110	Analyze and prepare correspondence regarding Marillac, Nant, DHCS, CMS, VMF, administrative bar date, VMF, cash flow forecast, plan and saletime lines and correspond regarding same.
10/04/19	N. Koffroth	0.80	401.20	B110	Draft memorandum analyzing case strategy issues and related deadlines
10/04/19	T. Moyron	0.40	207.40	B110	Prepare email to E. Paul, et al., regarding Ombudsman Report (.2); analyze same (.2).
10/04/19	T. Moyron	0.70	362.95	B110	Analyze project memo and coordinate calendar for filing of motions and discuss same with N. Koffroth.
10/07/19	T. Moyron	0.40	207.40	B110	Analyze E. Paul, et al., emails re document retention (.1); analyze issues related to Cerner limited objection (.2); analyze issues in SOBC draft (.1).
10/10/19	T. Moyron	0.30	155.55	B110	Analyze and prepare Sterner Stipulation (.2); exchange emails with J. Moe regarding same (.1).
10/21/19	T. Moyron	0.80	414.80	B110	Conference call with P. Chadwick and D. Galfus regarding operations, SGM Sale and other issues.
10/22/19	D. Pina	0.30	95.63	B110	Communications with L. Macksoud regarding Nuveen first amended confidentiality agreement (.1); update electronic case records and distribute fully executed file copy (.2).
10/22/19	L. Macksoud	0.10	43.78	B110	Emails with Nuveen re NDA
10/25/19	T. Moyron	1.60	829.60	B110	Analyze correspondence regarding VMG, relief from stay motions, employee settlements, SPAs re Marillac, section 1113/1114 matters and respond to same.
Subtotal		9.10	4,604.46		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J. Fisher	1.30	491.40	B130	Review schedules and SPA matters (.5); conferences regarding same (.3); revise form NDA (.5).
10/05/19	T. Moyron	1.90	985.15	B130	Conference call with O. Pinkas, et al., regarding questions in SPA (.7); analyze email from L. Wall (.1) and attached SOBC draft comments to APA (.2); exchange emails with L. Wall regarding teaser (.2); analyze teaser and prepare comments thereto (.3); exchange emails with J. Moloney regarding Verity hospital teaser and review same (.2); analyze questions from ACG and responses thereto (.2).
10/07/19	A. Dondoyano	0.10	32.30	B130	Review 593C and FIRPTA forms.
10/08/19	G. Miller	0.40	176.80	B130	Draft stipulation continuing Nant cure objection deadline.
10/09/19	G. Miller	1.00	442.00	B130	Draft omnibus stipulation continuing hearing re cure objections and file same.
10/09/19	G. Miller	0.50	221.00	B130	Draft stipulation continuing Nant cure objection deadline and file same.
10/09/19	P. Maxcy	0.70	517.65	B130	Telecon with E. Paul et al re Swinerton issues.
10/14/19	J. Fisher	2.30	869.40	B130	Conference regarding SOBC and ACG bids (1.0); work on schedules (.5); revise and transmit SPAs (.8).
10/21/19	P. Maxcy	0.50	369.75	B130	Conference with Athena re assignment of IDX contract.
10/21/19	P. Maxcy	0.40	295.80	B130	Review changes to Athena consent to assignment.
10/22/19	P. Maxcy	0.50	369.75	B130	Revise Athena consent to assignment.
10/22/19	N. Koffroth	1.60	802.40	B130	Meeting with E. Paul and T. Moyron re recovery models
10/23/19	N. Koffroth	0.40	200.60	B130	Review and analyze issues concerning receivables (0.2); call with D. Galfus, T. Moyron, et al. re same (0.2)
10/24/19	N. Koffroth	0.30	150.45	B130	Analyze recovery models with P. Chadwick, et al.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/28/19	P. Maxcy	1.10	813.45	B130	Review and discuss assignment of IDX contract and review draft of motion for same.
10/28/19	G. Miller	0.30	132.60	B130	Review revisions to Medtronic stipulation.
10/29/19	P. Maxcy	1.20	887.40	B130	Edit IDX assignment motion.
10/29/19	G. Miller	1.30	574.60	B130	Review revisions to Medtronic stipulation and comment on same,
10/30/19	G. Miller	0.40	176.80	B130	Review revisions to Medtronic stipulation and comment on same.
	Subtotal	16.20	8,509.30		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B140 - Relief from Stay/Adequate Protection Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
10/10/19	T. Moyron	0.10	51.85	B140	Analyze A. Ruda, et al., emails re Shank.
10/28/19	S. Alberts	0.20	160.00	B140	Stay Relief. Review motions and orders entered concerning stay relief.
	Subtotal	0.30	211.85		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B150 - Meetings of and Communications with Creditors

Date	Timekeeper	Hours	Amount	Task	Narrative
10/18/19	T. Moyron	0.30	155.55	B150	Finalize letter to M. Shinderman (.2); prepare emails to Verity and BRG regarding same (.1).
10/25/19	N. Koffroth	1.40	702.10	B150	Calls with R. Adcock, E. Paul, et al. re issues raised by Committee (0.6); call with M. Shinderman, et al. re outstanding case issues (0.8)
	Subtotal	1.70	857.65		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B160 - Fee/Employment Applications

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	K.M. Howard	0.20	50.15	B160	Reviewed and revised Critical Dates Memorandum regarding the hearing on the Third Interim Fee Applications.
10/01/19	C. Montgomery	0.30	240.00	B160	Communications with T. Moyron and D. Galfus regarding review Committee fee application and supplemental cash collateral order.
10/02/19	K.M. Howard	0.40	100.30	B160	Analysis of Notice of Hearing regarding Professionals' Third Interim Fee Applications and reviewed and revised Critical Dates Memorandum accordingly.
10/02/19	K.M. Howard	0.30	75.23	B160	Finalized and filed Supplement to Notice of Twelfth Monthly Fee Applications.
10/02/19	K.M. Howard	0.80	200.60	B160	Analysis of the August Fee Application of Milbank Tweed (.2) analysis of the August Fee Application of FTI Consulting (.2); prepared Supplement to Notice of Twelfth Monthly Fee Applications (.4).
10/03/19	J.A. Moe, II	0.10	53.55	B160	[Dentons August Monthly Statement] Review LEDES Statement and E-Mail to Hatty Yip transmitting Statement.
10/04/19	J.A. Moe, II	0.10	53.55	B160	[Dentons' September Monthly Statement] Preliminary review the September Statements
10/04/19	K.M. Howard	2.70	677.03	B160	Reviewed and revised First Interim Fee Application (.6); reviewed, revised and assembled all exhibits to First Interim Fee Application including Dentons' billing statements for May - August 2019, chart reflecting categorized expenses, charts reflecting summaries of hours and fees for timekeepers, charts reflecting summaries of time, fees and expenses by task code and by Debtor (1.4); culled biographies of all billing professionals (.4); organized and finalized all exhibits to Debtors' First Interim Fee Application (.3).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/07/19	J.A. Moe, II	2.60	1,392.30	B160	[Dentons September Monthly Statement] Review and make first revisions to Statements on Submatters 4, 5, 7, 8, 10 and 14 and the Expense Statement (.40), then make first set of revisions to Statement on Submatter No. 6 (.60), then commence first set of revisions to Statement on Submatter 3 (1.60), all in accordance with U.S. Trustee Guidelines.
10/08/19	J.A. Moe, II	0.20	107.10	B160	[Dentons Third Interim Application] Prepare first and second drafts of the assignment Memorandum on descriptions of services performed during the Third Interim Period.
10/08/19	J.A. Moe, II	1.40	749.70	B160	[Dentons September Monthly Statement] Review and make first revisions to remaining Statements on Submatter 3, in compliance with the U.S. Trustee Guidelines.
10/09/19	J.A. Moe, II	0.20	107.10	B160	[Dentons Third Interim Application] Review and make minor modifications to the Third Interim Application.
10/10/19	K.M. Howard	1.90	476.43	B160	Review, edit and correct Dentons' September 2019 Billing Statements to bring into compliance with the U.S. Trustee's Guidelines.
10/11/19	K.M. Howard	2.60	651.95	B160	Review, edit and correct Dentons' September 2019 Billing Statements to bring into compliance with the U.S. Trustee's Guidelines.
10/14/19	J.A. Moe, II	1.10	589.05	B160	[Dentons September Statements] Review page by page the revisions to the first set of Statements, on internal calculations, performed by Kathryn Howard (.60); cull through and collect, then transmit to Katherine Smith the revisions (.20) telephone call to Margaret Welch on the required completions of descriptions for her work (.10); review, prepare descriptions to be completed, and transmit descriptions with parenthetical's to Ms. Welch (.20).
10/14/19	K.M. Howard	1.60	401.20	B160	Review, edit and correct Dentons' September 2019 Billing Statements to bring into compliance with the U.S. Trustee's Guidelines.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	K.M. Howard	0.20	50.15	B160	Analysis of emails regarding the preparation of Dentons' Third Interim Fee Application.
10/15/19	K.M. Howard	3.90	977.93	B160	Review and assemble Dentons' billing statements from May through August 2019 and began working on preparation of Dentons' Third Interim Fee Application.
10/15/19	J.A. Moe, II	1.40	749.70	B160	[Dentons Third Interim Application] E-Mail to Claude Montgomery, exchange E-Mails with Sam Alberts, and E-Mails and telephone calls to Patrick Marcy and Sandra McCandless on preparing sections of the Fee Application (.60); review and transmit to Ms. McCandless and Anna Youseff, and to Sam Alberts and to Patrick Maxcy, their sections of the Second Interim Fee Application for review (.40); telephone call to Geoffrey Miler and prepare section of Second Interim Fee Application to transmit to Mr. Miller (.20); review and make minor corrections to the current version of the Fee Application (.10); revise Memorandum preparing section of the Fee Applications (.10).
10/15/19	S. McCandless	0.70	559.30	B160	Telephone call and emails with J. Moe regarding Third Interim Fee Application (.30); review Second Interim Fee Application for preparation of Third Fee Application (.40).
10/16/19	S. McCandless	0.30	239.70	B160	Review J. Moe memo regarding Third Fee Application and prepare for drafting of same.
10/16/19	K.M. Howard	0.20	50.15	B160	Email exchanges with Ann Bruscella regarding the payment received from the client.
10/16/19	K.M. Howard	2.60	651.95	B160	Analysis of Dentons' billing statements from May - August 2019 and worked on preparation of Dentons' Third Interim Fee Application.
10/16/19	J.A. Moe, II	0.20	107.10	B160	[Dentons' Third Interim Application] Prepare first draft of the section of the Fee Application on resolving Motions For Relief From The Automatic Stay.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/16/19	J.A. Moe, II	0.30	160.65	B160	[Dentons' Third Interim Application] Modify and expand Memorandum on Categories of Tasks performed by Dentons, to be included in the Fee Application (.20); E-Mail to drafters on narratives on work performed by Dentons (.10).
10/16/19	J.A. Moe, II	0.20	107.10	B160	Review draft of the Third Interim Fee Application and confer with Kathryn Howard on amounts due Dentons, calculation of amounts to be included in the Fee Application, and Docket Numbers to be referenced in the Fee Application.
10/16/19	J.A. Moe, II	0.30	160.65	B160	[Dentons Third Interim Application] Review and make one correction to, then transmit for review internally the proposed List of Categories of Services performed by Dentons between May 1st and August 31st (.20); confer with Karleen Murphy on preparing section on litigation in the Superior Court. (.10)
10/17/19	J.A. Moe, II	0.90	481.95	B160	[Dentons September Monthly Statement] Commence review of first set of revised Statements, revising Statements on Submatters 3, 5, 7, 8, 4, 6, and the Expense Statement.
10/18/19	J.A. Moe, II	2.70	1,445.85	B160	[Dentons September Monthly Fee Application] Commence review of the first set of revisions to the Statements on Submatter No 3, in accordance with the U.S. Trustee Guidelines (2.20); exchange E-Mails with Margaret Welch on obtaining her insert for the Statements (10); E-Mails to S. Martins on work performed (.20); identify, highlight, and transmit to Tania Moyron correction (20.) .
10/18/19	K.M. Howard	0.40	100.30	B160	Reviewed Dentons billing statements from May 2019 - August 2019 and culled categories pertaining to B230 Financing and Cash Collateral and prepared email to Claude Montgomery regarding same.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/18/19	J.A. Moe, II	0.50	267.75	B160	[Dentons Third Interim Fee Application] Review Sam Albert's insert for the Fee Application, review insert on relief from stay, then make revisions to the Fee Application, including placing the inserts into the Fee Application (.40); confer with Kathryn Howard on status of preparing data on DIP Financing for review by Claude Montgomery (.10).
10/18/19	K.M. Howard	2.50	626.88	B160	Reviewed Dentons' billing statements for May-August 2019 and prepared Summary of Hours and Fees for Dentons' Timekeepers.
10/21/19	K. Murphy	0.10	41.65	B160	Confer with John Moe re determination of date of relief from stay for fee application.
10/21/19	N. Koffroth	0.50	250.75	B160	Call analyzing outstanding issues concerning terms of DIP order with T. Moyron, S. Maizel, et al.
10/21/19	T. Moyron	0.20	103.70	B160	Analyze email from D. Galfus and attached amendment re BRG Engagement (.1); prepare emails regarding same (.1).
10/21/19	S. Maizel	0.50	400.00	B160	Telephone conference with C. Montgomery, etc. re Milbank fees vis-a-vis DIP financing order.
10/21/19	J.A. Moe, II	0.30	160.65	B160	[Dentons Third Interim Application] Confer with Karleen Murphy on completing description of services (.10); confer with Geoffrey Miller on insert on cure objections (.10) ; additional conference with Ms. Murphy on insert for the Fee Application (.10).
10/21/19	J.A. Moe, II	0.70	374.85	B160	Conference call with Claude Montgomery, Sam Maizel and Tania Moyron on payment of fees beyond fees authorized by the DIP Financing Orders (.40); review and highlight the Fee Procedures Order, and transmit to Mr. Montgomery, Mr. Maizel and Ms. Moyron (.30).
10/21/19	K.M. Howard	2.50	626.88	B160	Reviewed monthly fee applications from May - August 2019 and billing statements and prepared chart of Dentons' Timekeepers for all Debtors reflecting total hours and fees.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/22/19	K.M. Howard	0.70	175.53	B160	Further analysis of Dentons' billing statements from May - August 2019 (.3) and reviewed and revised chart reflecting hours and fees of Dentons' timekeepers (.4).
10/22/19	K.M. Howard	2.60	651.95	B160	Analysis of Dentons' billing statement for May-June 2019 and prepared chart reflecting summaries of hours and fees by project categories and by Debtor.
10/22/19	G. Miller	0.60	265.20	B160	Draft portion of interim for Interim Fee Application.
10/22/19	J.A. Moe, II	0.80	428.40	B160	[Dentons Third Interim Fee Application] Research and fill in names of Movants and related Docket Numbers on Motions For Relief From Stay in the Fee Application (.50); calculate the amount of the Fee Reduction on Submatter B160 and transmit for inclusion (.30).
10/22/19	J.A. Moe, II	0.30	160.65	B160	[Ordinary Course Professionals] Continue work commenced in September on amount paid to OCPs through August (.20); E-Mail to Peter Chadwick on creating List of OCPs and payments to OCPs (.10).
10/23/19	J.A. Moe, II	0.30	160.65	B160	{Dentons Third Interim Fee Application Review Geoffrey Miller's insert assumption or rejection of contracts, and exchange E-Mails with Mr. Miller on contents on insert (.10); telephone call to Jodi Adolf on insert for the Fee Application (.10); exchange E-Mails with Sandra McCandless on insert for the Fee Application and date insert is due (.10).
10/23/19	G. Miller	0.10	44.20	B160	Draft insert for interim fee application.
10/23/19	K. Murphy	1.80	749.70	B160	Prepare initial draft and further revised/finalized detailed description of state court litigation case management for Fee Application (1.6); and confer with John Moe re same (.2).
10/23/19	K.M. Howard	1.10	275.83	B160	Analysis of Dentons' billing statement for June and prepared chart reflecting breakdown of hours and fees by project category and by Debtor.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	K.M. Howard	3.30	827.48	B160	Analysis of Dentons' billing statement for July and August and prepared chart reflecting breakdown of hours and fees by project category and by Debtor.
10/23/19	S. McCandless	0.20	159.80	B160	Communicate with J. Moe regarding work to be done for Third Fee Application.
10/24/19	G. Miller	0.30	132.60	B160	Draft insert for Interim Fee Application.
10/24/19	K.M. Howard	0.30	75.23	B160	Analysis of several court notices setting various third interim fee applications for hearings and cross-referenced hearing date to Critical Dates Memorandum.
10/24/19	K.M. Howard	0.70	175.53	B160	Further analysis of Dentons' billing statements from May-August 2019 (.4) and reviewed and revised chart reflecting the hourly totals and fees billed for Dentons' timekeepers (.3).
10/24/19	K.M. Howard	4.60	1,153.45	B160	Analysis of Dentons' billing statements for May-August 2019 by debtor and prepared breakdown of hours and fees by debtor and by project category.
10/24/19	K.M. Howard	0.70	175.53	B160	Reviewed and revised Third Interim Fee Application.
10/25/19	K.M. Howard	3.60	902.70	B160	Continued analysis of billing statements and prepared Dentons' Third Interim Fee Applications and charts and exhibits thereto.
10/25/19	J.A. Moe, II	0.20	107.10	B160	[Dentons Third Interim Fee Application] Telephone calls to Jodi Adolf's and Oscar Pincas' offices on descriptions of services for the Fee Applications (.10); confer with office on transmittal of exemplars to Ms. Adolf and Mr. Pincas (.10).
10/27/19	S. McCandless	1.30	1,038.70	B160	Review, revise, and forward employment information for fee application to J. Moe.
10/28/19	S. McCandless	0.40	319.60	B160	Review submission (Third Fee Application): employment.
10/28/19	J. Adolf	0.50	293.25	B160	Work on fee application.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/28/19	J.A. Moe, II	2.30	1,231.65	B160	[Dentons' Third Interim Fee Application] Continue work on the Fee Application, on obtaining and receiving inserts for the Fee Application from Claude Montgomery, Sandra McCandless, Geoffrey Miller, Karleen Murphy, Jodi Adolf, Patrick Maxcy and Oscar Pincas, then reformat each of the inserts (1.20); review and revise the present version of the Fee Application and place seven inserts into the Fee Application (.70); prepare E-Mail on October 16th Memorandum on obtaining inserts for the Fee Application (.20); review Docket and identify OCPs engaged during the Third Interim Period to include in the Fee Application (.20).
10/28/19	J.A. Moe, II	0.10	53.55	B160	[Jeffer Mangels Butler & Mitchell] Review notes on Fee Applications filed by Jeffer Mangels, Nelson Hardiman and Patient Care Ombudsman.
10/28/19	C. Montgomery	2.40	1,920.00	B160	Draft 230 Financing section for fee application.
10/28/19	J.A. Moe, II	1.10	589.05	B160	[Dentons September Monthly Billing Statement] Review final version of the Dentons' Statements, then transmit to Tania Moyron, Sam Maizel and Kathryn Howard (.90); confer with Kathryn Howard and exchange E-Mails with Tania Moyron on review and completion of Statements (.10); preliminary review of third version of the Statements for formatting (.10).
10/28/19	P. Maxcy	1.20	887.40	B160	Draft VMF portion of fee application for Third Interim Application.
10/28/19	K.M. Howard	2.90	727.18	B160	Analysis of Dentons' billing statements for September 2019 and prepared Dentons' Monthly Fee Application for September 2019 including preparation of Exhibit "A" (Summary of Hours and Fees by Timekeeper) and Exhibit "B" (Summary of Time, Fees and Expenses by Debtor).
10/28/19	K.M. Howard	0.90	225.68	B160	Reviewed and revised summary of hours and fees for all timekeepers from May - August 2019 and cross-referenced to revised spreadsheet.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/28/19	K.M. Howard	1.60	401.20	B160	Analysis of billing statements from May-August 2019 and prepared project category charts reflecting hours and fees for each debtor.
10/28/19	K.M. Howard	0.70	175.53	B160	Reviewed and revised Dentons' Third Interim Fee Application.
10/28/19	K.M. Howard	0.20	50.15	B160	Email exchanges with Katherine Smith regarding as billed hours for September 2019 (.1) and reviewed attachment regarding same (.1).
10/29/19	K.M. Howard	0.40	100.30	B160	Assembled and finalized Dentons' Billing Statements including expense statements from May - August 2019 to attach as Exhibits "D-H" to Dentons' Third Interim Fee Application.
10/29/19	K.M. Howard	0.20	50.15	B160	Conferred with John Moe regarding timekeepers who worked on certain tasks (.1) and prepared email identifying timekeepers (.1).
10/29/19	K.M. Howard	0.60	150.45	B160	Reviewed, revised and finalized Chart of Timekeepers as billed hours and fees incurred and prepared same to attach as Exhibit "A" to Dentons Third Interim Fee Application.
10/29/19	K.M. Howard	1.10	275.83	B160	Reviewed, revised and finalized Fifteen Charts reflecting hours billed and fees and costs incurred by Debtor and by project category and prepared same to attach as Exhibit "C" to Dentons Third Interim Fee Application.
10/29/19	K.M. Howard	0.70	175.53	B160	Reviewed and reconciled working spreadsheets of hours, costs and fees by task code to all charts in conjunction with finalizing exhibits and Dentons' Third Interim Fee Application.
10/29/19	K.M. Howard	1.30	325.98	B160	Analysis of timekeepers chart and reviewed and culled biographies for all professionals and prepared documents to attached as Exhibit "B" to Dentons' Third Interim Fee Application.
10/29/19	K.M. Howard	1.00	250.75	B160	Reviewed and revised Dentons' Third Interim Fee Application and Declaration of John Moe and cross-referenced the fees, hours and costs to supportive charts and exhibits to verify.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/29/19	T. Moyron	0.30	155.55	B160	Analyze matters related to Fee Application.
10/29/19	J.A. Moe, II	2.30	1,231.65	B160	[Dentons Third Interim Fee Application] Telephone call with Katherine Smith on generating calculations for the Fee Application (.10); review status of inserts and E-Mails to Sam Maizel, Tania Moyron and Nick Koffroth on the inserts for the Fee Application (.10); preliminarily review the insert from Claude Montgomery (.10); revise the Third Interim Application, to correct the formatting and insure reference to two new descriptions (.90); send draft insert to Application team (.20); exchange E-Mails with Tania Moyron on employment related tasks performed by Dentons, reviewing and editing that section of the Application (.30); review and revise the updated draft of the Fee Application (.40); confer with Kathryn Howard on expenses and revise the Fee Applicaiont (.20).
10/29/19	J.A. Moe, II	0.20	107.10	B160	[Dentons Third Interim Fee Application] Confer with Nick Koffroth on insert for Fee Application and transmit information for the section on the Plan and Statement (.10); confer with Kathryn Howard on completed Exhibits (.10).
10/29/19	J.A. Moe, II	0.10	53.55	B160	[Dentons September Monthly Statement] Review and confirm completion of Statement; confer with Kathryn Howard on approval to file the Statement.
10/29/19	N. Koffroth	2.50	1,253.75	B160	Draft portions of the Third Interim Fee Application.
10/30/19	N. Koffroth	1.60	802.40	B160	Draft portions of the Third Interim Fee Application.
10/30/19	N. Koffroth	2.10	1,053.15	B160	Draft supplement to BRG employment application

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	J.A. Moe, II	2.40	1,285.20	B160	[Dentons Third Interim Fee Application] Preliminarily review the updated Fee Application (.10); review insert on Plan and Disclosure Statement, then review Statements for input on attorneys requested by Nick Koffroth (.30); confer with Kathryn Howard on identification of attorneys (.10); review status of the Fee Application and send to Tania Moyron (.30); prepare Declaration for Elspeth Paul (.10); review and make additional revisions to the Fee Application (.80); review the revised section of the Fee Application on the Plan and Statement (.10); revise next version of the Fee Application and review insert from Tania Moyron for introduction (.60).
10/30/19	J.A. Moe, II	2.00	1,071.00	B160	[Dentons Third Interim Fee Application] Continue to review and revise -- through several iterations -- the Fee Application, and assembling additional information for Nick Koffroth, and review of the last insert describing the sales of the four Hospitals prepared by Mr. Koffroth (1.80); make final review with four minor modifications to the Fee Application, and approve filing (.20).
10/30/19	J.A. Moe, II	0.20	107.10	B160	[BRG Fee Application] Review E-Mails from David Galfus and Tania Moyron on Amendment (.10); review BRG Fee Application and confer with Nick Koffroth, Chris O'Meara and Kathryn Howard on filing the Fee Application (.10).
10/30/19	K.M. Howard	1.40	351.05	B160	Analysis of monthly fee applications for September 2019 filed by Dentons, Jeffer Mangels, Pachulski Stand, Nelson Hardiman, Milbank Tweed, FTI Consulting, Levene Neale, Jacob Nathan Rubin, MD and Dr. Tim Stacy and culled information for inclusion into the Notice of Monthly Fee Applications filed by Professionals (.9); prepared Notice of Thirteenth Monthly Fee Applications of Professionals for September 2019 (.5).
10/30/19	K.M. Howard	2.50	626.88	B160	Analysis of Dentons' May 2019 billing statements to bring into compliance with US Trustee's Guidelines.
10/30/19	K.M. Howard	0.50	125.38	B160	Reviewed, finalized and filed BRG's Third Interim Fee Application.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	K.M. Howard	0.20	50.15	B160	Reviewed docket to determine professionals who have not filed third interim fee applications (.1) and brief conference with John Moe regarding same (.1).
10/30/19	K.M. Howard	0.20	50.15	B160	Email exchanges with David Galfus regarding the status of BRG's monthly fee application for September 2019.
10/30/19	K.M. Howard	0.40	100.30	B160	Revised Notice of Monthly Fee Applications for all Professionals for September 2019 (.3) and prepared email to Sam Maizel regarding same (.1).
10/30/19	K.M. Howard	0.30	75.23	B160	Finalized and filed Notice of Thirteenth Monthly Fee Applications.
10/30/19	K.M. Howard	0.30	75.23	B160	Reviewed and revised Notice of Hearing of Third Monthly Fee Applications.
10/30/19	K.M. Howard	0.30	75.23	B160	Brief conference with John Moe regarding the May and June billing statements and a breakdown of attorneys who worked on each project (.1) and reviewed timekeepers and project category charts (.2).
10/30/19	T. Moyron	2.50	1,296.25	B160	Analyze and prepare fee application and correspondence regarding same (1.4); analyze BRG supplemental employment agreement and provide comments thereto (.3); analyze BRG supplement and declaration and provide comments thereto (.5); correspond with BRG regarding same (.3).
10/31/19	T. Moyron	0.20	103.70	B160	Analyze M. Haverkamp, et al., emails and attachments re BRG amendment, supplement, etc.
10/31/19	K.M. Howard	0.20	50.15	B160	Telephone conference with Larry Gill of Nelson Hardiman regarding the third interim fee application.
10/31/19	K.M. Howard	0.40	100.30	B160	Analysis of Debtors' Supplement to Employment Application of BRG to expand the scope of BRG's services and reviewed and revised Critical Dates Memorandum accordingly.
10/31/19	K.M. Howard	0.10	25.08	B160	Prepared email to Sam Maizel regarding the Notice of Monthly Fee Applications for September 2019.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/31/19	K.M. Howard	0.20	50.15	B160	Several discussions with John Moe regarding the status of interim fee applications of professionals including Nelson Hardiman's and providing notice of same.
10/31/19	K.M. Howard	1.60	401.20	B160	Analysis of Dentons' May and June 2019 billing statements to bring into compliance with US Trustee's Guidelines.
10/31/19	J.A. Moe, II	0.40	214.20	B160	[Third Interim Fee Applications] Confer with Kathryn Howard on Notice Of Fee Applications (.10); exchange E-Mails with Larry Gill and Jeffer Mangels on Notice (.10); review proposed Notice and make revision (.10)I confirm Nelson Hardiman filed its Fee Application (.10).
10/31/19	N. Koffroth	2.20	1,103.30	B160	Draft and finalize supplement to BRG employment application and related declaration
Subtotal		109.30	42,478.67		
Less Discount to Client			(6,926.00)		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B170 - Fee/Employment Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	C. Montgomery	0.30	240.00	B170	Review supplemental Cash collateral order for limitations on fees (.1); review DIP Credit Agreement on fee limitations (.2).
10/17/19	C. Montgomery	0.30	240.00	B170	Communications with J Moe regarding committee fees.
10/21/19	C. Montgomery	0.10	80.00	B170	Communications with J Moe regarding Milbank.
10/21/19	C. Montgomery	0.50	400.00	B170	Phone conference with T Moyron and S Maizel regarding Committee fee application issues.
10/21/19	S. Schrag	0.10	33.60	B170	Confer with T. Moyron regarding objection to Milbank's fee application.
10/22/19	S. Schrag	0.90	302.40	B170	Confer with C. Montgomery regarding arguments for objection (.3); begin drafting objection to Milbank's fee applications (.3); conduct research related thereto (.3).
10/22/19	C. Montgomery	0.80	640.00	B170	Communications with N Coco regarding cash collateral use by Milbank (.1) ; phone call with T Moyron re same (.1) ;phone call with S Schrag re background on Milbank dispute (.5); communications with P Chadwick regarding need for objection to raise Milbank issues (.1)
10/23/19	S. Schrag	5.30	1,780.80	B170	Review and analyze Milbank's monthly and quarterly fee applications (1.3); continue drafting objection to Milbank's fee applications (2.1); conduct legal research related thereto (1.9).
10/24/19	S. Schrag	4.50	1,512.00	B170	Continue conducting legal research (.4); continue drafting objection to Milbank fee applications (1.9); review Interim and Final DIP Orders and Supplemental Cash Collateral Order (.6); review Milbank's fee applications (.6); draft analysis of calculations (1.0).
10/29/19	S. Schrag	0.30	100.80	B170	Confer with C. Montgomery regarding objections to Milbank's fee applications.
10/29/19	C. Montgomery	0.20	160.00	B170	Phone call with S Schrag regarding Committee fee application.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	C. Montgomery	0.60	480.00	B170	Review September and August monthly fee applications for Milbank and communications with S Schrag regarding same.
10/30/19	S. Schrag	0.10	33.60	B170	Confer with C. Montgomery regarding objection to Milbank's fee applications.
	Subtotal	14.00	6,003.20		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B180 - Avoidance Action Analysis

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	C. Montgomery	0.60	480.00	B180	Communications with D Galfus and E Neiger regarding ASK retention and disclosure statement analysis (.3) ; communications with J Steinfeld and D Galfus regarding contract assumption analysis (.2) ; communications with A Thibodeau regarding O'Connor Hospital assumed contracts (.1);
10/23/19	C. Montgomery	0.30	240.00	B180	Verity Health Systems retention of ASK for preference review (.1) ; review draft retention agreement and communications with J Steinman regarding same (.2)
10/23/19	T. Moyron	0.40	207.40	B180	Analyze J. Steinfeld, et al., emails regarding ASK engagement agreement (.2); analyze email from D. Galfus re BRG amended engagement agreement (.1); analyze T. Geher, et al., emails regarding JMBM fees (.1).
10/30/19	C. Montgomery	0.50	400.00	B180	Communications with A Thibodeau, D Galfus and J Schlant regarding assumed contract schedules and analysis for the ASK preference claim avoidance report.
	Subtotal	1.80	1,327.40		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
10/10/19	J.A. Moe, II	0.40	214.20	B185	[Lease Deposits] Review and consider Lysle Buchbinder E-Mail on lease deposits, then telephone call to Ms. Buchbinder on return of telephone call from Lysle Buchbinder on return of deposits (.20); E-Mail Memorandum to Tania Moyron on recommendation on return of deposits (.20).
10/29/19	C. Doherty, Jr.	2.60	972.40	B185	Prepare Motion to Reject Race Street Lease.
10/31/19	C. Doherty, Jr.	0.60	224.40	B185	Prepare Motion to Reject Race Street Lease.
	Subtotal	3.60	1,411.00		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J.A. Moe, II	0.10	53.55	B190	[Sanford v. Verity Health] Telephone call returned Elina Tilman on parsing though the Complaint and asserting the automatic stay, relating to harassment, discrimination and retaliation.
10/02/19	J.A. Moe, II	0.50	267.75	B190	[Sanford v. Verity] Telephone call with Elina Tilman on letter to Joel Glaser and whether to accept service (.10); prepare draft of letter to Joel Glaser on imposition of the automatic (.20); review and revise letter to Mr. Glaser on the automatic stay (.20).
10/03/19	J.A. Moe, II	0.10	53.55	B190	[Sanford v. Verity] Review and make minor revisions to the letter to Attorney Joel Glaser on impost ion of the automatic stay .
10/04/19	K.M. Howard	0.20	50.15	B190	Email exchanges with Elspeth Paul and Steven Kahn regarding the possible vacating of the pre-trial conference due to the arbitration.
10/07/19	G. Miller	0.50	221.00	B190	Draft supplemental designation notice.
10/07/19	J.A. Moe, II	0.10	53.55	B190	[Shank v. Verity] Confer with Karleen Murphy, Ahn Ruda and Elina Tilman on conference with Tanganica Turner.
10/08/19	G. Miller	0.30	132.60	B190	Draft supplemental designation notice.
10/14/19	S. Reinhardt	0.20	43.40	B190	Conduct research regarding company profile and litigation analytics for S. Martin
10/15/19	K. Murphy	0.20	83.30	B190	[Butler] Receive telephone call from Court clerk advising of upcoming CMC on 10/24/19 as off calendar (.1) and draft email to Verity team advising the same (.1).
10/15/19	M. Zeefe	0.20	96.05	B190	Research re PCO hearing.
10/16/19	G. Miller	0.20	88.40	B190	Follow up with DaVita re stipulation.
10/21/19	J.A. Moe, II	0.10	53.55	B190	[Shank v. Verity] Review E-Mails from Ahn Ruda and Steve Sharrer on status of possible resolution of the litigation, and Ahn Ruda preparing a Declaration to present to Attorney Tanganica Turner.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	J.A. Moe, II	0.60	321.30	B190	[EPL Claims] Conference telephone call with Ahn Ruda, Steve Sharrer and Sam Maizel on number of Claims asserted against the AIG Policy (.20); second conference call with Karleen Murphy and Ahn Ruda on analysis of EPL Claims (40).
10/23/19	K. Murphy	0.60	249.90	B190	Attend call with John Moe and An Ruda to discuss employment litigation claims and estimated total value of claims (.2) and attend further call with John Moe and An Ruda regarding the same (.4).
10/25/19	C. Montgomery	3.30	2,640.00	B190	Review UMB motion to dismiss (.8); review Committee Response (.6); review UMB Reply (.4); review US Bank motion to dismiss (.8); review committee response to US Bank (.4); review US Bank reply (.3)
10/25/19	G. Miller	0.20	88.40	B190	Submit Kaiser signature page re omnibus stipulation.
10/29/19	K. Murphy	0.30	124.95	B190	[Raquel Joseph] Analyze email from Steve Sharrer asking if Joseph has filed Proof of Claim (.1); research KCC website and locate claim (.1); and draft email to Mr. Sharrer enclosing copy of Proof of Claim. (.1).
10/30/19	K. Murphy	0.10	41.65	B190	Analyze and respond to email from Elspeth Paul requesting updated Verity Master Litigation Chart.
Subtotal		7.80	4,663.05		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B195 - Non-Working Travel

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	N. Koffroth	0.40	200.60	B195	Travel from hearing on motion to enforce sale order
10/15/19	T. Moyron	0.40	207.40	B195	Travel from hearing to Dentons.
10/22/19	N. Koffroth	0.40	200.60	B195	Travel to (0.2) and from (0.2) hearing re DHCS motion for stay pending appeal of order authorizing transfer of Medi-Cal provider agreements
	Subtotal	1.20	608.60		
	Less Discount to Client		(608.60)		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B200 - Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
10/18/19	P. Maxcy	0.40	295.80	B200	Revise letter to patients re mammograms.
	Subtotal	0.40	295.80		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J.A. Moe, II	0.30	160.65	B210	[Records Retention Motion] Confer with Daniel Denny (.10); telephone call to Darryl Clark on responding to the Motion (.10); E-Mail to Geoffrey Miller on responding to Mr. Clark on October 2nd (.10).
10/01/19	J.A. Moe, II	0.10	53.55	B210	[Cerner/Retention Of Records] Telephone call returned to Darrell Clark on Cerner's concern with the Retention Motion on GRM retaining records.
10/02/19	J.A. Moe, II	0.30	160.65	B210	[Cerner: Retention of Records] E-Mails to Geoffrey Miller and Tanai Moyron on responding to the Darrell Clark on Cerner's concern with the Retention Motion on GRM retaining records (.10); exchange additional E-Mails with Tania Moyron on possible agreement with Cerner (.10); telephone call to Darrell Clark on time to respond, and filing Response (.10) .
10/02/19	J.A. Moe, II	0.10	53.55	B210	[Cerner: Retention Of Records] Review with Peter Chadwick the Cerner Objection to the Retention Motion, and telephone call to Darrell Clark;s office on conference October 3rd.
10/03/19	J.A. Moe, II	0.70	374.85	B210	[Cerner: Retention Of Records] Review Darrell Clark's E-Mail on conferring on Cerner's issues with the Records Retention Motion and prepare notice of conference (.10); review Cerner's Limited Objection to the Motion and transmit to Peter Chadwick and Tania Moyron (.20); prepare for and proceed with conference call with Peter Chadwick and Tracey Ohm, with Verity Representative, on Cerner's "Limited Objection" (.30); telephone call with Mr. Chadwick on results of call and likely resolution (.10).
10/07/19	J.A. Moe, II	0.10	53.55	B210	[Disposal Of Records] Review exchange of E-Mails with Peter Chadwick and Elspeth Paul on disposal of E-Mails and E-Mail to Mr. Chadwick on policy proposal.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/07/19	J.A. Moe, II	0.20	107.10	B210	[Cerner: Retention Of Records] Exchange E-Mails with Tracey Ohm and E-Mail to Tracey Ohm requesting Invoices (.10); exchange E-Mails with Peter Chadwick on proposed resolution of Limited Objection (.10).
10/07/19	T. Moyron	0.30	155.55	B210	Conference call with P. Chadwick regarding case issues, including business records motion.
10/08/19	G. Miller	0.40	176.80	B210	Revise motion re patient record retention/destruction.
10/08/19	G. Miller	1.90	839.80	B210	Revise motion re non-patient record retention/destruction.
10/08/19	R. Richards	0.70	506.10	B210	Review and comment on revised versions of record retention motions (0.3), discuss same with Miller (0.1), revise and circulate Liquidating Trust Agreement (0.3).
10/08/19	J.A. Moe, II	0.30	160.65	B210	[Cerner: Disposition Of Records] Preliminarily review the next draft of the Motion on the disposition of Patient Records (.10); E-Mail and telephone call returned by Geoffrey Miller on change to the Motion, issue of E-Mails retention (on Motion on disposition of non-patient records) and contact with Johnnete Chung on cost to retain records (.20).
10/08/19	J.A. Moe, II	1.10	589.05	B210	[Cerner: Retention Of Records] Review again the proposal from Cerner on access to Cerner's Records System, then E-Mail to Peter Chadwick on response to the proposal (.20); review Peter Chadwick's approval and telephone call to Tracey Ohm on approval of proposal (.10); return call from Ms. Ohm on Agreement on records (.10); prepare draft of a Stipulation (.40); revise the Stipulation (.30).
10/09/19	J.A. Moe, II	0.30	160.65	B210	[RFK Medical Records] Review and revise Notice on the rights of patients to claim Medical Records and if medical records are not claimed, the right of Verity to dispose of records (.20); review revised Notice and make two corrections to the Notice (.10).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/09/19	J.A. Moe, II	0.50	267.75	B210	[Disposition of Patient Records] Review and annotate with revisions the current draft of the Motion For Order Authorizing Disposal Of Patient Records (.20); telephone call with Geoffrey Miller reviewing revisions and reviewing requirements of Code Section 351 and Rule 6911 b (.20); review the updated Motion (.10).
10/09/19	J.A. Moe, II	0.30	160.65	B210	[Disposition of Patient Records: Cerner] Review and revise first draft of the Stipulation resolving Limited Objection of Cerner Corporation on GRM records retention (.20); make further correction to the Stipulation (.10).
10/09/19	D. Pina	1.60	510.00	B210	Communications related to electronic filings (.2); review and electronically file motion regarding handling of patient records (.5); and (ii) motion regarding handling of non-patient records (.7); electronically distribute copies of papers internally (.2).
10/09/19	G. Miller	3.00	1,326.00	B210	Revise motion re non-patient record retention/destruction and file same.
10/09/19	G. Miller	4.60	2,033.20	B210	Revise motion re patient record retention/destruction and file same.
10/09/19	T. Moyron	1.20	622.20	B210	Prepare and finalize business records motion.
10/09/19	T. Moyron	0.70	362.95	B210	Prepare and finalize patient records motion.
10/09/19	T. Moyron	0.90	466.65	B210	Analyze and prepare motion to destroy patient records.
10/09/19	R. Richards	0.40	289.20	B210	Review and assist on finalizing two record retention pleadings.
10/10/19	G. Miller	0.30	132.60	B210	Submit signature pages re declarations in support of motions to destroy records.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/10/19	J.A. Moe, II	0.70	374.85	B210	[Cerner: Records Retention Motion] Extract, review and make two revisions to the Records Retention Motion (.20); exchange E-Mails with Tania Moyron and revise the Stipulation as to rejection (.20); review and complete Stipulation and transmit to Peter Chadwick and Tracey Ohm (.10); telephone call to Tracey Ohm on the Stipulation (.10); review Tracey Ohm's proposed changes to the Stipulation and forward to Tania Moyron (.10).
10/10/19	D. Pina	2.40	765.00	B210	Communications regarding motions filed on 10/9/2019 regarding disposal of patient and non-patient records (.2); review docket and revise motions with headers reflecting Court Clerk's instructions to address filing codes (.6); further revise motions and insert signature pages into R. Adcock's supporting declarations (.3); circulate documents for further approval prior to filing (.3); electronically file motions (.4); download and distribute file copies to team (.4); updated electronic case records (.2).
10/10/19	K.M. Howard	0.40	100.30	B210	Analysis of Debtors' Motion for Order Authorizing Disposal of Business and other Non-Patient Records and reviewed and revised Critical Dates Memorandum accordingly.
10/10/19	J.A. Moe, II	0.20	107.10	B210	[Cerner: Documents Retention Motion] Review Tracy Ohm's proposed changes to the Stipulation, exchange E-Mails with Tania Moyron and E-Mail to Tracey Ohm on proceeding with Stipulation.
10/11/19	K.M. Howard	0.20	50.15	B210	Analysis of Stipulation between Debtors and Cerner Corporation on Motion Authorizing Debtors to enter Agreements for Record Retention.
10/11/19	J.A. Moe, II	0.30	160.65	B210	[Cener Records Retention Agreement] Review Tracey Ohm's E-Mail on change to Stipulation then create highlighted version and transmit to Peter Chadwick for review (.20); E-Mails to Tracy Ohm on review and then approval of the Stipulation (.10).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	J.A. Moe, II	0.70	374.85	B210	Records Retention Motion] Telephone call returned to James Behrens on Committee's Response to the Motion (.10) ; review the Committee's Response and E-Mail to Bob Richards and Geoffrey Miller (.10); review Court's Site for Tentative Ruling (.10); exchange E-Mails with Tania Moyron on responding to the Committee (.10) ; telephone cali with bob Richards on responding to the Committee (.10) ; review Court's Tentative Ruling, annotate and send to Ms. Moyron (.10); telephone call returned to Daniel Denny on response (.10).
10/15/19	N. Koffroth	0.30	150.45	B210	Call with D. Denny, P. Chadwick, et al. re proposed order granting GRM motion
10/16/19	N. Koffroth	0.30	150.45	B210	Draft order approving stipulation re Cerner objection to GRM motion
10/16/19	N. Koffroth	1.10	551.65	B210	Draft proposed order granting GRM motion
10/16/19	T. Moyron	0.30	155.55	B210	Analyze GRM order (.1); analyze requested language from Milbank (.1); internal conference call regarding same (.1).
10/16/19	J.A. Moe, II	0.10	53.55	B210	[RFK Medical Records] Review latest version of the Notice,e and transmit Notice for review to Sam Maizel and Tania Moyron before transmitting to the patients ant publishing the Notice.
10/16/19	J.A. Moe, II	0.10	53.55	B210	[Cerner: Records Retention Motion] Telephone call with Nick Koffroth (on October 15th) and exchange of multiple E-Mails (ono October 16th) on Cerner Stipulation and entry of Order on Stipulation
10/17/19	N. Koffroth	0.20	100.30	B210	Draft order approving stipulation re Cerner objection to GRM motion.
10/17/19	N. Koffroth	0.20	100.30	B210	Draft order granting GRM motion.
10/21/19	G. Miller	0.20	88.40	B210	Call with D. McGehrin re patients records motion.
10/22/19	G. Miller	1.20	530.40	B210	Draft stipulation with Chubb extending objection deadline re patients records motion.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/25/19	N. Worthington	5.10	1,430.55	B210	Research the Contractor's and Engineer's licenses for Questar Construction and Queststar Engineering, and their staff. For Sonia Martin
	Subtotal	34.30	15,021.75		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B220 - Employee Benefits/Pension

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	S. Alberts	2.40	1,920.00	B220	Pensions. Confer with D. Galfus about RPHE settlement issues (.1) and follow up with R. Adcock (.2); draft settlement offer letter to RPHE, including calculation of claims and credits and circulate for approval (1.8); receive comments from D. Galfus and WTW and integrate and circulate to client for approval (.3).
10/07/19	S. Alberts	0.20	160.00	B220	Pension. Follow up on status of RPHE settlement.
10/08/19	S. Alberts	0.20	160.00	B220	Communicate with PBGC and S. Sharrer regarding settlement agreement.
10/09/19	S. Alberts	1.60	1,280.00	B220	Pension. Receive, review and revise PBGC settlement motion and related declaration.
10/10/19	S. Alberts	0.40	320.00	B220	Pension. Follow up with Ropes (.2); then client regarding RABBI Trust (.2).
10/15/19	S. Alberts	0.10	80.00	B220	Pension. Receive and respond to information request concerning Plan A.
10/16/19	C. Montgomery	0.20	160.00	B220	Communications with T Moyron regarding PBGC termination announcement.
10/22/19	S. Alberts	0.40	320.00	B220	Pension. Communicate with Ropes then internally about need for Motion to approve return and disbursement of certain pension funds.
10/23/19	S. Alberts	0.20	160.00	B220	Pension. Communication with client and co-counsel about RABBI Trustee Motion.
10/29/19	S. Alberts	0.10	80.00	B220	Communicate with client about pension reporting and need for call.
10/30/19	S. Alberts	0.80	640.00	B220	Pension. Conference with S. Sharrer and W. Littell about Form 5550 (.2) and follow up with PBBGC (.1); receive, review and comment on DC Plan withdrawal paperwork (.5).
10/31/19	S. Alberts	0.20	160.00	B220	Pension. Communicate about pension reporting question.
Subtotal		6.80	5,440.00		

B230 - Financing/Cash Collections

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	T. Moyron	0.40	207.40	B230	Conference call with P. Chadwick and G. Galfus regarding hearing date, liquidity, etc.
10/02/19	S. Maizel	0.80	640.00	B230	Telephone conference with Secured Creditors re pending issues.
10/03/19	C. Montgomery	0.20	160.00	B230	Review Swinerton Motion for Administrative Expense Claims and communications with T Moyron re same.
10/05/19	T. Moyron	1.50	777.75	B230	Analyze net proceeds hurdle (.2); exchange emails with D. Galfus regarding same and 503(b)(9) claims (.3); analyze tracker and data regarding same and emails with R. Richards regarding same (.3); conference call with D. Galfus regarding hurdle analysis, sale and other matters (.5); correspond with S. Maizel regarding same (.2).
10/05/19	S. Maizel	0.20	160.00	B230	Telephone conference with D. Galfus and T. Moyron re "Waterfall" model.
10/07/19	C. Montgomery	0.20	160.00	B230	Phone call with T. Moyron regarding settlement offer from 2005 holders.
10/08/19	C. Montgomery	0.30	240.00	B230	Communications with C. Beith regarding holder list and review same.
10/08/19	C. Montgomery	1.90	1,520.00	B230	Phone call C Beith re current holder report (.1); communications with C Beith re same (.1); phone call with T Moyron re upcoming settlement conversation with Mintz (.1); phone conference with D Bleck, P Ricotta, T Moyron, A Turnbull, S Maizel, D Galfus regarding settlement prospects (.6); follow up phone conference with T Moyron, S Maizel, D Galfus and P Chadwick re settlement progress (.7); phone call from D Galfus regarding analysis of settlement value (.3)
10/08/19	T. Moyron	0.10	51.85	B230	Exchange emails with W. Simkulak re insurance provisions.
10/09/19	K.M. Howard	0.40	100.30	B230	(Committee Litigation) Analysis of Joint Status Report in the Committee Litigation regarding the Mediation Conference and reviewed and revised Critical Dates Memorandum accordingly.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/09/19	K.M. Howard	0.40	100.30	B230	(Committee Litigation) Analysis of Joint State Report Regarding Mediation Conference and the Stipulation extending deadlines pertaining to the First Amended Complaint in the Committee Litigation and reviewed and revised Critical Dates Memorandum accordingly.
10/09/19	C. Montgomery	0.20	160.00	B230	Communications with T. Moyron regarding updated bondholder list and settlement construct.
10/14/19	T. Moyron	0.30	155.55	B230	Exchange emails with D. Galfus re waterfall (.2); analyze waterfall (.1).
10/16/19	T. Moyron	0.30	155.55	B230	Analyze order granting motion to continue (.1); analyze emails related to extension re Chubb and Old Republic (.2).
10/16/19	C. Richter	3.90	2,519.40	B230	Review email from Joe Vissini at BRG regarding letters to lessors and mechanics' lien claimants (.3); review and revise letters (.7); call with Claude Montgomery regarding plan process and whether to pay mechanics' liens at closing of the SGM Sale or in a plan (.5); call from Ty Conner re terminating deposit account control agreement of Wells Fargo Bank, Ally Bank and Verity Medical Foundation (.4); draft termination notice and call to Melissa Jones at Waller law firm to have Ally Bank sign same (1.0); assemble signed termination notice with attachment and deliver to Wells Fargo Bank and Ally Bank (1.0).
10/17/19	C. Richter	1.20	775.20	B230	[Mechanics' Lien] Email from Joe Vizzini re mechanics' liens (.2); call with Claude Montgomery re same (.2); respond to Joe (.3); follow up on termination of DACA by Wells Fargo Bank; email to Wells Fargo Bank (.5).
10/17/19	K.M. Howard	0.40	100.30	B230	(Committee Litigation) Assembled the motions to dismiss in the Committee Litigation against UMB Bank and US Bank (.1); reviewed the Critical Dates Memorandum to confirm all dates have been recorded (.2) and prepared email to Tania Moyron regarding same (.1).
10/19/19	S. Martin	0.70	532.53	B230	Review term sheet re lenders and waterfall analysis (.6); email regarding same (.1).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/22/19	J.A. Moe, II	0.10	53.55	B230	Review letters from and to Mark Shinderman on use of cash collateral, and the Committee's continuing investigation of Secured Creditors security interests.
10/23/19	S. Maizel	0.50	400.00	B230	(Committee Litigation) Review motions to dismiss in UCC v. UMB Bank, etc.
10/23/19	T. Moyron	0.10	51.85	B230	Analyze email from J. Schlant re cash collateral reporting.
10/23/19	K.M. Howard	0.40	100.30	B230	(Committee Litigation) Reviewed docket and assembled all pleadings related to UMB Bank's and US National Bank's Motion to Dismiss the Amended Complaint in the Committee Litigation and prepared email to team regarding same.
10/23/19	C. Montgomery	0.10	80.00	B230	Communications with T. Moyron regarding M. Shinderman lien challenge demand.
10/24/19	C. Montgomery	0.10	80.00	B230	(Committee Litigation) Review UMB Bank brief.
10/29/19	K.M. Howard	0.20	50.15	B230	(Committee Litigation) Email exchange with T. Moyron regarding the Committee Litigation.
10/29/19	K.M. Howard	0.40	100.30	B230	(Committee Litigation) Reviewed the dockets in the Committee Litigation cases (.1); reviewed and culled replies in support of Motions to Dismiss (.2); prepared emails regarding same (.1).
10/29/19	T. Moyron	1.60	829.60	B230	(Committee Litigation) Analyze pleadings in the adversary proceedings filed by Committee and lenders.
10/29/19	T. Moyron	1.10	570.35	B230	Analyze and prepare motion to continue (.4); analyze related matters (.3); prepare correspondence to R. Adcock, et al. (.2); analyze emails from D. Galfus, et al. (.2).
10/29/19	S. Maizel	0.60	480.00	B230	(Committee Litigation) Review motions to dismiss UCC Adversary Proceedings and replies.
10/30/19	C. Montgomery	0.90	720.00	B230	Phone call with D Galfus regarding impact into DIP payoff and MOR issues.
Subtotal		19.50	12,032.23		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B240 - Tax Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	S. Clark	1.00	800.00	B240	Review of CA tax issues.
10/07/19	S. Clark	0.70	560.00	B240	State of California Tax Claims Response to questions on prior liabilities.
10/08/19	S. Clark	0.70	560.00	B240	Review of CA tax issues.
10/14/19	B. Davison	2.00	1,600.00	B240	Conference call with R. Roche of Grant Thornton regarding sales/use/property tax and UBIT.
10/17/19	R. Richards	0.40	289.20	B240	Review SGM APA and emails re transfer tax.
10/18/19	R. Zucchetto	0.40	243.10	B240	Review target correspondence regarding tax-related representations to SPA; call with Josh Fisher regarding the same.
	Subtotal	5.20	4,052.30		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B250 - Real Estate

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	M.M. Welch	5.40	1,445.85	B250	Review Chicago Title Commitments No. CCHI1903287 NT (1.5); draft Lien Releases for Access Communications, Belfor USA Group and Consolidated Electrical dba CED (.5); draft Payoff letters for Access Communications, Belfor USA Group and Consolidated Electrical dba CED (.5); e-mail communication to Title Agent John Dengler requesting hyperlinked Title Commitment No.CCHI1903289NT (.1); review UCC1 filings appearing on lien searches (2.80).
10/02/19	M.M. Welch	2.00	535.50	B250	Review Chicago Title Commitment CCHI1903289NT (1.5); circulate to Joe Vizzini revised zip folder with Mechanic's liens for the SGM Sale (.5).
10/09/19	M.M. Welch	2.40	642.60	B250	E-mail communications with Joe Vizzini and Jon Emerson at Berkley Research Group circulating Recorded Release of Mechanics' Liens for Summers & Sons Electrical (.30);e-mail communications with John Dengler at Chicago Title requesting hyperlinked Title Commitment (.20); review Chicago Title Policy No. CCH1903289NT (.50) review Mechanics Liens contained in Title Exceptions of the Commitment (1.20); telephone conversation with Jon Emerson at Berkley Research Group regarding mechanics' liens(.20).
10/10/19	M.M. Welch	2.00	535.50	B250	Conference call with attorney Richter regarding UCC3 Amendments and UCC3 Assignments(.30); e-mail communications with Joe Vizzini regarding UCC Financing Statements and Liens and UCC Searches (.30); review UCC/Lien Searches date down (1.40).
10/11/19	R. Westhoff	0.30	140.40	B250	Review strategy and timing for reviewing title commitments and handling property transfers; confer with M. Garms and N. Carson re: same.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/11/19	M.M. Welch	6.00	1,606.50	B250	Telephone conference with Joe Vizzini, Jon Emerson and attorney Carolyn Richter regarding Mechanic's Liens and UCC financing statements (1.0); review revised UCC tracking spreadsheet received from Joe Vizzini (.8); telephone conversation with Paul Allen of CSC Global regarding Mechanics' and UCC Financing Statements lien searches (.2); draft UCC3 Amendments to UCC1 Financing Statements for Seton Medical Center (3.3); telephone communications with attorney Richter regarding draft of Mechanics' lien letters and Lessors' Payoff letters (.5); e-mail communication to Joe Vizzini regarding correct purchaser's address to be used on UCC3 Amendments (.2).
10/14/19	M.M. Welch	0.60	160.65	B250	Read email from jvizzini@thinkbrg.com: RE: SGM sale and amending UCC liens (.10) respond to e-mail from Joe Vizzini at BRG (.20); Read email response from Joe Vvizzin regarding SGM sale and disposition of UCC liens (.10); telephone conversation with Carolyn Richter regarding UCC Liens and amendments required for the SGM sale(.20).
10/16/19	M.M. Welch	3.70	990.68	B250	Review lien searches - April 2019 LIEN/UCC Searches (1.00); review Ham's Electric, Inc. - Mechanics Lien - 20180893516 (.20); review UCC1 financing statement for- Olympus #177604782719 (.20); review Mechanic's Lien for American Medical Response - O'Connor - \$7,565.15 (.20); review Mechanics Lien for - Summers Sons (FTG) - \$17,532.70 (.20); review - Consolidated Electrical Dist. Mechanics Lien - \$6,192.96 (.20); revise Mechanic's Liens List v5 12-11-18 with Dentons Comments Spreadsheet (.50); reviewed - Mechanics Lien Filed by Creditor FTG Builders Inc.(.20); review Mechanics Lien Filed by Creditor FTG Builders Inc. (.20); review CSC UPDATED SEARCH RESULTS FROM AUGUST 20, 2018(.40); composed email to jvizzini@thinkbrg.com, jemerson@thinkbrg.com(.10); telephone conversation with, Carolyn Richter: regarding Verity Health System - follow up from Friday's call (.20) Read email from

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
					jvizzini@thinkbrg.com: RE: VHS - follow up from Friday's call (.10).
10/18/19	M.M. Welch	2.20	589.05	B250	Read email from Elspeth Paul re cure letter from lessors and payoff letters to mechanics' lien claimants (.20) ; read email from Joe Vizzini regarding cure letter from lessors and payoff letters to mechanics' lien claimants(.20); read email regarding follow up from Friday's call (.10); composed email to Joe Vizzini regarding Verity Health Systems lien holders (.20); follow from Friday's call; perform research with California Secretary of State to verify the correct names of the operating companies that will be assuming the UCC1 Financing Statements(.20); draft cure letters for Lessors Cure (.30) draft UCC3 Amendments with names of new operating limited liability companys (1.00).
10/24/19	M.M. Welch	0.10	26.78	B250	Read email from Joe Vizzini regarding UCCs.
10/25/19	M.M. Welch	1.00	267.75	B250	Work on drafting on UCC3 Amendments for GE HFS.
10/30/19	M.M. Welch	4.20	1,124.55	B250	Review document UCC1 Financing Statements for Seton Medical to GE HFS, LLC (.20); draft Seton Medical to GE HFS UCC3 Amendments - Debtor Name Change (1.7) ; review emails from Paul Elspeth at Verity Health Systems, regarding the cure letter from lessors and payoff letters to mechanics' lien claimants (.20) Review email from Carolyn Richter regarding email address for notice of cure letters (.10) review email from Joe Vizzini of Berkeley Research Group, LLC regarding UCC1's (.10); draft St. Francis Medical Center to GE HFS, LLC UCC3 Amendments - Debtor name Change (.60) draft St. Vincent Medical Center to GE HFS, LLC UCC3 Amendments - Change Debtor name (.70); revise Form letter from lessors of leases being assumed by KPC entities (.60).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/31/19	M.M. Welch	4.60	1,231.65	B250	Read email from Carolyn Richter: call regarding Verity assumption questions (.10); revise FORM - letter from lessors of leases being assumed by KPC (.50); read email from Carolyn Richter (.10); conference call with Attorney Richter and Joe Vizzini of Berkeley Research Group, LLC regarding status of closing date, drafts of UCC3 Amendments and Verity assumption questions (.20); revise - FORM - letter from lessors of leases being assumed by KPC.doc (.10); collate initial drafts of UCC3 Amendments for Seton Medical Center, St. Francis Medical Center and St. Vincent Medical Center to circulate to Joe Vizzini and attorneys for review in preparation for closing (2.40); ; review Seton Medical Air Liquide UCC3 Amendment - Debtor Name Change (.10); circulate drafts of UCC3 Amendments for GE HFS LLC and others to Joe Vizzini of Berkeley Research Group, LLC (.30); revise draft Seton Medical to Sysmex UCC3 Amendment to Debtor Name Change (.10) ; revise draft- Seton Medical to Olympus America Inc. UCC3 Amendment - Debtor Name Change(.10) revise UCC lien tracker (.50); composed email to Carolyn Richter, Claude Montgomery, Tania Moyron: RE: Draft of GE HFS Letter - KPC (.10).
Subtotal		34.50	9,297.46		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B260 - Board of Directors Matters

Date	Timekeeper	Hours	Amount	Task	Narrative
10/17/19	C. Montgomery	0.80	640.00	B260	Participate in Board call at invitation of R. Adcock.
	Subtotal	0.80	640.00		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B300 - Claims and Plan

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	T. Moyron	0.20	103.70	B300	Conference call with W. Schumacher re Nant (.1); prepare email to P. Chadwick re Nant inquiry and analyze D. Galfus response (.1).
	Subtotal	0.20	103.70		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: U.S. Bank] Exchange multiple E-Mails with Tania Moyron on responding to issues on Administrative Claim.
10/01/19	N. Koffroth	1.70	852.55	B310	Research and analyze case law addressing allowance of disputed claims.
10/02/19	M. Wege	0.80	632.40	B310	Correspond with J Emerson (BRG) and T Moyron on claims notes (.2); provide miscellaneous claims notes to Dentons' team and BRG (.2); review claims chart and notes on various claims (.2); review correspondence on claims objection form and review status of finalizing same (.2).
10/02/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: 3-M] Preliminary review 3M Claim and forward to Jon Emerson
10/02/19	R. Richards	0.30	216.90	B310	Emails re next wave of claims objections and model form of claims objection.
10/03/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: Swinerton] Preliminary review E-Mails on legitimacy of the Swinerton Claim, and request and review Invoices.
10/03/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: Roche] Review E-Mails on Roche Claim, and request and review Invoices.
10/03/19	J.A. Moe, II	0.30	160.65	B310	[Objections To Claims] Telephone call with Robert Richards, and E-Mail to David Guess, both on Judge Robes' procedures on Objections to Claims (.20); prepare for conference on Objections to Claims (.10).
10/03/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: MedImpact] Telephone call from Daniel Denny and preliminary review the Claim and Negative Notice.
10/03/19	M. Wege	1.00	790.50	B310	Review correspondence on call, topics for discussion and various issues for the weekly claims call (.7); correspond with J Emerson and R Richards regarding call (.3).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/03/19	T. Moyron	0.70	362.95	B310	Analyze claims charts listing first and second wave of objections (.2); analyze chart listing top claims (.1); conference call with J. Emerson regarding same and approach (.2) follow up conference call with J. Emerson regarding same (.2).
10/03/19	T. Moyron	0.40	207.40	B310	Conference call with P. Anderson regarding claims deadline (.2); analyze related emails re Old Republic (.2).
10/03/19	R. Richards	1.50	1,084.50	B310	Review sales tax related exemption research (0.5); review fixed asset listing (0.4); draft email to California tax (0.2); emails re second wave of claims objection (0.2); draft list of points to be covered in the claims call (0.2)
10/03/19	G. Miller	1.10	486.20	B310	Call with K. Collins re Roche administrative claim and emails with K. Collins re same.
10/04/19	N. Koffroth	0.60	300.90	B310	Participate in call with R. Richards, J. Emerson, et al. concerning strategy related to omnibus claim objections
10/04/19	N. Koffroth	1.10	551.65	B310	Draft stipulation and order continuing Nant administrative claim bar date (0.3); draft stipulation and order continuing US Bank administrative claim bar date (0.8)
10/04/19	S. Maizel	0.50	400.00	B310	Telephone conference re pending claims with R. Adcock, etc.
10/04/19	A. Ruegger	0.60	480.00	B310	Weekly claims-reconciliations call with BRG and Dentons teams.
10/04/19	M. Wege	1.50	1,185.75	B310	Review updated BRG charts on claims and correspond with J Emerson concerning same (.5); attend Weekly Claims call (.6); correspond with R Richards regarding claims issues and provide forms regarding claims objections (.3); call with R Richards (.1).
10/04/19	T. Moyron	0.30	155.55	B310	Analyze Nant stipulation and related emails.
10/04/19	J.A. Moe, II	0.60	321.30	B310	[Objections To Claims] Conference call with Dentons Attorneys and representatives of BRG, on objecting to Claims.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	R. Richards	3.80	2,747.40	B310	Review updated BRG chart (0.5); review key new proofs of claim added for objection (0.9); prepare for call with client re claims processing (0.6); call with client re claims processing (0.6); reach out to plaintiffs counsel on large tort proofs of claim (0.4); follow up email re A.B. minor claim (0.1); weekly claims team call (0.5); finalize and send claim on requested info to California Tax (0.2)
10/04/19	T. Moyron	0.50	259.25	B310	Conference call with R. Adcock, BRG, et al., regarding claims' process.
10/04/19	T. Moyron	0.80	414.80	B310	Conference call with J. Emerson regarding claims chart (.1); exchange emails with D. Galfus regarding worst and best case scenarios excel chart (.1); analyze emails from J. Emerson et al. re claims (.3); analyze attached charts and claim notes (.3).
10/04/19	T. Moyron	0.20	103.70	B310	Analyze emails regarding PI claims and progress thereto.
10/04/19	T. Moyron	0.20	103.70	B310	Exchange emails with C. Margulies re stipulation re bar date re Hooper Healthcare Consulting LLC and Managed Care Support Systems, Inc.
10/04/19	T. Moyron	0.40	207.40	B310	Analyze applications for administrative expenses.
10/04/19	M. Zeefe	0.60	288.15	B310	BRG/Dentons weekly claims call re status and strategy of objections (0.5); email to team re PBGC settlement status (0.1).
10/05/19	G. Medina	0.40	117.30	B310	Review and filed Stipulation and Order re US Bank Extended Admin Bar Date.
10/07/19	M. Zeefe	0.50	240.13	B310	Emails with BRG/Dentons re PBGC amended proofs of claim (0.3); emails with BRG/Dentons re PBGC settlement motion (0.2).
10/07/19	G. Miller	0.30	132.60	B310	Research re bankruptcy court jurisdiction to resolve personal injury claims.
10/07/19	N. Koffroth	2.50	1,253.75	B310	Draft stipulations and related orders continuing administrative expense bar date re Hooper Healthcare (0.4); US Bank (0.5); the Insurers (0.6); UMB Bank (0.5); Fresenius (0.5)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/07/19	J.A. Moe, II	0.20	107.10	B310	[Administrative Claims] Preliminarily review array of Administrative Claims filed on or before due date.
10/07/19	J.A. Moe, II	0.30	160.65	B310	[Objections To Claims] Conference telephone call with Robert Richards, David Guess and Nate Robinson on Objections to Claims.
10/07/19	R. Richards	2.20	1,590.60	B310	Research re disallowance of personal injury claims (0.7), work on claims objections (0.8), review prior pleadings and order on Morris class claim (0.7).
10/07/19	T. Moyron	1.20	622.20	B310	Analyze SEIU motion for allowance of administrative expense (.2); analyze matters related to Hooper Healthcare Consulting LLC and Managed Care Support Systems, Inc. and stipulation (.2); analyze RPHE status (.2); analyze email from K. Walsh re admin claim stipulation (.1); analyze additional request for admin expenses and related notices (.3); analyze matters related to objections to proofs of claim related to personal injury (.2).
10/08/19	J.A. Moe, II	0.10	53.55	B310	[Objections To Claims] Exchange E-Mails with Bob Richards on dealing with Claims where Claimant stipulated to look to insurance only.
10/08/19	J.A. Moe, II	0.40	214.20	B310	[Objections to Claims] Exchange E-Mails with Bob Richards, and research and indexing form and contacts of Stipulation on relief form stay.
10/08/19	J.A. Moe, II	0.30	160.65	B310	[Objections To Claims: Maurice Bray v. Verity] Exchange E-Mails with Bob Richards on and review/research Stephen Peck, Yolanda Mancilla and Maurice Bray and confer with Mr. Richards on contacting Mr. Peck on Claim.
10/08/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims] Continue to review Administrative Claims filed on or before October 7th.
10/08/19	R. Richards	1.00	723.00	B310	Calls and emails with personal injury claimant counsels (0.4), discuss same with John Moe (0.1) and Emerson (0.1), prepare lift stay stipulation for A.R. a minor (0.4).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/09/19	J.A. Moe, II	0.30	160.65	B310	Administrative Claim: MedImpact] Review E-Mails from Jon Emerson on background to and basis for purported obligation (.10); three telephone calls from Mr. Emerson reviewing background to and ferreting out relationship between Seton and MedImpact and Verity and MedImpact (.20) .
10/09/19	R. Richards	1.00	723.00	B310	Call with counsel for AR a minor (0.1), revise and send stipulation to AR counsel (0.2), prepare Vasquez stipulation (0.5), discuss Bray claim with John Moe and emails re same (0.1), call with Jon Emerson re claims (0.1).
10/09/19	J.A. Moe, II	0.30	160.65	B310	[Bray v. Verity] Exchange E-Mails with Pascale Roy on coverage (.10); review Proof Of Claim and confer with Bob Richards on possible resolution of Claim (.10) ; telephone call and E-Mail to Pascale Roy on Proof of Claim (.10).
10/09/19	J.A. Moe, II	1.60	856.80	B310	[Administrative Claims: MedImpact] Review MedImpact Application and Notice (.10); review Local Rules in regard to hearings requested on negative notice (.20); prepare draft of Response And Opposition to the Application and Notice (.40); preliminarily review of Verity/MedImpact Contract (.10); telephone call from Jon Emerson on Contract, whether there is an amount due, and how to respond to the Application (.20); revise the Response And Opposition (.30); also prepare Stipulation to continue time for Debtors to respond to the Application (.30).
10/09/19	T. Moyron	0.40	207.40	B310	Analyze and prepare PBGC motion (.3); exchange emails with D. Galfus regarding same (.1).
10/09/19	T. Moyron	0.10	51.85	B310	Exchange emails with P. Chadwick re extension of administrative claims.
10/10/19	G. Miller	0.30	132.60	B310	Review model claim objection and comment re same.
10/10/19	J.A. Moe, II	0.40	214.20	B310	[Administrative Claims: MedImpact] Additional call to Marc Plevin and return call from Laurie Winkelman on terms for a Stipulation (.10) ; prepare E-Mail Memorandum to Ms. Winkelman and Mr. Plevin on terms for a Stipulation (.30)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/10/19	R. Richards	1.20	867.60	B310	Prepare draft of substantive portions of objection to Doris Thompson Proof of Claim (0.5); emails re same (0.1); call with Emerson of BRG re claims processing (0.1); follow up call and emails re stipulation regarding claim of A.R. a Minor (0.2); revise lift stay stipulation for claim of Vazquez (0.3).
10/10/19	J.A. Moe, II	0.60	321.30	B310	[Administrative Claims: MedImpact] Review revised draft of Response And Opposition to MedImpact's Application For Allowance of Administrative Claim(.10); telephone call to John Plevin (.10); exchange E-Mails with Jon Emerson on allowance of an Administrative Claim (.10); Prepare E-Memorandum on proposed Stipulation internally (.30).
10/11/19	R. Richards	3.90	2,819.70	B310	Work on draft of substantive claims objections to (i) Marc Levy (0.7), (ii) Raquel Joseph (0.7); (iii) Harry Mittleman (0.7), (iv) Angela Von Parrish (0.8) and (v) Stanley Clay (0.7); emails re Eduard Israilov claim (0.1); revise and send Vazquez stipulation (0.1); call from Jon Emerson of BRG re claims (0.1).
10/11/19	G. Miller	0.40	176.80	B310	Review model claim objection and comment re same.
10/13/19	R. Richards	0.20	144.60	B310	Emails re proof of claim objections.
10/13/19	T. Moyron	1.40	725.90	B310	Analyze and prepare objection re PI objection and template.
10/13/19	G. Miller	3.00	1,326.00	B310	Draft motion to disallow Doris Thompson claim.
10/14/19	R. Richards	1.30	939.90	B310	Review and comment on drafts of claims objections (0.2), review and annotate claims status chart (0.3), weekly claims call (0.5), work on finalizing substance of additional claims objections (0.3).
10/14/19	T. Moyron	0.30	155.55	B310	Analyze issues related to Doris Thompson, etc.
10/14/19	T. Moyron	0.20	103.70	B310	Analyze issues related to claim objections.
10/14/19	T. Moyron	0.10	51.85	B310	Analyze email from J. Emerson re claims chart.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/14/19	M. Wege	0.80	632.40	B310	Review charts from BRG prior to call (.3); attend weekly claims call (.5)
10/14/19	G. Miller	1.80	795.60	B310	Revise motion to disallow Doris Thompson claim.
10/14/19	G. Miller	0.60	265.20	B310	Revise motion to disallow Marc Levy claim.
10/14/19	G. Miller	0.80	353.60	B310	Revise motion to disallow Raquel Joseph claim.
10/14/19	J.A. Moe, II	0.20	107.10	B310	[Administrative Claims] Review Tracey Ohm's E-Mail on possible resolution of the Cerner Limited Objection and request for Invoices (.10) ; exchange E-Mails with Peter Chadwick on possible resolution (.10).
10/14/19	J.A. Moe, II	0.50	267.75	B310	[Objections To Claims] Preliminairily review Jon Emerson's Chart on Claims to which Objections are to be filed, in preparation for conference call (.10); conference call with Robert Richards, Mark Wegge, Malka Zeefe and Jon Emerson, on Objections to Claims (.40).
10/14/19	J.A. Moe, II	0.20	107.10	B310	[Insured Claims] Review status of the Chart on all "regular" Claims filed against the Debtors, also conferring with Karleen Murphy on Chart.
10/14/19	M. Zeefe	1.90	912.48	B310	Weekly claims call with BRG and Dentons (0.5); review and revise PBGC settlement motion (0.8); review Hunt Spine proofs of claim and settlement history (0.6).
10/15/19	J.A. Moe, II	0.10	53.55	B310	[Auto Accident Claim] Exchange E-Mails with Ted Hopper, and E-Mail to Karleen Murphy on resolution of Claim.
10/15/19	G. Miller	0.40	176.80	B310	Revise motion to disallow Doris Thompson claim.
10/15/19	G. Miller	0.50	221.00	B310	Revise motion to disallow Marc Levy claim.
10/15/19	G. Miller	1.70	751.40	B310	Revise motion to disallow Raquel Joseph claim.
10/15/19	R. Millner	0.20	160.00	B310	Conference B. Richards re bar date notice issues.
10/15/19	K.M. Howard	0.40	100.30	B310	Reviewed email and documents received from Poh Wong of BioMed (.3) and prepared responsive email thereto (.1).
10/15/19	N. Koffroth	0.30	150.45	B310	Draft stipulation re DaVita

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	R. Richards	0.70	506.10	B310	Work on finalizing first round claims objections (0.6), emails re amending California tax claims and additional information request (0.1).
10/16/19	J.A. Moe, II	0.50	267.75	B310	[Objections To Claims] Review Geoffrey Miller's E-Mail on procedures on Objections to Claims, then review draft Objection To Claim, the Local Rules and Local Form (.30); telephone call to Mr. Miller on use and filing of two documents (.10); further review of the Form and telephone call to Geoffrey Miller on connection (.10).
10/16/19	R. Richards	1.00	723.00	B310	Review and comment on revised claims objections and emails re same (0.4); call with Emerson of BRG re claims (0.1); email re employee claim review (0.1); emails re claims objection status and next wave of objections (0.4).
10/16/19	K.M. Howard	0.20	50.15	B310	Email exchanges with Karleen Murphy regarding the assembly of certain proofs of claim filed by litigants (.1) and discussed same with John Moe (.1).
10/16/19	K.M. Howard	1.40	351.05	B310	Analysis of chart identifying key claims filed by litigants (.3); reviewed claims registry and culled and organized proofs of claim filed by litigants (1.1).
10/16/19	T. Moyron	0.30	155.55	B310	Analyze issues related to PI objections.
10/16/19	G. Miller	1.20	530.40	B310	Revise motion to disallow Mittelman claim.
10/16/19	G. Miller	0.80	353.60	B310	Draft motion to disallow Clay claim.
10/16/19	G. Miller	0.80	353.60	B310	Draft motion to disallow Von Parrish claim.
10/17/19	G. Miller	0.70	309.40	B310	Draft motion to disallow Clay claim.
10/17/19	G. Miller	2.00	884.00	B310	Draft motion to disallow Von Parrish claim.
10/17/19	G. Miller	1.40	618.80	B310	Research re objections to personal injury claims.
10/17/19	G. Miller	0.30	132.60	B310	Meeting with R. Millner to discuss memorandum re claims barred by bar dates.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/17/19	M. Wege	1.10	869.55	B310	Review BRG spreadsheets prior to call (.2); attend weekly claims conference call (.5); review correspondence on claims issues (.2); review prior claim objection draft and status of updates (.2)
10/17/19	R. Millner	0.10	80.00	B310	Telecon J. Adolf re bar date notice analysis.
10/17/19	R. Millner	0.10	80.00	B310	Conference G. Miller re preparation of memo as to principles for bar date notice.
10/17/19	T. Moyron	1.00	518.50	B310	Prepare claim objection (.7); internal correspondence regarding same (.3).
10/17/19	K.M. Howard	0.40	100.30	B310	Further review and assembly of proofs of claim filed by litigants.
10/17/19	J.A. Moe, II	0.50	267.75	B310	[Objections to Claims] Participate in conference call with Robert Richards, Jon Emerson, Connor MacLavery. Malka Zeefe, Mark Wege and Tania Moyron on Claims, including review of Employee Claims, 503(b)(9) Claims, Pension Calms, two sets of large Claims, and Claims asserted by Department Of Healthcare Services.
10/17/19	R. Richards	1.20	867.60	B310	Review and comment on drafts of claims objections (0.3), emails re personal injury claims (0.2), call with Emerson of BRG re claims (0.2), weekly claims call (0.5).
10/17/19	N. Koffroth	0.50	250.75	B310	Participate in weekly call with T. Moyron, R. Richards, John Moe, et al. re claims reconciliation process and claim objection strategy issues
10/17/19	M. Zeefe	0.50	240.13	B310	Claims status call with BRG and Dentons, and emails re various specific claims.
10/18/19	T. Moyron	0.40	207.40	B310	Conference call with K. Chapman, et al., re claims re objections.
10/18/19	G. Miller	1.10	486.20	B310	Draft motion to disallow Von Parrish claim.
10/18/19	G. Miller	0.80	353.60	B310	Research re objections to personal injury claims.
10/18/19	G. Miller	2.40	1,060.80	B310	Draft memorandum re claims barred by bar dates.
10/18/19	G. Miller	0.40	176.80	B310	Call with K. Chapman, E. Paul and T. Moyron re personal injury claims.
10/19/19	G. Miller	0.70	309.40	B310	Draft memorandum re claims barred by bar dates.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/20/19	G. Miller	1.80	795.60	B310	Draft memorandum re claims barred by bar dates.
10/21/19	G. Miller	2.80	1,237.60	B310	Draft motions to disallow claims.
10/21/19	R. Millner	0.40	320.00	B310	Revise G. Miller memo re bar date notice analysis.
10/21/19	M. Wege	1.50	1,185.75	B310	Telephone conference with R. Richards (.1); correspond with R. Richards and G. Miller on claims issues (.3); work on secured claim objection draft and review current version of claim objection (1.1)
10/21/19	G. Miller	3.30	1,458.60	B310	Draft memorandum re claims barred by bar dates.
10/21/19	N. Koffroth	0.80	401.20	B310	Draft objection to Levy claim (Claim No. 2940)
10/21/19	N. Koffroth	0.80	401.20	B310	Draft objection to Von Parrish claim (Claim No. 6561)
10/21/19	N. Koffroth	0.90	451.35	B310	Draft objection to Mittelman claim (Claim No. 3496)
10/21/19	N. Koffroth	0.90	451.35	B310	Draft objection to Clay claim (Claim No. 6106)
10/21/19	N. Koffroth	0.90	451.35	B310	Draft objection to Thompson claim (Claim No. 5551)
10/21/19	T. Moyron	0.60	311.10	B310	Analyze final versions of claim objections and matters related thereto (.4); analyze E. Paul, et al., emails regarding same (.2).
10/21/19	T. Moyron	0.20	103.70	B310	Analyze A. Ruda, et al., emails regarding EPL Claims.
10/21/19	R. Richards	0.80	578.40	B310	Review and comment on final versions of 5 claims for filing (0.5); work on second round of claims objections (0.3).
10/22/19	R. Richards	0.20	144.60	B310	Work on second wave of claims objections.
10/22/19	K.M. Howard	0.40	100.30	B310	Analysis of numerous Motions to Disallow Claims and reviewed and revised Critical Dates Memorandum accordingly.
10/22/19	R. Millner	0.20	160.00	B310	Telecon J. Adolf re bar date analysis and legal principals.
10/22/19	M. Wege	0.70	553.35	B310	Review correspondence on claims objections, court protocol and form of objections/motion to disallow (.5); review modifications to claims objection (.2)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	M. Wege	1.20	948.60	B310	Work on draft claim objection on secured claims and update draft materials (1.0); review correspondence on status of claims objections (.2)
10/23/19	S. Alberts	1.50	1,200.00	B310	Claims. Receive, review and assess background and recommendation memos on four open employee grievance matters (.5) and provide initial assessment to co-counsel (.1) and call with working group (.9).
10/23/19	T. Moyron	0.90	466.65	B310	Conference call regarding claims and settlement and analyze related issues.
10/23/19	T. Moyron	0.40	207.40	B310	Analyze email from A. Ruda, et al., re AIG policy (.2); analyze E. Paul, et al., emails re mediation exposure (.2).
10/23/19	N. Koffroth	0.90	451.35	B310	Participate in strategy call concerning resolution of certain outstanding employee claims
10/24/19	R. Richards	0.10	72.30	B310	Emails re second wave of claims objections
10/24/19	M. Wege	2.50	1,976.25	B310	Work on draft objection form for secured trade claims and forward revised draft to R. Richards (2.2); correspond with R. Richards on status of filings (.2); correspond with J. Emerson (.1)
10/25/19	M. Wege	0.50	395.25	B310	Continue review of claims for second wave of objections and review Motion/Order on GRM and potential GRM objections.
10/25/19	N. Koffroth	0.30	150.45	B310	Analyze California law issues re settlement and general waiver
10/28/19	M. Wege	0.30	237.15	B310	Correspond with R. Richards and review correspondence on claims.
10/28/19	R. Richards	0.50	361.50	B310	Emails re next round of claims objections (0.1); review 503(b)(9) claims reconciliation chart (0.4).
10/28/19	G. Miller	1.10	486.20	B310	Revise claim objections and resubmit same to Court.
10/29/19	T. Moyron	0.40	207.40	B310	Analyze correspondence regarding employee settlements.
10/29/19	M. Zeefe	0.20	96.05	B310	Look at union claims and call with C. Doherty re same.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/29/19	M. Wege	1.20	948.60	B310	Review correspondence and various charts in advance of call (.7); attend weekly claims call (.4); correspond with C. Montgomery (.1).
10/29/19	N. Koffroth	0.40	200.60	B310	Participate in weekly call analyzing claims and potential bases for objection.
10/29/19	J.A. Moe, II	0.20	107.10	B310	Telephone call from Jon Emerson on resolution of the Wolferd, Gonzalez, Jain and Rodriguez Cases/Claims, then obtain and send Chart on Claims to Mr. Emerson.
10/29/19	J.A. Moe, II	0.40	214.20	B310	[Objections to Claims] Conference call with Jon Emerson, Robert Richards, Nick Koffroth and Mark Wege on Objections to Claims, including the 503 (b) Claims, the "regular" Claims, the Administrative Claims, and starting to review and file Objections to employee claims.
10/29/19	R. Richards	1.20	867.60	B310	Emails with BRG re open claims and review updated charts (0.4); revise and circulate objection to Raquel Joseph claims (0.4); weekly claims call (0.4)
10/31/19	S. Alberts	0.20	160.00	B310	Claim. Communicate with co-counsel about potential claim issue and effect on plan .
Subtotal		111.00	63,170.29		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B320 - Plan and Disclosure Statement (incl. Business Plan)

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	C. Montgomery	0.50	400.00	B320	Communications with T. Moyron regarding Committee inquiry on disclosure statement (.1); review best interest analysis from BRG and communications with D. Galfus re same (.4).
10/01/19	T. Moyron	0.40	207.40	B320	Conference call with D. Galfus re Disclosure Statement.
10/01/19	T. Moyron	0.40	207.40	B320	Conference call with D. Bleck regarding timing of AG hearing, Disclosure Statement and related issues.
10/01/19	T. Moyron	0.60	311.10	B320	Conference call with R. Adcock regarding timing of DS based on order setting hearing on motion to enforce sale order; liquidity; plan and other issues.
10/01/19	R. Richards	0.30	216.90	B320	Review BRG comments on the Liquidating Trust Agreement.
10/02/19	T. Moyron	0.90	466.65	B320	Conference call with lenders and analyze related issues.
10/02/19	C. Montgomery	1.60	1,280.00	B320	Phone conference with T Moyron, R Adcock, N Koffroth, P Chadwick re cash flow forecast and disclosure adjournment impact.
10/02/19	N. Koffroth	0.70	351.05	B320	Participate in call with T. Moyron and counsel to secured creditors concerning issues related to plan confirmation
10/02/19	N. Koffroth	2.00	1,003.00	B320	Participate in strategy meeting with R. Adcock, E. Paul, P. Chadwick, et al. concerning confirmation strategy and finance issues
10/02/19	N. Koffroth	4.70	2,357.05	B320	Draft motion to continue hearing on disclosure statement
10/02/19	N. Koffroth	0.80	401.20	B320	Research and analyze case law addressing deemed allowed claims pursuant to a plan
10/03/19	N. Koffroth	2.10	1,053.15	B320	Draft motion to continue hearing on disclosure statement motion
10/03/19	N. Koffroth	0.50	250.75	B320	Review and analyze plan provisions addressing the SGM Sale

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/03/19	C. Montgomery	0.70	560.00	B320	Review insurance tail policy information and communications with T Moyron re same.
10/03/19	T. Moyron	1.50	777.75	B320	Analyze and prepare motion to continue disclosure statement, including discussion regarding plan timeline.
10/03/19	R. Richards	1.30	939.90	B320	Review draft of alternative liquidation analysis (0.5); comment email re same (0.1); review and comment on winddown insurance proposal (0.4); prepare response email on comments to Liquidating Trust Agreement (0.3)
10/03/19	J.A. Moe, II	0.10	53.55	B320	[Insured Claims] Review Elspeth Paul's E-Mail exchange on necessity to address insurance issue; exchange E-Mails with Tania Moyron on issue; confer with Karleen Murphy on payment of post petition Claims.
10/04/19	J.A. Moe, II	0.20	107.10	B320	(Insured Claims) Confer with Karleen Murphy on review of Pascale Roy's changes to the Chart (.10); preliminarily review the Chart with Ms. Roy's Objections (.10);
10/04/19	T. Moyron	3.30	1,711.05	B320	Prepare and finalize motion to continue disclosure statement hearing and declaration in support thereof (2.8); exchange emails with E. Paul, et al., regarding same (.2); analyze D. Galfus comments (.1); exchange emails with P. Chadwick regarding DHCS offsets and other amounts for motion (.2).
10/04/19	T. Moyron	0.20	103.70	B320	Conference call with R. Adcock regarding motion to continue and inquiry related thereto.
10/04/19	T. Moyron	0.10	51.85	B320	Analyze proposed order to continue hearing on disclosure statement motion and provide comment thereto.
10/04/19	K. Murphy	0.10	41.65	B320	[Insured Claims] Confer with John Moe re further edits to Master Litigation Claims Chart.
10/04/19	K. Murphy	0.10	41.65	B320	[Insured Claims] Further confer with John Moe re further edits to Master Litigation Claims Chart.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	C. Montgomery	2.00	1,600.00	B320	Review and suggest revisions to motion to continue disclosure statement hearing (1.0); communications with T. Moyron re same (.1); communications with T. Moyron regarding tail insurance issues under plan of liquidation (.3); communications with E. Paul re same (.1); communications with R Adcock and T. Moryon regarding motion to continue disclosure statement hearing (.1); phone call with T. Moyron regarding bond coordination (.1); phone call with N. Coco, C. Whitmore, T. Moyron and S. Maizel regarding disclosure statement hearing issues (.3).
10/04/19	T. Santoli	0.60	479.40	B320	Review of revised Liquidating trust agreement.
10/04/19	H. Ali	0.50	110.50	B320	[Insured Claims] Update master chart of insured claims following client edits.
10/04/19	N. Koffroth	1.10	551.65	B320	Research case law addressing deemed allowance of claim for plan purposes
10/04/19	N. Koffroth	3.80	1,905.70	B320	Draft motion to continue hearing on disclosure statement (2.8); draft Adcock declaration in support of motion to continue (0.6); draft proposed order granting motion to continue (0.4)
10/04/19	S. Maizel	0.40	320.00	B320	Telephone conference with Nathan Coco, etc. re plan issues.
10/04/19	N. Koffroth	0.60	300.90	B320	Draft stipulation and order continuing deadline for Insurers to file objection to disclosure statement
10/05/19	R. Richards	1.30	939.90	B320	Review feasibility hurdle analysis and revised version of same (0.3), research and reply on 503(b)(9) estimate (0.5), call re tail insurance (0.2), follow up analysis re same (0.3).
10/05/19	C. Montgomery	0.20	160.00	B320	Communications with T Moyron and R Richards regarding insurance cost issues for business plan (.1); communications with T Moyron, R Richards and DGalfus regarding 503(b)(9) estimates (.1)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/07/19	T. Moyron	1.20	622.20	B320	Conference call with P. Ricotta and D. Bleck re plan issues (.2); conference call with R. Adcock regarding same (.1); conference call with S. Maizel regarding same (.1); conference calls with C. Montgomery regarding same x 2 (.3); conference call with R. Adcock, BRG, et al., regarding lenders and plan issues (.5).
10/07/19	N. Koffroth	0.40	200.60	B320	Draft stipulation and order continuing Insurers' objection deadline re plan and disclosure statement
10/07/19	T. Moyron	0.50	259.25	B320	Analyze emails from Chubb and Old Republic counsel and related stipulation (.3); analyze order continuing DS hearing (.1); analyze T. Conner email re AON (.1).
10/08/19	N. Koffroth	0.60	300.90	B320	Research and analyze settlement standards
10/08/19	N. Koffroth	0.90	451.35	B320	Meeting with S. Maizel and T. Moyron concerning strategy issues related to plan confirmation
10/08/19	S. Maizel	0.80	640.00	B320	Telephone conference with BRG, etc. re lender discussion on plan.
10/08/19	T. Moyron	1.40	725.90	B320	Conference call with D. Black, P. Chadwick, etc., re Plan and related issues (.6); conference call with P. Chadwick, C. Montgomery, et al. re same (.8).
10/08/19	J.A. Moe, II	0.20	107.10	B320	[Insured Claims] Review updated Chart on Claims, and E-Mail to Pascale Roy on USC and Johns/Lara Claims.
10/09/19	J.A. Moe, II	0.20	107.10	B320	[Insured Claims] Review Claims Chart, then return call from Pascale Roy, on whether Maurice Bray Claim is covered by insurance and status of USC Claim.
10/09/19	K. Murphy	1.10	458.15	B320	[Insured Claims] Prepare final edits to Verity Master Chart with total calculations on Employment Litigation Claims (1.0) and confer with John Moe re same (.1).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/09/19	J.A. Moe, II	0.80	428.40	B320	[Insured Claims] Telephone call with Jodi Adolf on SIR and amount of Claims (.10); review the Chart and identify amounts to be completed (.10); conference telephone call with Pascale Roy and Karleen Murphy reviewing seven Claims, then complete telephone call with Karleen Murphy on revising/updating the Chart (.60).
10/09/19	K.M. Howard	0.40	100.30	B320	Analysis of Fifth Stipulation continuing deadlines related to any response to Debtors' Motion to Approve Disclosure Statement filed by Old Republic and Chubb including order approving same and reviewed and revised Critical Dates Memorandum accordingly.
10/09/19	K.M. Howard	0.40	100.30	B320	Analysis of Order Approving Debtors' Motion to Continue Hearing on the Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
10/09/19	K. Murphy	0.60	249.90	B320	[Insured Claims] Telephone call with Pascale Roy and John Moe re valuation of various employment law claims.
10/09/19	J.A. Moe, II	0.40	214.20	B320	[Insured Claims] Review with Karleen Murphy and correct and complete the Charts (.20); review the revised Charts and transmit internally to Dentons (.20).
10/09/19	K.M. Howard	0.40	100.30	B320	Analysis of Debtors' Motion to Continue Hearing on the Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
10/10/19	R. Millner	0.30	240.00	B320	Prepare chart relating to Chubb proposed plan language and proposed response thereto.
10/10/19	R. Millner	0.50	400.00	B320	Telecon J. Adolf, T. Moyron, S. Maizel re plan language relating to insurance.
10/10/19	T. Moyron	0.10	51.85	B320	Exchange emails with M. St. James re reply date re disclosure statement.
10/10/19	N. Koffroth	0.50	250.75	B320	Participate in call with R. Millner, T. Moyron, et al. concerning plan issues related insurance provisions
10/11/19	R. Millner	0.10	80.00	B320	Email to T. Moyron re plan language as to insurance.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/11/19	K.M. Howard	0.40	100.30	B320	Analysis of Sixth Stipulation Continuing Stipulation Related to Any Response to Debtors' Motion to Approve Disclosure Statement filed by Old Republic and Chubb and reviewed and revised Critical Dates Memorandum accordingly.
10/13/19	N. Koffroth	2.20	1,103.30	B320	Draft motion to continue hearing on disclosure statement (1.7); draft Adcock Declaration in support of motion (0.5)
10/14/19	J.A. Moe, II	0.20	107.10	B320	[Insured Claims] Commence review of 79 pages of the Master List of 7,884 Claims (.10); telephone call from Andres Estrada on EPL Claims (.10).
10/14/19	N. Koffroth	5.90	2,958.85	B320	Draft third motion to continue hearing on disclosure statement motion (4.4); declaration of R. Adcock in support (0.9); proposed order granting motion (0.6)
10/14/19	T. Moyron	0.20	103.70	B320	Exchange emails with R. Adcock re motion to continue Disclosure Statement.
10/14/19	T. Moyron	0.50	259.25	B320	Analyze and finalize motion to continue disclosure statement (.3); discussions regarding same (.2).
10/14/19	S. Maizel	0.10	80.00	B320	Review and revise third motion to continue hearing on disclosure statement.
10/14/19	T. Moyron	0.20	103.70	B320	Analyze email from T. Conner, et al., re Plan A.
10/15/19	K. Murphy	0.80	333.20	B320	[Insured Claims] Analyze Verity Claims Register re Employment Litigation Matters Chart from KCC and cross reference with Master Chart to determine any missing employment matters to be added to the Master Chart (.5); confer with John Moe re same (.1); draft updates to Master Chart with claim numbers (.1) and draft email to Kathryn Howard requesting to pull copies of various listed claims on KCC chart (.1)
10/15/19	K.M. Howard	0.40	100.30	B320	Analysis of Order Approving Sixth Stipulation Continuing Deadlines related to responses filed by Old Republic and Chubb to Debtors' Motion to Approve Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	J.A. Moe, II	0.10	53.55	B320	Review Motion requesting a continuance of the hearing on the Disclosure Statement to November 6th.
10/15/19	J.A. Moe, II	0.20	107.10	B320	[Insured Claims] Review E-Mail from and List attached by Andres Estrada on insurance rrelated claims (.10); confer with Karleen Murphy on expanding the Master Chart, first with a review of the filed Claims on the new List (.10) .
10/15/19	K. Murphy	0.90	374.85	B320	[Insured Claims] Analyze KCC chart of Claims Register and cross reference list of employment matters with Master Chart (.5); prepare updates to Master Chart to include additional claim numbers (.2); confer with John Moe re same (.1); and draft email to Kathryn Howard requesting copies of various claims (.1).
10/16/19	K.M. Howard	0.40	100.30	B320	Analysis of Seventh Stipulation Continuing Deadlines Related to any Response to Debtors' Motion to Approve Disclosure Statement filed by Old Republic Insurance Company and Chubb Companies and reviewed and revised Critical Dates Memorandum accordingly.
10/16/19	J.A. Moe, II	0.10	53.55	B320	[Insured Claims] Review exchange of E-Mails with Kathryn Howard and Karleen Murphy on identification and review of additional EPL Claims filed in the bankruptcy cases.
10/16/19	T. Moyron	0.40	207.40	B320	Analyze waterfall (.2); analyze D. Galfus, et al., related emails (.2).
10/16/19	T. Moyron	0.20	103.70	B320	Conference call with C. Montgomery re waterfall.
10/16/19	C. Montgomery	0.40	320.00	B320	Communications with M. Zeefe regarding convenience class claim classification.
10/17/19	T. Moyron	0.10	51.85	B320	Analyze issues related to exclusivity re plan.
10/17/19	S. Maizel	0.10	80.00	B320	Review and comment on draft letter to M. Shinderman re plan issues.
10/17/19	C. Doherty, Jr.	0.10	37.40	B320	Call with Mr. Koffroth regarding preparing new exclusivity motion.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/17/19	J.A. Moe, II	0.10	53.55	B320	[Insured Claims] Confer with Kathryn Howard on Claims Docket and retrieving Claims for analysis.
10/17/19	K.M. Howard	0.40	100.30	B320	Analysis of Order Granting Motion to Continue the Hearing to approve Debtors' Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
10/17/19	K.M. Howard	0.40	100.30	B320	Analysis of Order approving Stipulation to continue deadlines pertaining to any response filed by Old Republic Insurance and Chubb Companies and reviewed and revised Critical Dates Memorandum accordingly.
10/18/19	J.A. Moe, II	0.40	214.20	B320	[Insured Claims] Conference with Karleen Murphy on review of the additional Claims, then review Claims with Ms. Murphy for transmittal to Verity on whether they are covered by insurance.
10/18/19	K. Murphy	0.10	41.65	B320	[Insured Claims] Draft email to Pascale Roy and Ted Hopper enclosing 5 claims to review to determine if matters should be added to the Master Chart of Employment Litigation Claims.
10/18/19	K. Murphy	0.40	166.60	B320	[Insured Claims] Confer with John Moe regarding potential additional Employment Litigation Claims following review of claims.
10/18/19	K. Murphy	0.50	208.25	B320	[Insured Claims] Analyze multiple claims from KCC to determine if claims are Employment Claims.
10/19/19	S. Maizel	0.40	320.00	B320	Review and comment on Verity "financial waterfall" chart from BRG.
10/21/19	C. Doherty, Jr.	2.30	860.20	B320	Prepare Motion for Extension of Exclusivity.
10/21/19	T. Moyron	0.20	103.70	B320	Analyze Fourth Motion for Exclusivity.
10/22/19	C. Doherty, Jr.	0.10	37.40	B320	Prepare Motion for Extension of Exclusivity; respond to email regarding draft of Motion.
10/23/19	C. Doherty, Jr.	0.30	112.20	B320	Update draft of Motion for Extension of Exclusivity regarding new docket activity and case facts.
10/23/19	C. Montgomery	0.10	80.00	B320	Communications with M. Shinderman, T. Moyron and D. Galfus regarding committee meeting request.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/24/19	C. Doherty, Jr.	0.20	74.80	B320	Prepare draft of Motion for Extension of Exclusivity.
10/25/19	C. Doherty, Jr.	0.70	261.80	B320	Prepare draft of Motion for Extension of Exclusivity and Declaration supporting same.
10/25/19	S. Maizel	1.20	960.00	B320	Telephone conference with UCC re plan issues.
10/25/19	S. Maizel	0.20	160.00	B320	Review and revise 4th motion re exclusivity.
10/25/19	T. Moyron	1.10	570.35	B320	Analyze motion to extend exclusivity and prepare comments (.8); analyze related matters and correspondence regarding same (.3).
10/25/19	N. Koffroth	1.80	902.70	B320	Draft motion to continue hearing on disclosure statement motion
10/25/19	N. Koffroth	2.40	1,203.60	B320	Draft motion to extend exclusivity deadlines re filing a plan and soliciting acceptances
10/25/19	N. Koffroth	0.20	100.30	B320	Call with T. Moyron, S. Maizel, et al. analyzing issues re order granting motion to enforce sale order
10/25/19	C. Montgomery	2.10	1,680.00	B320	Communications with T. Moyron regarding agenda for Committee phone conference (.1); Verity side call regarding Committee agenda with T. Moyron, R. Adcock, P. Chadwick, S. Maizel (.2); participate in Committee phone call (.8); review Plan B analysis and participate in Verity team follow up call (.8); phone call with T. Moyron and S. Maizel re same (.2)
10/25/19	S. Martin	0.70	532.53	B320	Call with creditors regarding plan issues and remediation.
10/26/19	C. Montgomery	0.40	320.00	B320	Participate in conference regarding Committee Case discussion.
10/26/19	T. Moyron	0.40	207.40	B320	Analyze email from D. Galfus and attached revised Plan et al. scenario (.2); prepare emails to constituents regarding same (.2).
10/26/19	T. Moyron	0.40	207.40	B320	Conference call with C. Montgomery, et al., re Committee matters.
10/26/19	S. Maizel	0.40	320.00	B320	Telephone conference with T. Moyron, etc. re plan issues.
10/28/19	T. Moyron	0.40	207.40	B320	Analyze motion to continue hearing on DS (.2) and related correspondence (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/28/19	N. Koffroth	0.20	100.30	B320	Draft stipulation continuing deadlines related to Insurers' objection to Disclosure Statement Motion
10/28/19	N. Koffroth	2.10	1,053.15	B320	Draft motion to continue hearing on disclosure statement (1.8) and related proposed order (0.3)
10/29/19	N. Koffroth	3.10	1,554.65	B320	Draft and finalize motion to continue hearing on disclosure statement motion (2.8) and related order (0.3)
10/29/19	N. Koffroth	0.60	300.90	B320	Draft stipulation to continue insurers response to disclosure statement motion (0.4) and related order (0.2)
10/29/19	T. Moyron	0.60	311.10	B320	Analyze M. Shinderman emails re Plan (.1); prepare emails regarding same (.1); internal conference calls regarding same x 2 (.4).
10/29/19	C. Montgomery	1.10	880.00	B320	Review Plan B impact on possible plan structure (.7); phone call with D Galfus regarding same (.1); communications with T Moyron regarding same (.2) ; phone call from T Moyron regarding M Shinderman competing plan threat (.1).
10/30/19	K.M. Howard	0.40	100.30	B320	Analysis of order granting motion to continue the hearing and deadlines regarding the Disclosure Statement Motion and reviewed and revised Critical Dates Memorandum accordingly.
10/30/19	T. Moyron	0.40	207.40	B320	Internal discussions regarding Committee email and plan.
10/30/19	S. Alberts	0.50	400.00	B320	Plan. Conference with S. Maizel and T. Moyron about plan and sale issues and next steps.
10/31/19	C. Montgomery	0.40	320.00	B320	Phone call from D Galfus with tail coverage and plan issues (.2); begin review of tail information (.2) .
Subtotal		87.00	47,424.28		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

B400 - Bankruptcy-Related Advice

Date	Timekeeper	Hours	Amount	Task	Narrative
10/10/19	E. Giudice	2.00	494.00	B400	Obtain legislative history for bankruptcy code sections 541(f) and 363(d)(1) for C. Doherty
10/22/19	E. Cobarrubias	0.30	80.33	B400	Obtain opinions in Cal. Ins. Guarantee Ass'n v. Azar, and Tulare Pediatric Care Ctr. v. State Department of Health Care Services, for S. Maizel.
10/31/19	M. Maddry	0.10	26.40	B400	Conduct retrieval of collier on bankruptcy sections for Casey Doherty.
	Subtotal	2.40	600.73		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

EMP - Employee matters

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	S. McCandless	1.30	1,038.70	EMP	Communicate with S. Sharrer regarding COBRA termination (.20); conference call with M. Maryn and A. Youssefi regarding same (.30); prepare report to S. Maizel and T. Moyron regarding same (.40); related brief telephone call with S. Maizel (.10); discuss WARN update notice if sale date changes with A. Youssefi (.30).
10/01/19	M. Maryn	0.30	240.00	EMP	Confer with S. McCandless regarding notice of COBRA termination.
10/01/19	C. Doherty, Jr.	0.50	187.00	EMP	Revise and proof KEIP Amendment Motion (.4); call with Mr. Alberts regarding KEIP Amendment Motion (.1)
10/01/19	A. Shiran	1.40	720.30	EMP	Discuss next steps relating to COBRA Notice with Sandra McCandless and Mike Maryn and evaluate same (.7); receipt and review of multiple correspondence relating to same and correspond with Steve Sharrer relating to same (.3); evaluate potentially new warn notice required based on pushed back sale date. (.4)
10/01/19	S. Alberts	1.10	880.00	EMP	KEIP. Review and made modifications to KEIP motion papers and circulate.
10/02/19	S. Alberts	0.50	400.00	EMP	KEIP. Close proofread of KEIP pleading.
10/03/19	T. Moyron	0.50	259.25	EMP	Analyze and prepare final version of KEIP motion (.3); exchange emails regarding same (.2).
10/03/19	S. Alberts	0.70	560.00	EMP	KEIP. Final review and forward to client for approval (.5); make final changes and approve for filing (.2).
10/03/19	C. Doherty, Jr.	0.30	112.20	EMP	Incorporate changes into KEIP amendment motion from team.
10/03/19	A. Shiran	0.80	411.60	EMP	Receipt and review of correspondence from Pascale R. (.1) ; Evaluate impact of later sale date and in particular impact on employees provided earlier warn notice; evaluate potential legal implications of terminating some employees during the original WARN window but not all; (.3) evaluate further notice requirements and potential legal impact of multiple WARN extensions. (.4)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/03/19	S. McCandless	1.10	878.90	EMP	Telephone call with R. Adcock and T. Moyron regarding impact of later sale date on WARN notice and related different treatment of employees (.30); discuss same with A. Youssefi (.30); related review of notice requirements (.30); communicate with E. Paul re R. Pascale and review related correspondence (.20).
10/04/19	S. McCandless	0.80	639.20	EMP	Research regarding anticipated extension of sale date and related WARN implications (.50); discuss response to client regarding same with A. Youssefi (.30).
10/04/19	N. Koffroth	0.80	401.20	EMP	Draft and finalize motion to modify key employee incentive plan
10/04/19	C. Doherty, Jr.	0.60	224.40	EMP	Revise KEIP per final filing instructions (.3); draft and send cover email to client regarding execution of declaration (.1); gather updated KEIP exhibits (.1); call with Mr. Koffroth regarding Motion (.1)
10/04/19	A. Shiran	0.30	154.35	EMP	Further draft response to client inquiry regarding further WARN Notice upon extension of sale date and legal impact of same.
10/04/19	T. Moyron	0.40	207.40	EMP	Analyze final version of KEIP motion and exhibits thereto for filing.
10/07/19	C. Doherty, Jr.	0.60	224.40	EMP	Investigate request from UCC regarding KEIP information (.3) and respond thereto (.2); call with Ms. Moyron regarding same (.1)
10/07/19	T. Moyron	0.40	207.40	EMP	Analyze J. Schlant, et al., emails re KEIP (.1); analyze related matters (.2); analyze D. DeVito email re COBRA (.1).
10/08/19	S. McCandless	1.30	1,038.70	EMP	Prepare for client conference call as related to postponements under WARN Act (.70); client conference call, including R. Adcock to discuss handing of employment matters in context of same, particularly as related to employees on leave (.60).
10/08/19	S. Maizel	0.50	400.00	EMP	Telephone conference with R. Adcock, etc. re force reductions.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/08/19	A. Shiran	1.20	617.40	EMP	Telephone conference with Rich Adcock and client team (.6); evaluate WARN steps on process in particular as relevant to termination of individuals on leave and others (.6)).
10/09/19	S. McCandless	0.30	239.70	EMP	Confer with R. Richards regarding employment records retention requirements.
10/10/19	A. Shiran	0.90	463.05	EMP	Telephone conference with Steven Sharrer to discuss termination notice to be provided to employees terminated on October 18 (.2); evaluate contents and discuss strategy relating to same with Sandra McCandless (.5); receipt and review of multiple electronic correspondence relating to same (.2).
10/10/19	S. McCandless	1.10	878.90	EMP	Communicate with E. Paul and S. Sharrer regarding termination notice for employees to be terminated on 10/18/19 (.20); telephone conference with S. Sharrer and A. Youssefi regarding same (.20); discuss same with A. Youssefi (.50); related review of background information (.20).
10/10/19	T. Moyron	0.40	207.40	EMP	Conference call with Allient and Verity re COBRA.
10/11/19	A. Shiran	0.70	360.15	EMP	Draft letter for employees to be terminated October 18 (.4) discuss same with Sandra McCandless (.2) correspondence with Steve Sharrer regarding termination letter (.1).
10/11/19	S. McCandless	0.50	399.50	EMP	Discuss termination letter for 10/18/19 terminations with A. Youssefi (.20); review and revise letter (.20); communicate with S. Sharrer regarding same (.10).
10/16/19	S. McCandless	0.40	319.60	EMP	Conference call with S. Sharrer and A. Youssefi regarding procedures to follow and language to draft in context of extension of WARN notice (.30); discuss related strategy with A. Youssefi (.10).
10/16/19	A. Shiran	0.40	205.80	EMP	Telephone conference with Steve Sharrer to discuss extension of WARN window and next steps relating to same (. 3) evaluate same (.1)
10/17/19	M. Zeefe	2.10	1,008.53	EMP	Research re settlements with unions.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/22/19	S. McCandless	1.10	878.90	EMP	Conference call with R. Adcock, E. Paul, and bankruptcy attorneys regarding extension of WARN notices (.30); communicate with S. Sharrer regarding same (.30); review and revise draft of extension notice (.30); further communicate with T. Moyron regarding same (.20).
10/22/19	A. Shiran	3.70	1,903.65	EMP	Telephone conference with client regarding extensions of system wide WARN Notices (.3); evaluate required extension letters (.3) draft extension notice for hospital employees (.7) draft extension notice for corporate employees (.7); draft extension notice to numerous government agencies (1.1) draft extension notice to union representatives (.6).
10/23/19	A. Shiran	0.80	411.60	EMP	Finalize WARN extension letters to hospital employees, corporate employees (.2), revise and finalize 5 different letters to government entities (.3), finalize letter to union representatives (.1); detailed correspondence to client regarding WARN extension letters and distribution of same (.2)
10/24/19	A. Shiran	0.10	51.45	EMP	Receipt and review of numerous government notices as submitted regarding extension of WARN window.
10/24/19	S. Maizel	2.70	2,160.00	EMP	Attend mediation of labor issues with A. Ruda, etc. (2.0); telephone conference with A. Ruda re same (.2); attend final session re mediation (.5).
10/25/19	S. Maizel	0.30	240.00	EMP	Telephone conference re mediation on employee claims.
10/25/19	S. Maizel	0.30	240.00	EMP	Telephone conference with A. Ruda re settlements of employee claims in mediation.
10/25/19	S. Maizel	0.40	320.00	EMP	Telephone conference with A. Ruda re labor issues.
10/26/19	A. Shiran	2.30	1,183.35	EMP	Draft fee application portion relating to labor and employment advice matters and WARN related matters.
10/28/19	A. Shiran	0.80	411.60	EMP	Further draft and revise portions of interim fee application.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/28/19	S. Alberts	0.20	160.00	EMP	Claims. Review settlements terms on labor complaint cases.
10/28/19	S. Alberts	5.50	4,400.00	EMP	1113. Review, revise and began to modify 9019/113/114 motions, including review of facts and request for additional information.
10/28/19	M. Zeefe	0.10	48.03	EMP	Call and email with C. Doherty re union settlement agreements.
10/28/19	C. Doherty, Jr.	2.20	822.80	EMP	Prepare inserts for 1113 and 1114 motion.
10/29/19	C. Doherty, Jr.	0.80	299.20	EMP	Prepare 1113 and 1114 motion.
10/29/19	S. Alberts	6.50	5,200.00	EMP	1113/1114. Finalize modifications of notice and motion of CBA and retiree healthcare benefit changes and circulate to co-counsel (6.3) and follow up with client (.2).
10/30/19	S. Alberts	0.50	400.00	EMP	1113/1114. Conference with S. Maizel and T. Moyron about 1113/1114 Motion and next steps (.2), follow up with S. Sharrer (.1), receive and review comments to motion and follow up with CC. Doherty (.2).
10/30/19	C. Doherty, Jr.	2.70	1,009.80	EMP	Prepare 1113 and 1114 motion.
10/30/19	T. Moyron	0.80	414.80	EMP	Analyze and prepare correspondence regarding IDX motion to assign, employee settlements, motions (1113/1114) and other matters.
10/30/19	N. Koffroth	0.40	200.60	EMP	Review and analyze issues concerning defined contribution plans and related board resolutions
10/31/19	C. Doherty, Jr.	1.70	635.80	EMP	Prepare 1113 and 1114 Motions .
10/31/19	T. Moyron	0.40	207.40	EMP	Analyze A. Ruda, et al., emails regarding settlements related matters.
Subtotal		56.50	35,484.01		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

INS - Insurance

Date	Timekeeper	Hours	Amount	Task	Narrative
10/02/19	O. Pinkas	0.70	560.00	INS	Call with Lockton on Marillac sale process.
10/02/19	J. Adolf	2.40	1,407.60	INS	Review communications re NDAs and bid process (.2); call with Lockton and R&Q to discuss Marillac and bid process (.6); call with T. Moyron, L. Wall and ORIC counsel to discuss Marillac sale process (.7); discuss ORIC, Lockton and bid process with T. Moyron (.4); discuss ORIC administrative claim with J. Moe (.2); call with Lockton and ACG to discuss diligence and process (.3).
10/02/19	J.A. Moe, II	0.30	160.65	INS	[Administrative Claims: Old Republic] Telephone call from Jodi Adolf on Old Republic filing a Claim and prepare E-Mail to internal group on how to proceed in regard to requirement to file a Claim.
10/02/19	T. Moyron	1.40	725.90	INS	Conference call with L. Wall and O. Pinkas re process, timing and other issues re Marillac (.5); conference call with P. Anderson re Marillac and sale issues (.6); conference call with J. Adolf regarding same and bar date for Old Republic (.3).
10/03/19	J.A. Moe, II	0.70	374.85	INS	[Administrative Claim: Old Republic] Review and respond to Tania Moyron's E-Mail to Margaret Anderson preparing second E-Mail Memorandum to Ms. Moyron on proposed resolution of Administrative Claim issue (.20); telephone call to with Ms. Anderson on Claim (.10); prepare proposed E-Mail to Ms. Anderson and confer with Jodi Adolf on approval (.20); exchange E-Mails with Ms. Moyron on approval (.10); E-Mail proposal to Margaret Anderson (.10).
10/03/19	T. Moyron	0.90	466.65	INS	Analyze matrix regarding insurance policies and costs (.1); prepare emails to J. Adolf, et al., regarding same (.2); conference call with R. Adcock, BRG, et al., regarding coverage required and analysis needed with respect thereto (.6).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/03/19	J. Adolf	2.50	1,466.25	INS	Evaluate tail coverage incremental cost memo (1.3); work on language re workers' compensation coverage for motion to continue (.3); work with J. Moe on ORIC extension (.2); call with client and BRG to discuss tail coverages (.7).
10/03/19	J.A. Moe, II	0.40	214.20	INS	Administrative Claim- Old Republic] Prepare and transmit E-Mail to Margaret Anderson on extension to file Claim (.20); prepare draft Stipulation on extension (.20).
10/03/19	G. Miller	1.10	486.20	INS	Revise order approving Marillac sale.
10/03/19	N. Koffroth	0.70	351.05	INS	Participate in call with T. Moyron, S. Maizel, et al. concerning insurance coverage issues
10/03/19	R. Millner	0.30	240.00	INS	Review material from T. Moyron re insurance costs relating to tail coverage.
10/03/19	R. Millner	0.10	80.00	INS	Emails to T. Moyron re insurance issues as to tail premium.
10/03/19	R. Millner	0.50	400.00	INS	Telecon J. Adolf, T. Moyron and S. Maizel re projected insurance costs.
10/04/19	T. Moyron	0.30	155.55	INS	Analyze emails from M. Anderson re financial statements and issues related to DS (.1); prepare email regarding DS (.1); analyze email from L. Wall re financial statements (.1).
10/04/19	T. Moyron	0.50	259.25	INS	Analyze emails from L. Wall (.3); analyze emails from H. Hill (.2) re Marillac
10/04/19	J. Adolf	1.60	938.40	INS	Evaluate tail insurance issues (.8); draft summary for T. Moyron re same (.2); review information requests from ACG (.2); communications with Lockton re bidders (.2); review list of provider contracts received from Verity (.2).
10/05/19	J. Adolf	1.60	938.40	INS	Review ACG bid and comments to SPA (.6); call with Dentons team to review SPA comments (.6); call with T. Moyron & B. Richards to discuss tail coverage and strategy (.4).
10/05/19	T. Moyron	0.30	155.55	INS	Conference call with J. Adolf and R. Richards regarding coverage, tail, and workstream regarding same.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/05/19	O. Pinkas	1.30	1,040.00	INS	Reviewed and edited ACG issues list (.6); call thereon with working group (.6); and reviewed revised responses to same (.1).
10/06/19	O. Pinkas	1.60	1,280.00	INS	Prepared for (.2), call with SOBC on comments to SPA (1), and follow-up call with T. Moyron and L. Wall (.4).
10/06/19	G. Miller	0.60	265.20	INS	Revise order approving Marillac sale.
10/06/19	J. Fisher	1.20	453.60	INS	Revise response to ACG Issues List (.9); conference regarding same (.3).
10/07/19	J. Fisher	2.00	756.00	INS	Conferences regarding bids (.6); correspondence regarding same (.2); draft form ancillary documents (1.2).
10/07/19	T. Moyron	0.30	155.55	INS	Analyze R. Corbi, et al., emails re Marillac (.1); analyze emails re tail policies (.2).
10/07/19	J.A. Moe, II	1.20	642.60	INS	[Administrative Claim: Old Republic] Review and make two revisions to the proposed Stipulation, then review and make additional revisions to the Stipulation and Order (.30); exchange E-Mails with Margaret Anderson on necessity for a Stipulation (.10); exchange E-Mails with Tania Moyron and Nick Koffroth on additional and different language (.10); revise the Stipulation and Order (.30); review revised Stipulation and Order and issue on Docket Number (.10); review Nick Koffroth's change in term, revising the Stipulation and obtaining Ms. Anderson's approval (.20); revise first page of the Stipulation (.10).
10/07/19	J. Adolf	1.90	1,114.35	INS	Review insurance policies in data room (.3); discuss SFMC provider contracts with R. Millner (.2); request call with Lockton re tail (.1); discuss tail issues and policies with B. Richards (.1); reveiw D&O/EPL policy re extended reporting periods (.9); review SOBC proposed changes to SPA (.3).
10/07/19	R. Richards	0.90	650.70	INS	Review due diligence site materials re insurance (0.8), discuss same with Adolf (0.1).
10/07/19	G. Miller	0.80	353.60	INS	Revise motion to approve Marillac sale and bidding procedures.
10/07/19	R. Millner	0.20	160.00	INS	Telecon J. Adolf re various insurance analyses.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/07/19	R. Millner	0.80	640.00	INS	Further review provider contracts relating to insurance provisions.
10/07/19	O. Pinkas	0.70	560.00	INS	Reviewed and edited SPA ancillary documents (.4); and reviewed SOBC issues list (.3).
10/08/19	O. Pinkas	0.60	480.00	INS	Emails with client on inquiries re: SOBC issues list.
10/08/19	R. Millner	0.20	160.00	INS	Telecon J. Adolf re insurance tail obligations.
10/08/19	J. Adolf	2.10	1,231.65	INS	Evaluate SOBC DARAG bid (.4); evaluate ACG bid (.1); telephone call with R. Millner re tail on SMFC providers (.1); communicate with O. Pinkas re Aon request for additional compensation (.1); call with Lockton and R. Dowling (potential bidder) (.4); evaluate Marillac claims made policy provisions re extended reporting periods (.9); discuss Marillac PL policy with B. Richards re no retention/deductible (.1).
10/08/19	J. Fisher	1.50	567.00	INS	Continue work on Marillac ancillary agreements (1.3); correspondence regarding bids (.3).
10/08/19	T. Moyron	0.80	414.80	INS	Analyze correspondence regarding SPAs re Marillac, employee settlements, tail and insurance policies and cure issues.
10/09/19	J. Fisher	1.70	642.60	INS	Revise and transmit SPA ancillary agreements (.9); conference with Marillac counsel (.4); conferences regarding bids (.4).
10/09/19	T. Moyron	0.80	414.80	INS	Conference call with Lockton, E. Paul, J. Adolf, et al. and discussion with E. Paul thereafter.
10/09/19	T. Moyron	0.60	311.10	INS	Conference call with Marillac's counsel, E. Paul, et al. re sale.
10/09/19	N. Koffroth	0.80	401.20	INS	Participate in strategy call with Lockton, T. Moyron, et al.
10/09/19	O. Pinkas	0.90	720.00	INS	Call with Marillac on SPA and sale process (.6); emails to Lockton thereon (.1); and reviewed and edited CIMA notice (.2).
10/09/19	R. Richards	1.70	1,229.10	INS	Review key portions of insurance policies (0.6), discuss same with Adolf (0.1), call with client and Lockton re insurance for winddown (1.0).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/09/19	J. Adolf	5.30	3,108.45	INS	Evaluate extended reporting period language in claims made policies (3.2); discuss Marillac PL extended reporting with B. Richards; (.1); call with Lockton, ACG and Aon Cayman re financials (.8); call with Lockton and Dentons to discuss analysis of tail limits and term options (.9); discuss D&O/EPL claims exposure estimate with J. Moe (.2); review emails re Aon expenses (.1).
10/10/19	O. Pinkas	1.60	1,280.00	INS	Call on next steps with company re: potential stalking horse bidders (.4); and reviewed and edited SPA ancillary agreements (1.2).
10/10/19	R. Richards	1.00	723.00	INS	Preconference with Adolf re winddown insurance (0.1); group call re same (0.8); follow up emails (0.1).
10/10/19	J. Adolf	2.60	1,524.90	INS	Review email from M. Egan re tail premium (.1); review emails re storage tank insurance (.1); review emails re Aon fees (.1); discuss tail period and barred claims with B. Richards (.1); evaluate listing of open EPL claims (.4); evaluate term for extended reported periods (.5); discuss Plan language and Norcal extended reporting with R. Millner (.3); call with Dentons team to discuss Plan language re insurance (.5); call with Verity and Dentons to discuss tail coverage analysis (.5).
10/10/19	N. Koffroth	0.50	250.75	INS	Participate in strategy call with T. Moyron, E. Paul, et al. concerning tail coverage issues
10/10/19	T. Moyron	0.50	259.25	INS	Conference call with R. Adcock re Marrillac sale (.1); conference call with C. Wall, E. Paul, R. Adcock, et al., re same (.4).
10/10/19	T. Moyron	0.80	414.80	INS	Conference call with J. Adolf re insurance issue (.3); conference call with R. Millner, et al., regarding insurance provisions in plan (.5).
10/10/19	T. Moyron	0.20	103.70	INS	Analyze L. Wall, E. Paul, et al., emails regarding Marillac teaser.
10/10/19	T. Moyron	0.40	207.40	INS	Conference call with Verity and BRG re insurance costs and coverages.
10/10/19	T. Moyron	0.30	155.55	INS	Analyze S. Vogan, L. Wall, et al., emails re Marillac sale.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/10/19	R. Millner	0.50	400.00	INS	Telecon E. Paul, R. Adcock, S. Maizel, J. Adolf et al re insurance tail issues.
10/10/19	R. Millner	0.20	160.00	INS	Telecon J. Adolf re tail coverage issues.
10/10/19	S. Maizel	1.00	800.00	INS	Telephone conference with R. Milner re insurance issues (.5) ; telephone conference with R. Adcock, etc. re insurance issues (.5).
10/10/19	J. Fisher	1.00	378.00	INS	Conference regarding SOBC and ACG comments (.6); follow-up correspondence regarding same (.4).
10/11/19	J. Adolf	3.50	2,052.75	INS	Evaluate D&O and EPL loss runs for current policy period (.6); review emails from Lockton re PL claims and tail periods (.2); review Marillac investment teaser for potential bidders (.2); call with ACG and Lockton to discuss Sedgwick fees (.4); call with R. Millner and T. Connor to discuss NORCAL policy tail issues (.2); evaluate policies and business objectives relative to extended reporting periods (.9); call with Aon, Lockton and SOBC re diligence for bid (.5); review and respond to email communications with ACG re Sedgwick and tail pricing (.3); work on memo re extended reporting periods (.2).
10/11/19	O. Pinkas	0.20	160.00	INS	Emails with J. Fisher re: SPA revisions per comments received.
10/12/19	O. Pinkas	0.60	480.00	INS	Reviewed and considered revised ACG bid (.3); and reviewed side by side SPA comparison (.3).
10/12/19	J. Adolf	0.90	527.85	INS	Review email correspondence re ACG revised bid (.2); review ancillary agreements to stock purchase agreement (.3); review bid comparison (.1); follow up with Lockton re D&O coverage for Marillac (.1); call with team to discuss bids (.2).
10/12/19	J. Fisher	1.50	567.00	INS	Prepare and transmit comparison of SOBC and ACG bids (1.0); conferences and correspondence regarding same (.5).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/14/19	J. Adolf	4.40	2,580.60	INS	Review communications with Dowling re Marillac (.1); evaluate stalking horse bid comparisons (.2); call with Verity, Lockton and Dentons team to evaluate ACG and SOBC bids and terms and discuss strategy (.9); evaluate claims made policies (.6); work on memo re tail coverage options and recommendations (1.4); call with Verity and Dentons to discuss tail coverage strategy (.9); follow up call with E. Paul to discuss claims/incident reporting process (.3).
10/14/19	O. Pinkas	0.40	320.00	INS	Emails with working group on comments to SPA.
10/14/19	O. Pinkas	1.00	800.00	INS	Call re: comments to Marillac SPAs by SOBC and ACG.
10/14/19	T. Moyron	0.90	466.65	INS	Conference call with R. Adcock, BRG, etc. re comparison of SPAs re Marillac.
10/14/19	R. Millner	0.90	720.00	INS	Telecon E. Paul, J. Adolf re tail insurance motion matters on professional liability.
10/14/19	T. Moyron	0.20	103.70	INS	Analyze email from L. Wall re SOBC (.1); analyze additional emails regarding Marillac (.1).
10/14/19	T. Moyron	0.20	103.70	INS	Analyze J. Adolf, et al., emails regarding tail re insurance.
10/15/19	R. Millner	0.30	240.00	INS	Telecons J. Adolf re Lockton claim notice analysis re claims made regarding professional liability coverage.
10/15/19	O. Pinkas	0.20	160.00	INS	Attn to sale of Marillac.
10/15/19	J. Adolf	1.40	821.10	INS	Review VHS claims process and documents (.3); communicate with ORIC counsel re agreement (.1); email communications with Lockton re D&O and tail coverage (.2); call with R. Millner to evaluate tail for physicians and notice requirements (.3); review D&O tail requirement in SPA and discuss same with team (.3); review tail chart re physicians (.2).
10/16/19	O. Pinkas	1.40	1,120.00	INS	Comments on Marillac SPA (.3); and reviewed and edited SOBC and ACG SPA markups (1.1).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/16/19	J. Adolf	5.40	3,167.10	INS	Evaluate Marillac PL claims reporting process (.9); call with E. Paul to discuss claims reporting (.3); call with K. Chapman to discuss risk management processes (.5); draft summary of risk management, claims and reporting process (.9); evaluate Marillac tail obligation (.2); discuss Marillac tail obligation with J. Fisher and O. Pinkas (.4); email L. Wall at Lockton re D&O tail in SPA (.1); call with client to discuss finalize summary of risk management and process to report incidents and claims to Sedgwick (.6); evaluate definition of claims, notice requirements, lag times and other considerations related to tail coverage with R. Millner (.7); review email from ORIC counsel re assumption of program agreement (.2); communicate with team re ORIC email (.1); communicate with R. Millner and O. Pinkas re policy buybacks and assumption agreements suggested by ORIC (.3); review non-renewal notices (.1); communicate with E. Paul re provider notices (.1).
10/16/19	J. Adolf	0.30	175.95	INS	Call with T. Moyron to discuss response to ORIC email and D&O tail coverage for Marillac.
10/16/19	R. Millner	0.80	640.00	INS	Telecon J. Adolf re Old Republic request for policy buyback and other matters.
10/16/19	R. Millner	0.80	640.00	INS	Review email from J. Adolf re Lockton claim reporting analysis.
10/16/19	T. Moyron	0.30	155.55	INS	Conference call with J. Adolf re Marillac and other tail issues.
10/16/19	T. Moyron	0.30	155.55	INS	Analyze L. Wall, et al., emails re Marillac.
10/16/19	N. Koffroth	0.70	351.05	INS	Draft stipulation (0.4) and related order (0.3) continuing insurers' objection deadline re disclosure statement
10/16/19	J. Fisher	1.00	378.00	INS	Work on Marillac tail coverage issues (.7); conferences and correspondence regarding same (.3).
10/17/19	J. Fisher	2.50	945.00	INS	Work on tail insurance issues (.3); correspondence regarding same (.7); revise and transmit SPAs and ancillary agreements (1.5).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/17/19	J. Adolf	1.90	1,114.35	INS	Email response to P. Anderson re ORIC assumption (.2); confer with J. Fisher re D&O tail language in SPA and message to client (.3); review emails re provider PL (.1); call with R. Millner re notice standards (.2); evaluate claims reporting process and lag times (.4); review emails from client (.1); discuss stalking horse process with J. Fisher (.2); communicate with L. Wall re D&O (.2); review ORIC programs agreement and forward to J. Fisher (.2).
10/18/19	J. Adolf	3.20	1,876.80	INS	Evaluate tail coverage needs and updated Milliman report and draft memo re same (2.9); discuss SPA with J. Fisher (.2); email M. Egan re claim lag times (.1).
10/18/19	S. Duncan	0.50	195.50	INS	Assist with Marillac disclosure documents.
10/18/19	J. Fisher	1.50	567.00	INS	Review tax matters (.4); revise SPAs (.4); conferences and correspondence regarding asset disposition (.3); work on Marillac schedules (.4).
10/19/19	J. Fisher	1.20	453.60	INS	Revise and transmit SPAs, redlines and ancillary agreements (.7); conferences regarding bids and process (.5).
10/19/19	J. Adolf	0.20	117.30	INS	Review email communications re Marillac bidders and SPA (.2);
10/19/19	O. Pinkas	0.40	320.00	INS	Reviewed and email to J. Fisher with comments on ACG and SOBC SPAs.
10/20/19	O. Pinkas	0.20	160.00	INS	Emails with client on SPA revisions re: tail insurance.
10/21/19	K. Murphy	0.60	249.90	INS	Further confer with John Moe re additional preparation of PGL chart for Jodi Adolf (.1); and prepare additional comprehensive chart of all PGL claims extracted from Master Insurance Claims Chart (.5).
10/21/19	K. Murphy	1.00	416.50	INS	Prepare chart of Verity - PGL Claims with Relief from Automatic Stay.
10/21/19	K. Murphy	0.50	208.25	INS	Attend conference call with Karen Chapman, John Moe, and Jodi Adolf regarding Marillac Insurance (.4) and follow up meeting with John Moe re the same (.1).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/21/19	J. Adolf	5.90	3,460.35	INS	Work on memo evaluating tail coverages (2.7); review memo re notice requirements and bar date (.9); call with L. Wall and J. Moe to discuss stay of PL claims post sale (.6); review communications from bidders re structure (.2); discuss Sedgwick contract and amendments with J. Fisher (.2); review emails to and from bidders and Lockton (.2); call with M. Egan to discuss claim lag times (.4); work with J. Moe on list of PL claims (.4); discuss bid process with J. Fisher and L. Wall (.3).
10/21/19	O. Pinkas	1.00	800.00	INS	Emails on ACG buyer/guarantor structure with L. Wall (.2); and reviewed and edited ACG sale order revisions (.8).
10/21/19	J.A. Moe, II	0.30	160.65	INS	[Marillac] Exchange E-Mails with Lisa Wall on conference call on Marillac issues (.10); telephone call with Lisa Wall on questions related to relief from stay, possible payment of Claimants by Marillac, and impact of the Plan (.20).
10/21/19	J.A. Moe, II	1.10	589.05	INS	[Marillac] Conference telephone call on issues related to potential sale of Marillac, with Karen Chapman, Jodi Adolf, Karleen Murphy and representatives of Lockton, on parties who have relief from stay, and potential claims against Marillac (.50) confer with Karleen Murphy on creating updated Chart on PL/GL Claims (.10); review with Karleen Murphy the new relief from stay Chart (.10) ; E-Mail to and telephone call from Jodi Adolf on what calculation on Claims is required (.10); confer with Karleen Murphy on creating two Charts for Jodi Adolf (.10); review the new Charts, confer with Karleen Murphy and E-Mail to Jodi Adolf transmitting the Charts (.20).
10/21/19	J. Fisher	1.20	453.60	INS	Revise and transmit disclosure schedules (.7); conferences regarding tail policy matters (.5).
10/22/19	J. Fisher	1.50	567.00	INS	Review tax issues (.3); integrate SPA comments (1.0); work on and transmit disclosure schedules (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/22/19	J.A. Moe, II	0.60	321.30	INS	[Marillac] Review E-Mail from and telephone call to Jodi Adolf on what information should be provided to the Bidder on cases where relief from stay has been granted (.10); E-Mail to and confer with Karleen Murphy on new Chart for the Bidder identifying cases where relief from stay has been granted (.10); exchange E-Mails with Tania Moyron and Jodi Adolf on Chart on relief from stay with all public information (.10); review updated Chart and confer with Karleen Murphy on two Charts (.10); review the two Charts, confer with Karleen Murphy on minor revisions (.10); review the completed Charts and transmit to Jodi Adolf and Tania Moyron (.10).
10/22/19	J.A. Moe, II	0.20	107.10	INS	[Marillac] Exchange E-Mails with Jodi Adolf on creating new Chart on Claims on which relief from stay has not been granted, then two brief telephone calls with Karleen Murphy on new Chart.
10/22/19	O. Pinkas	0.30	240.00	INS	Emails with working group on next steps to SPA execution.
10/22/19	R. Millner	0.20	160.00	INS	Review Lockton further analysis of claim reporting lag and tail issues.
10/22/19	J. Adolf	4.50	2,639.25	INS	Evaluate Lockton memo re tail coverage (.3); review PL/GL claim listing (.3); discuss list & disclosure of same with J. Moe (.2); work on schedules to SPA (1.1); continue analysis of PL tail coverage and work on memo re same (2.4); review stay lifted chart and forward to L. Wall (.2).
10/22/19	K. Murphy	2.20	916.30	INS	Prepare charts and revise the same per instructions from Jodi Adolf and John Moe re PGL claims with and without relief from stay (2.0); and confer with John Moe re various drafts (.2).
10/23/19	J. Adolf	2.60	1,524.90	INS	Draft analysis re tail coverage (.4); communicate with L. Wall re bid process (.1); review bidder inquiries (.2); call with potential bidder re timing (.6) call with Lockton, J Fisher and Premia to discuss NDA (.3) call with T Moyron to discuss tail (.1); Call with Verity and J. Fisher to work on SPA schedules (.3); call with D Galfus to discuss tail insurance obligations (.6)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	O. Pinkas	0.20	160.00	INS	Emails with working group on Premium comments to NDA.
10/23/19	T. Moyron	0.20	103.70	INS	Analyze L. Wall, et al., emails re Marillac.
10/23/19	J.A. Moe, II	0.10	53.55	INS	[Marillac] Exchange E-Mails with Jodi Adolf on receipt of second Chart on claims where relief from stay has not been obtained.
10/23/19	J. Fisher	2.30	869.40	INS	Revise disclosure schedules (.7); conference regarding same (.5); review tail policy matters (.2); transmit SPA to Marillac counsel (.3); work on Premia NDA (.6).
10/24/19	J. Adolf	1.10	645.15	INS	Review tail insurance quotes (.2); email communications with Lockton re GL tail (.3); work on analysis and advice re tail (.6).
10/25/19	J. Adolf	0.60	351.90	INS	Work on Marillac disclosure schedules (.4); communicate with J. Fisher re same (.1); email exchange with Lockton re tail coverage (.1).
10/28/19	J. Adolf	3.10	1,818.15	INS	Email communications with O. Pinkas re Marillac tail coverage (.2); work on tail memorandum (1.7); draft tail premium chart (.8); communicate with Lockton re tail premium estimates and criteria (.4).
10/28/19	T. Moyron	0.30	155.55	INS	Analyze issues and correspondence related to tail and other insurance policies.
10/28/19	J.A. Moe, II	0.20	107.10	INS	Review E-Mail from and telephone call to Ted Hopper on call with Karen Chapman on stayed litigation cases and scheduling conference call on October 28th (.10); telephone call from Karen Chapman on what happens to "stayed" cases post-confirmation (.10).
10/28/19	O. Pinkas	0.30	240.00	INS	Communications with bidder on status of purchase agreement related comments.
10/29/19	O. Pinkas	0.20	160.00	INS	Emails with working group on status of PL tail analysis (.1), and emails with G. Miller on comments to retention application (.1).
10/29/19	J. Adolf	2.10	1,231.65	INS	Review email from potential Marillac bidder (.2); call with M. Egan to discuss limits of PL tail coverage (.3); evaluate Storage Tank policy for extended reporting periods (.6); evaluate Sexual Molestation policy for extended reporting periods (.6); review memo re extended reporting periods (.4).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	O. Pinkas	0.10	80.00	INS	Emails with working group on status of SPA comments.
10/30/19	J. Adolf	0.80	469.20	INS	Call with L. Wall to discuss bidders, bid process and ORIC (.3); review emails from bidders (.2); call with T. Moyron to discuss tail issues (.3).
10/30/19	G. Miller	1.20	530.40	INS	Review changes to Lockton retention application and revise the same.
10/31/19	J. Adolf	3.70	2,170.05	INS	Revise extended reporting period memo (1.2); email communications with client re same (.1); call with D. Galfus to discuss tail coverage issues (.7); call with Bennett group (potential bidder) re Marillac (.5); call with L. Wall to discuss bidders (.2); call with Verity and BRG to discuss tail coverage (.5); follow up with Lockton re Marillac PL Policy tail premium (.2); evaluate incremental insurance costs (.3)
10/31/19	O. Pinkas	0.20	160.00	INS	Email to G. Miller with comments on Lockton retention app revisions.
10/31/19	T. Moyron	1.90	985.15	INS	Conference call with R. Adcock, BRG, et al., regarding insurance matters (.4); internal emails regarding memorandum (.2); conference call with R. Adcock regarding circulation of memorandum and other matters (.2); analyze memorandum and related issues (1.1).
10/31/19	T. Moyron	0.30	155.55	INS	Analyze L. Wall, et al., emails regarding NDAs and other matters re Marillac.
10/31/19	T. Moyron	0.10	51.85	INS	Analyze email from J. Schlant re insurance.
	Subtotal	139.30	79,738.75		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

MED/CMS- Medicare/CMS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
10/02/19	N. Koffroth	0.30	150.45	MED/CMS	Draft stipulation and order continuing hearing regarding transfer of Medicare provider agreements
10/08/19	N. Koffroth	0.60	300.90	MED/CMS	Draft stipulation continuing deadlines re transfer of Medicare provider agreements
10/16/19	N. Koffroth	0.20	100.30	MED/CMS	Call with T. Moyron, E. Paul et al. re HHS objection to transfer of Medicare provider agreements
10/17/19	N. Koffroth	0.40	200.60	MED/CMS	Draft stipulation (0.2) and order (0.2) continuing hearing and reply deadline re HHS objection to transfer of Medicare provider agreements
10/23/19	N. Koffroth	0.20	100.30	MED/CMS	Draft stipulation continuing deadline to file reply in support of transfer of Medicare provider agreements (0.1); call with E. Levy concerning the same (0.1)
10/30/19	N. Koffroth	0.50	250.75	MED/CMS	Draft stipulation (0.4) and related order (0.1) continuing deadlines regarding transfer of Medicare provider agreements
10/31/19	N. Koffroth	0.10	50.15	MED/CMS	Draft email to E. Levy concerning stipulation to continue deadlines related to transfer for Medicare provider agreements
Subtotal		2.30	1,153.45		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

MED/DHC- Medi-Cal/DHCS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	K.M. Howard	0.20	50.15	MED/DHCS	Email exchanges with Karen Persaud of Hyatt Reporters regarding the Medi-Cal hearing transcript of September 25, 2019.
10/03/19	N. Koffroth	0.30	150.45	MED/DHCS	Participate in call with T. Moyron, S. Maizel, et al. concerning issues related to proposed revision to Medi-Cal provider agreement transfer order
10/03/19	N. Koffroth	3.80	1,905.70	MED/DHCS	Draft opposition to DHCS request for an emergency hearing on the motion to stay transfer of the Medi-Cal provider agreements
10/28/19	N. Koffroth	0.90	451.35	MED/DHCS	Draft motion re DHCS recoupment issues
10/28/19	T. Moyron	1.70	881.45	MED/DHCS	Analyze and prepare DHCS motion.
10/28/19	T. Moyron	1.60	829.60	MED/DHCS	Analyze issues related to DHCS offsets, violation of the stay and recoupment issues.
10/31/19	N. Koffroth	0.90	451.35	MED/DHCS	Draft letter to K. Wang concerning issues related to Medi-Cal recoupment
Subtotal		9.40	4,720.05		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

REP - Reporting

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	T. Moyron	0.60	311.10	REP	Analyze and prepare MOR and analyze pleadings in connection therewith (.4); exchange emails with BRG regarding same (.1); conference call with D. Galfus regarding same (.1).
10/31/19	T. Moyron	0.20	103.70	REP	Analyze correspondence regarding MOR.
10/31/19	N. Koffroth	0.20	100.30	REP	Finalize September 2019 monthly operating report (0.1); draft email to M. Shinderman concerning the same pursuant to cash management order (0.1)
	Subtotal	1.00	515.10		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
APP	Appellate Proceedings	24,321.72
B100	Administration	10,552.13
B110	Case Administration	4,604.46
B130	Asset Disposition	8,509.30
B140	Relief from Stay/Adequate Protection Proceedings	211.85
B150	Meetings of and Communications with Creditors	857.65
B160	Fee/Employment Applications	42,478.67
	Less Discount to Client	(6,926.00)
B170	Fee/Employment Objections	6,003.20
B180	Avoidance Action Analysis	1,327.40
B185	Assumption/Rejection of Leases and Contracts	1,411.00
B190	Other Contested Matters (excl. assumption/rejection motions)	4,663.05
B195	Non-Working Travel	608.60
	Less Discount to Client	(608.60)
B200	Operations	295.80
B210	Business Operations	15,021.75
B220	Employee Benefits/Pension	5,440.00
B230	Financing/Cash Collections	12,032.23
B240	Tax Issues	4,052.30
B250	Real Estate	9,297.46
B260	Board of Directors Matters	640.00
B300	Claims and Plan	103.70
B310	Claims Administration and Objections	63,170.29
B320	Plan and Disclosure Statement (incl. Business Plan)	47,424.28
B400	Bankruptcy-Related Advice	600.73
EMP	Employee matters	35,484.01
INS	Insurance	79,738.75

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2219475

November 25, 2019

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
MED/CM S	Medicare/CMS Issues	1,153.45
MED/DH CS	Medi-Cal/DHCS Issues	4,720.05
REP	Reporting	515.10
Total This Matter		\$377,704.33

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	32.90	\$26,320.00
O. Pinkas	\$800.00	14.10	\$11,280.00
S. Alberts	\$800.00	24.00	\$19,200.00
S. Maizel	\$800.00	17.40	\$13,920.00
S. Martin	\$760.75	1.40	\$1,065.06
B. Davison	\$800.00	2.00	\$1,600.00
J. Adolf	\$586.50	66.10	\$38,767.65
M. Maryn	\$800.00	0.30	\$240.00
P. Maxcy	\$739.50	6.00	\$4,437.00
R. Richards	\$723.00	30.10	\$21,762.30
R. Westhoff	\$468.00	0.30	\$140.40
S. Clark	\$800.00	2.40	\$1,920.00
S. McCandless	\$799.00	10.80	\$8,629.20
T. Moyron	\$518.50	79.20	\$41,065.20
T. Santoli	\$799.00	0.60	\$479.40
J.A. Moe, II	\$535.50	51.10	\$27,364.05
M. Wege	\$790.50	13.10	\$10,355.55
C. Richter	\$646.00	5.10	\$3,294.60
K. Murphy	\$416.50	12.00	\$4,998.00
A. Ruegger	\$800.00	0.70	\$560.00
R. Millner	\$800.00	7.70	\$6,160.00
M. Zeefe	\$480.25	6.10	\$2,929.55

Verity Health System of California, Inc. November 25, 2019
Invoice #: 2219475

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
A. Shiran	\$514.50	13.40	\$6,894.30
G. Miller	\$442.00	53.90	\$23,823.80
J. Fisher	\$378.00	23.70	\$8,958.60
N. Koffroth	\$501.50	104.40	\$52,356.60
R. Zucchetto	\$607.75	0.40	\$243.10
C. Doherty, Jr.	\$374.00	16.30	\$6,096.20
C. Heddesheimer	\$433.50	0.80	\$346.80
L. Macksoud	\$437.75	11.30	\$4,946.59
A. Dondoyano	\$323.00	0.10	\$32.30
S. Schrag	\$336.00	11.20	\$3,763.20
E. Cobarrubias	\$267.75	0.60	\$160.66
I. Beste	\$264.00	0.30	\$79.20
M. Maddry	\$264.00	0.10	\$26.40
S. Reinhardt	\$217.00	0.20	\$43.40
D. Pina	\$318.75	4.30	\$1,370.63
G. Medina	\$293.25	0.40	\$117.30
H. Ali	\$221.00	0.50	\$110.50
K.M. Howard	\$250.75	72.20	\$18,104.28
M.M. Welch	\$267.75	34.20	\$9,157.06
S. Duncan	\$391.00	0.50	\$195.50
E. Giudice	\$247.00	2.00	\$494.00
N. Worthington	\$280.50	<u>5.10</u>	<u>\$1,430.55</u>
Totals		739.30	\$385,238.93

Fee Total \$ 377,704.33

Invoice Total \$ 377,704.33

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219476

Matter: 15800425-000004
O'Connor Hospital

Payment Due Upon Receipt

Total This Invoice

\$ 863.18

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
 2040 E. Mariposa Avenue
 El Segundo, CA 90245
 USA

November 25, 2019

Invoice No. 2219476

For Professional Services Rendered through October 31, 2019:

Matter: 15800425-000004
 O'Connor Hospital

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
10/16/19	L. Macksoud	0.30	131.33	B110	Draft NDA with Nuveen, draft email to Nuveen's counsel regarding same.
	Subtotal	0.30	131.33		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2219476

November 25, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J.A. Moe, II	0.10	53.55	B190	[Greenwood v. O'Connor] Review the Amended DEFH Complaint and matter scheduled for October 2nd.
10/03/19	J.A. Moe, II	0.10	53.55	B190	[Greenwood v. O'Connor] Conference call with Ahn Ruda, Elina Tilman, Elspeth Paul and Pascale Roy on status of the Case with the DEFH, and delivery of the APA.
10/09/19	J.A. Moe, II	0.10	53.55	B190	[Greenwood v. O'Connor] Review E-Mails from Elina Tilman and Steve Sharrer on witnesses and the DEFH.
10/18/19	K. Murphy	0.60	249.90	B190	[Thompson] Analyze case facts to determine background on relief from stay to prepare for drafting Status Conference Statement re Bankruptcy (.2); analyze report of May 2019 status conference (.1); draft Status Conference Statement (.2) and confer with John Moe re draft and edits to the same (.1)
10/21/19	J.A. Moe, II	0.10	53.55	B190	[Thompson v. O'Connor] Review the draft of the proposed Case Management Conference Statement.
Subtotal		1.00	464.10		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2219476

November 25, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J.A. Moe, II	0.20	107.10	B310	[Administrative Claim: X-Spine] Review E-Mails from Alison Yager, then E-Mail to Jon Emerson on amount due (.10); telephone call from Ms. Yager on no necessity to file a Claim and review Mr. Emerson's response to the E-Mail (.10).
10/01/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claim: Committee] Review and respond to E-Mail from Mark Shinderman on Committee costs; and telephone call to Mr. Shinderman on Administrative Claim.
10/02/19	J.A. Moe, II	0.20	107.10	B310	[Administrative Claim: X Spine] Review E-Mail from Jon Emerson on amount due and telephone call to Allison Yager on allowance of the Claim.
	Subtotal	0.50	267.75		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2219476

November 25, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B110	Case Administration	131.33
B190	Other Contested Matters (excl. assumption/rejection motions)	464.10
B310	Claims Administration and Objections	267.75
Total This Matter		\$863.18

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
J.A. Moe, II	\$535.50	0.90	\$481.95
K. Murphy	\$416.50	0.60	\$249.90
L. Macksoud	\$437.75	<u>0.30</u>	<u>\$131.33</u>
Totals		1.80	\$863.18
Fee Total		\$	863.18
Invoice Total		\$	<u>863.18</u>

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219479

Matter: 15800425-000005
St. Vincent Medical Center

Payment Due Upon Receipt

Total This Invoice

\$ 16,854.22

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219479

For Professional Services Rendered through October 31, 2019:

Matter: 15800425-000005
St. Vincent Medical Center

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	T. Moyron	0.20	103.70	B130	Analyze email from L. Solórzano (.1); analyze stipulation (.1) re Seoul Medical Group.
10/23/19	S. Martin	4.30	3,271.23	B130	Prepare for presentations to creditors and SGM (1.1); further review of APA (.7); review and supplement talking points document regarding same (1.3); review financial documents received from BRG and facilities documents from clients relating to allegations concerning St. Vincent Medical Center (.8); communicate with clients and counsel regarding same (.4).
10/25/19	S. Martin	3.30	2,510.48	B130	Calls and email with A. Armada, K. Brown and T. McCuen regarding St. Vincent facilities allegations (1.5); confer with clients T. Moyron and S. Maizel regarding next steps (.5); research regarding background and professional licenses of Questar and J. Salomon (1.3).
	Subtotal	7.80	5,885.41		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
10/03/19	S. O'Brien	0.80	640.00	B185	Emails with Henry Kevane and Gary Klausner regarding status of cure objections (.30); emails with Ryan Yant regarding status of negotiations with St. Vincent (.30); emails with T. Moyron regarding cure objections (.20).
10/04/19	S. O'Brien	0.40	320.00	B185	Emails with Henry Kevane regarding status of negotiations on cure objections.
10/07/19	N. Koffroth	0.50	250.75	B185	Draft and finalize stipulation continuing hearing on Seoul Medical Group motion.
10/09/19	K.M. Howard	0.40	100.30	B185	Analysis of Stipulation Continuing Hearing on Amended Motion for Specified Period to Assume or Reject Contracts between St. Vincent Medical Center and Seoul Medical Group including order granting same and reviewed and revised Critical Dates Memorandum accordingly.
10/11/19	S. O'Brien	0.60	480.00	B185	Emails with Henry Kevane and Ryan Yant regarding status of cure objection negotiations; email with T. Moyron regarding status of negotiations.
10/21/19	T. Moyron	0.40	207.40	B185	Exchange emails with L. Solorzano re Seoul Stipulation (.2); prepare email to G. Klausner regarding Seoul (.1); analyze response thereto (.1).
10/22/19	S. O'Brien	0.30	240.00	B185	Emails with Henry Kevane regarding latest status report on negotiations over cure objections.
10/22/19	K.M. Howard	0.40	100.30	B185	Analysis of stipulation and order continuing the hearing on the Amended Motion for Specified Period to Assume or Reject Executory Contract between St. Vincent Medical and Seoul Medical Group and reviewed and revised Critical Dates Memorandum accordingly.
Subtotal		3.80	2,338.75		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J.A. Moe, II	0.10	53.55	B190	[Cho v. St. Vincent] Exchange E-Mails with Janee Tomlinson on hearing on Cho.
10/02/19	K. Murphy	0.10	41.65	B190	[Cho] Analyze and respond to email from John Moe re date of further status re bankruptcy on February 26, 2020.
10/02/19	K.M. Howard	0.20	50.15	B190	Email exchanges regarding the status of John Phi v. St. Vincent Medical Center and issues to consider.
10/02/19	J.A. Moe, II	0.10	53.55	B190	[John Phi v. St. Vincent] Review Karleen Murphy's E-Mail and exchange E-mail with Ms. Murphy and Kathryn Howard on NOS.
10/02/19	J.A. Moe, II	0.10	53.55	B190	[Kanique Thomas v. St. Vincent] Review E-Mail form Carlo Aguilar on redirecting Notice of Non-Appearance Case Management Review and E-Mail to Karleen Murphy on redirecting the Notice.
10/03/19	K.M. Howard	0.20	50.15	B190	Reviewed docket in John Phi v. St. Vincent Medical Center in conjunction with preparing Notice of Stay of Proceedings.
10/03/19	K.M. Howard	0.40	100.30	B190	Prepared Notice of Stay of Proceedings and Proof of Service in John Phi v. St. Vincent Medical Center.
10/03/19	K.M. Howard	0.30	75.23	B190	Finalized Notice of Stay of Proceedings and Proof of Service in John Phi v. St. Vincent Medical Center, coordinated filing of same with LASC and served plaintiff.
10/03/19	J.A. Moe, II	0.20	107.10	B190	[John Phi v. St. Vincent] Confer with Karleen Murphy on and review the Case Management Conference Statement, and review and execute the Notice Of Stay (.10); confirm preparation of Statement and attendance for Court Call (.10).
10/03/19	K. Murphy	0.50	208.25	B190	[Phi] Analyze complaint and LA Superior Court website re case information to prepare for drafting Case Management Statement (.1); confer with Kathryn Howard re Notice of Automatic Stay (.1); draft CMC Statement (.2); and confer with John Moe re draft of CMC Statement (.1).

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/03/19	K. Murphy	0.20	83.30	B190	[Phi] Prepare update to Verity Litigation Management Chart to include new case summary for new matter.
10/03/19	J.A. Moe, II	0.10	53.55	B190	[Davila v. St. Vincent] Conference with Ahn Ruda, Elina Tilman, Elspeth Paul and Pascale Roy on response of the insurance carrier on payment, where allegations crosses the Petitions date.
10/04/19	J.A. Moe, II	0.10	53.55	B190	[Davila v. St. Vincent] Telephone call from Karleen Murphy, discussing the impact of the imposition of the automatic stay on non-bankrupt parties.
10/04/19	K. Murphy	0.10	41.65	B190	[Davila] Confer with Elina Tillman following status conference.
10/04/19	K. Murphy	0.90	374.85	B190	[Davila] Prepare for status conference (.1) and attend conference (.8).
10/04/19	K.M. Howard	0.20	50.15	B190	Email exchanges with Karleen Murphy regarding the Case Management Statement in Phi v. St. Vincent Medical Center.
10/04/19	K.M. Howard	0.60	150.45	B190	Analysis of Scheduling Order in St. Vincent Medical Center v. LA Health Care Plan and reviewed and revised Critical Dates Memorandum accordingly.
10/07/19	J.A. Moe, II	0.40	214.20	B190	[Davila v. St. Vincent] Telephone call from Karleen Murphy on what action Plaintiff can and cannot take against St. Vincent, in terms of different causes of action (.20); conference call with Karleen Murphy, Ahn Ruda and Elina Tilman on the effect of the automatic stay on the Case (.20).
10/07/19	K. Murphy	0.40	166.60	B190	[Davila] Telephone call with Elina Tillman to strategize re upcoming hearing on co-defendant's demurrer (.2) and telephone call with John Moe re same. (.2).
10/07/19	K. Murphy	0.20	83.30	B190	[Davila] Further telephone call with Elina Tillman and An Ruda re discussing filing of submission to court explaining limitations on allowing plaintiff to file amended complaint at hearing on Kforce's demurrer.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/08/19	J.A. Moe, II	0.10	53.55	B190	[Davila v. St. Vincent] Review Elina Tilman's E-Mail reviewing the background to and the proposed Statement to be filed with the Superior Court.
10/08/19	K. Murphy	0.10	41.65	B190	[Davila] Analyze draft of report of status conference from Elina Tillman and draft responsive email approving the same.
10/09/19	J.A. Moe, II	1.20	642.60	B190	[John Phi v. St. Vincent] Telephone calls from Karleen Murphy discussing the upcoming Case Management Conference and review Court Call Sheet (.20); prepare for Court Call, await appearance and appear before Judge Maureen Duffy-Lewis in Department 38, continued to February 6th (.70); prepare Report to Elspeth Paul, Karen Chapman and Pascale Roy on results of the hearing (.30).
10/10/19	J.A. Moe, II	0.10	53.55	B190	[John Phi v. St. Vincent] Telephone call from Sarah Greco on status of the Notice Of Stay and review of proceedings on October 9th.
10/10/19	K.M. Howard	0.40	100.30	B190	Analysis of docket in St. Vincent Medical Center v. LA Care Health Plan and reviewed and revised Critical Dates Memorandum accordingly.
10/11/19	K.M. Howard	0.40	100.30	B190	Analysis of Mediation Summary and reviewed and revised the Critical Dates Memorandum regarding the continued status conference in St. Vincent Medical Center v. LA Health Care Plan and reviewed and revised the Critical Dates Memorandum accordingly.
10/11/19	K. Murphy	0.60	249.90	B190	[Davila] Prepare for drafting statement in advance of hearing on co-defendant Kforce's demurrer to entire complaint by analyzing demurrer, opposition, and reply (.2); minute order from 10/4/19 Case Management Conference (.1); VHS and SVMC's limited Answer re non-stayed causes of action (.1); VHS and SVMC's addendum to Case Management Conference Statement re Bankruptcy Status (.1); and telephone call with John Moe re same (.1).

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/11/19	K. Murphy	0.50	208.25	B190	[Davila] Prepare draft statement in advance of hearing on co-defendant Kforce's demurrer to entire complaint as relevant to apprising the Court of implications on leave to amend as to portion of case stayed by bankruptcy.
10/14/19	K. Murphy	0.50	208.25	B190	[Butler] Prepare for drafting Case Management Statement by analyzing San Mateo Superior Court website to confirm filing date of Notice of Automatic Stay and history of prior CMCs (.2); and prepare draft statement (.2); and draft email to John Moe with draft CMC statement for review (.1).
10/14/19	J.A. Moe, II	0.10	53.55	B190	[Davila v. St. Vincent] Telephone conference with Karleen Murphy on explaining to the Superior Court what actions (amending the Complaint) the Plaintiffs cannot take against the Debtors because of the automatic stay.
10/15/19	K. Murphy	0.30	124.95	B190	[Davilla] Attend conference call with Elina Tillman to discuss proposed stipulation and order for continuation of the 10/21 Case Management Conference and hearing on co-defendant Kforce's Demurrer (.2); and confer with John Moe re draft of VHS and SVMC's statement for demurrer as to impact of bankruptcy in the event of an amended complaint for demurrer (.1).
10/15/19	K. Murphy	0.10	41.65	B190	[Davilla] Draft email to Elina Tillman with draft of VHS and SVMC's statement for demurrer as to impact of bankruptcy in the event of an amended complaint for demurrer.
10/15/19	J.A. Moe, II	0.40	214.20	B190	[Davila v. S. Vincent] Confer with Karleen Murphy on and review proposed Statement to be filed on how the Superior Court needs to respond to the stay in regard to the pending Demurrer (.10); review E-Mail from KForce and Elina Tilman, then conference call with Ms. Tilman and Ms. Murphy on Case Management Conference Statement, then review proposed Footnote (.20); review the revised Stipulation with Footnote and exchange E-Mails with Ruben Limonjyan (.10) .

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	K. Murphy	0.20	83.30	B190	[Davila] Analyze multiple emails between plaintiff and defense counsel re plaintiff's request for signature on stipulation to continue CMC and upcoming hearing on demurrer (.1); and analyze draft of proposed stipulation and order (.1).
10/16/19	J.A. Moe, II	0.10	53.55	B190	[Davila v. St. Vincent] Exchange E-Mails with Elspeth Paul on filing of Statement and Stipulation on preserving the automatic stay in the Superior Court Case.
10/17/19	K. Murphy	0.10	41.65	B190	[Davilla] Draft email to Elina Tilman enclosing copy of statement re demurrer.
10/18/19	K. Murphy	0.30	124.95	B190	[Davilla] Analyze emails from Plaintiff and co-defendant re status of Plaintiffs' request to continue 10/21/19 hearing on demurrer and CMC (.2); and draft email to Elina Tillman re same. (.1).
10/21/19	K. Murphy	2.10	874.65	B190	[Davilla] Attend Trial Setting Conference/Case Management Conference and hearing on co-defendant Kforce's demurrer in Los Angeles Superior Court (in person appearance due to special circumstances) (2.0) and draft report (.1).
10/21/19	K. Murphy	0.10	41.65	B190	[Davila] Telephone call with Elina Tilman to debrief following trial setting conference and hearing on Kforce's demurrer.
10/21/19	K. Murphy	0.10	41.65	B190	[Davilla] Draft update to Litigation Deadline Chart to reflect trial date set at Case Management Conference.
10/21/19	K. Murphy	0.10	41.65	B190	[Davilla] Analyze email from Elina Tilman forwarding email from An Ruda to AIG re settlement discussions with Plaintiff's counsel.
10/21/19	K. Murphy	0.10	41.65	B190	[Millage] Analyze various subpoenas for records.
10/21/19	J.A. Moe, II	0.20	107.10	B190	[Davilla v. St. Vincent] Confirm attendance at the hearing and review Report on results of the hearing(.10) ; review Ahn Ruda's E-Mail on settlement (.10).

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/21/19	J.A. Moe, II	0.10	53.55	B190	[Holly Horton v. St. Francis] Exchange E-Mails with Georgia Hutchins on upcoming Final Status Conference, the status of the bankruptcy cases and relief from stay.
10/21/19	K. Murphy	0.10	41.65	B190	[Millage] Analyze demand for exchange of expert information and notice of Dr. Silao's deposition off calendar.
10/22/19	J.A. Moe, II	0.40	214.20	B190	[Holly Horton v. St. Francis] Telephone call from David Weiss on upcoming Final Status Conference, necessity for an appearance, and filing an FSC Statement, reviewing Mr. Weiss' follow up E-Mail to Georgia Hutchins on Hospital (.10); E-Mail to and confer with Karleen Murphy on FSC Statement (.10); telephone call from Georgia Hutchins on stay and filing a Final Status Conference (.10); telephone call with Karleen Murphy on preparing FSC (.10).
10/24/19	K. Murphy	0.20	83.30	B190	[Davilla] Analyze email from An Ruda regarding update on estimated case value and settlement value and call with An Ruda re the same (.1) and prepare update to Verity Master Litigation Chart based on the same (.1).
10/24/19	K. Murphy	0.80	333.20	B190	[Holly-Horton] Analyze LA Superior Court website to confirm trial and Final Status Conference dates, and confirm date for filing Notice of Automatic Stay (.1); conduct research regarding prior status conferences (.2) draft Final Status Conference statement (.2); telephone calls to Department 4B to determine status of 10/28/19 Final Status Conference (.1); confer with John Moe re same (.1); and draft email to David Weiss with copy of Final Status Conference Statement (.1).
10/25/19	K. Murphy	0.10	41.65	B190	[St. Vincent IPA] Telephone call to court clerk confirming OSC re dismissal for 11/5 is off calendar due to receipt of request for dismissal of entire action.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/28/19	J.A. Moe, II	0.20	107.10	B190	[Davilla v. St. Vincent]] Review status of the Superior Court case, in exchange of E-Mails between Karleen Murphy and Elina Tilman, and the necessity to file Supplemental Memorandum (.10); exchange E-Mails with Sam Maizel and E-Mail to Tania Moyron on necessity for a Motion (.10).
10/28/19	K. Murphy	3.00	1,249.50	B190	[Holly-Horton] Attend Final Status Conference in LA Superior Court in person as required by local rules (2.8); draft report of conference to Verity team (.1); and prepare update to Verity Litigation Management Deadline Chart with April 29, 2020 Status Conference re Bankruptcy (.1).
10/29/19	K. Murphy	0.10	41.65	B190	[St. Vincent IPA] Draft email to Verity Team advising of OSC re dismissal on 11/5 as off calendar thus no appearance required due to dismissal of entire action.
10/29/19	K. Murphy	0.20	83.30	B190	[Davilla] Telephone call with Elina Tilman re court's minute order re trial setting and amendment of complain as related to stayed causes of action against SVMC.
10/30/19	J.A. Moe, II	0.20	107.10	B190	[Chow v. St. Francis] Review Ms. Chow's E-Mail to Janee Tomlinson, and exchange E-Mails with Mr. Tomlinson on Claim issues.
	Subtotal	19.00	7,965.78		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: Angeles IPA and St. Vincent IPA] Exchange multiple E-Mails with Tania Moyron on responding to Ryan Yant, then telephone call with Mr. Yant on necessity to file Claim but requesting estimate of Claim.
10/02/19	J.A. Moe, II	0.10	53.55	B310	[Administrative Claims: Angeles IPA and St. Vincent] Telephone call with and E-Mail to Mr. Yant on Mr. Yant determining the amount of the Claim.
10/11/19	K.M. Howard	0.30	75.23	B310	Analysis of proof of claim received from Eileen Fisher and email exchanges with Andres Estrada of KCC regarding same.
10/14/19	J.A. Moe, II	0.20	107.10	B310	[Maurice Bray v. Verity] Review and respond to Bob Richard's E-Mail on coverage on Claim, then E-Mail to Pascale Roy on coverage.
10/14/19	J.A. Moe, II	0.40	214.20	B310	[Eduard Israilov v. St. Vincent] Exchange E-Mails with Bob Richards on, preliminarily reviewing the Proof of Claim, then E-mail to Pascale Roy and Karen Chapman on information on Claim filed by Eduard Israilov (.20); review the entirety of the Proof Of Claim (.20).
10/31/19	J.A. Moe, II	0.30	160.65	B310	[Maurice Bray v. Verity] Review Charts on Claims, then review the Bray Proof Of Claim, then E-Mail to Elspeth Paul and Karen Chapman on determining if there is insurance coverage on the Claim.
Subtotal		1.40	664.28		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2219479

November 25, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B130	Asset Disposition	5,885.41
B185	Assumption/Rejection of Leases and Contracts	2,338.75
B190	Other Contested Matters (excl. assumption/rejection motions)	7,965.78
B310	Claims Administration and Objections	664.28
Total This Matter		\$16,854.22

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
S. Martin	\$760.75	7.60	\$5,781.71
S. O'Brien	\$800.00	2.10	\$1,680.00
T. Moyron	\$518.50	0.60	\$311.10
J.A. Moe, II	\$535.50	5.30	\$2,838.15
K. Murphy	\$416.50	12.10	\$5,039.65
N. Koffroth	\$501.50	0.50	\$250.75
K.M. Howard	\$250.75	<u>3.80</u>	<u>\$952.86</u>
Totals		32.00	\$16,854.22

Fee Total \$ 16,854.22

Invoice Total \$ 16,854.22

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219481

Matter: 15800425-000006
St. Francis Medical Center

Payment Due Upon Receipt

Total This Invoice

\$ 438,874.05

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
 2040 E. Mariposa Avenue
 El Segundo, CA 90245
 USA

November 25, 2019

Invoice No. 2219481

For Professional Services Rendered through October 31, 2019:

Matter: 15800425-000006
 St. Francis Medical Center

AGI - Attorney General Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	S. Martin	0.80	608.60	AGI	Review final emergency motion (.1); communications with S. Maizel and T. Moyron regarding deposition strategy issues (.3); research rules regarding timing of depositions and expedited procedures (.3); review order regarding emergency motion (.1).
10/01/19	J. Whipple	0.80	421.60	AGI	Review Motion to Enforce and correspond as to finalization for filing.
10/01/19	S. Maizel	0.20	160.00	AGI	Telephone conference with T. Moyron re motion re AG motions (.1); telephone conference with R. Adcock re same (.1).
10/01/19	S. Maizel	2.00	1,600.00	AGI	Drafting reply to likely AG opposition to motion re AG conditions.
10/01/19	S. Maizel	0.50	400.00	AGI	Telephone conference with Sonia Martin, etc. re possible bankruptcy discovery re AG conditions motion.
10/01/19	N. Koffroth	0.20	100.30	AGI	Participate in call with S. Martin, T. Moyron, S. Maizel concerning potential depositions and document requests.
10/01/19	N. Koffroth	0.30	150.45	AGI	Meeting with S. Maizel and T. Moyron concerning issues related to case strategy and attorney general litigation
10/03/19	S. Maizel	1.00	800.00	AGI	Review and revise draft reply to potential AG opposition to motion re AG conditions.
10/04/19	S. Maizel	0.20	160.00	AGI	Review and respond to emails re AG conditions litigation.
10/04/19	S. Maizel	0.40	320.00	AGI	Telephone conference with M. Shindermann, etc. re AG conditions litigation, etc.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	J. Fisher	0.50	189.00	AGI	Review ACG Issues List.
10/05/19	J. Fisher	0.50	189.00	AGI	Revise ACG Issues list.
10/07/19	S. Maizel	0.20	160.00	AGI	Review and respond to emails from AG attorney re extension to file opposition.
10/07/19	N. Koffroth	1.40	702.10	AGI	Draft stipulation and related order continuing opposition and reply deadlines related to Enforcement Motion.
10/08/19	S. Maizel	2.00	1,600.00	AGI	Research re reply to likely AG issues re SGM sale.
10/08/19	S. Martin	0.10	76.08	AGI	Confer with T. Moyron regarding status of AG briefing.
10/08/19	S. Alberts	0.60	480.00	AGI	Sale. Review sale approval motion papers and CA's response thereto.
10/09/19	S. Martin	0.80	608.60	AGI	Review and analyze oppositions to emergency motion re sale, filed by unions and the Attorney General.
10/09/19	S. Maizel	0.30	240.00	AGI	Telephone conference with R. Adcock, etc. re AG opposition to AG conditions motion.
10/09/19	S. Maizel	1.60	1,280.00	AGI	Telephone conference with T. Moyron re AG opposition to AG conditions motion (.1); review AG opposition (1.0); revising draft reply to AG opposition (.5).
10/09/19	T. Moyron	0.10	51.85	AGI	Prepare email to R. Fuller re AG opposition.
10/09/19	T. Moyron	0.60	311.10	AGI	Analyze opposition filed by Attorney General. Prepare email to G. Klausner, et al. re SGM transaction.
10/09/19	N. Koffroth	2.10	1,053.15	AGI	Draft reply in support of enforcement motion and in response to Attorney General's objection
10/10/19	N. Koffroth	0.40	200.60	AGI	Participate in strategy call concerning response to Attorney General objection to enforcement motion with T. Moyron, S. Maizel, et al.
10/10/19	N. Koffroth	5.00	2,507.50	AGI	Draft reply in support of enforcement motion and in response to Attorney General's objection
10/10/19	C. Montgomery	0.70	560.00	AGI	Review AG response to Emergency Motion and communications with T Moyron and S Maizel re same (.7)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/10/19	T. Moyron	0.30	155.55	AGI	Conference call with S. Martin, et al. re reply to AG opposition.
10/10/19	T. Moyron	0.60	311.10	AGI	Further analysis of AG opposition and exhibits thereto.
10/10/19	T. Moyron	0.20	103.70	AGI	Conference call with S. Maizel re reply to AG opposition.
10/10/19	T. Moyron	0.30	155.55	AGI	Conference call with R. Adcock regarding AG's opposition and SGM sale.
10/10/19	T. Moyron	1.60	829.60	AGI	Prepare reply to AG's opposition.
10/10/19	S. Maizel	0.30	240.00	AGI	Telephone conference with S. Martin, etc. re reply to AG opposition to AG conditions motion.
10/10/19	S. Maizel	3.00	2,400.00	AGI	Revising reply to AG opposition to motion re AG conditions.
10/10/19	C. Doherty, Jr.	2.30	860.20	AGI	Research discrete issues regarding 541 and 363(d) for Reply to AG SGM Sale.
10/10/19	S. Martin	2.20	1,673.65	AGI	Analysis regarding mandamus issues raised in opposition by the Attorney General and review case law cites (.8); review research and draft response on mandamus issues (.3); attention to preparing request for record (.2); confer with other counsel regarding same (.5); review reply to the unions' opposition to emergency motion re sale (.1); review Wang Declaration and supplement objections to same (.3).
10/10/19	J. Whipple	4.60	2,424.20	AGI	Review Attorney General's brief (1.5); research and draft reply arguments thereto related to mandamus standard of review and associated record (2.5); draft request for administrative record (.6).
10/10/19	K.M. Howard	0.40	100.30	AGI	Analysis of Stipulation between Debtors and the Attorney General extending responsive deadlines to the enforcement motion and reviewed and revised Critical Dates Memorandum accordingly.
10/11/19	J. Whipple	5.10	2,687.70	AGI	Research additional support for reply brief and incorporate into draft reply brief (4.1); draft document request to Attorney General (.4); draft objections to declarations filed with Attorney General's brief (.6).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/11/19	M. Zeefe	11.20	5,378.80	AGI	Calls with T. Moyron re reply to AG opposition to sale motion (0.6); call with S. Alberts re same (0.1); research and draft section of response regarding health and safety (3.9); research and draft section of response regarding 363/541 (2.7); review and revise entire brief (3.9).
10/11/19	J.A. Moe, II	0.10	53.55	AGI	Review Strategic Global Management's Opposition to the Attorney General's proposed conditions on the sale of Hospitals to SGM.
10/11/19	S. Martin	6.80	5,173.10	AGI	Draft reply argument regarding state law claims in support of emergency motion re SGM sale (5.6); draft request for production (.3); prepare evidentiary objections (.9).
10/11/19	C. Doherty, Jr.	1.10	411.40	AGI	Research discrete issues regarding 541 and 363(d) for AG SGM Sale Reply.
10/11/19	S. Maizel	5.00	4,000.00	AGI	Revising reply to AG opposition to motion re AG conditions, including research.
10/11/19	M. Bryson	0.40	170.00	AGI	Revise general release
10/11/19	N. Koffroth	9.40	4,714.10	AGI	Draft reply in support of enforcement motion and in response to Attorney General's objection (6.9); research and analyze statutory and case law concerning sales free and clear of interests in property (2.5)
10/11/19	T. Moyron	7.00	3,629.50	AGI	Internal conference calls and correspondence regarding reply to AG opposition (.4); prepare reply to AG opposition (1.3); further preparation of reply and analyze documents and pleadings in connection therewith (5.3).
10/12/19	N. Koffroth	14.50	7,271.75	AGI	Draft reply in support of enforcement motion and in response to Attorney General's objection (9.6); research and analyze statutory and case law concerning sales free and clear of interests in property (4.9)
10/12/19	S. Maizel	7.00	5,600.00	AGI	Revising reply to AG opposition to motion re AG conditions.
10/12/19	C. Doherty, Jr.	0.30	112.20	AGI	Research discrete issues regarding 541 and 363(d) for AG SGM Sale.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/12/19	M. Zeefe	3.50	1,680.88	AGI	Continue drafting section of reply to AG opposition to SGM sale motion regarding 363/541 (2.8); calls with T. Moyron re same (0.5); emails with N. Koffroth and T. Moyron re draft (0.2).
10/12/19	S. Martin	4.10	3,119.08	AGI	Research and draft reply arguments in support of emergency motion regarding SGM sale (3.4); communicate with T. Moyron regarding record issues (.3); communicate with Nelson Hardiman regarding 2019 conditions (.2); supplement evidentiary objections (.2).
10/13/19	R. Richards	0.50	361.50	AGI	Review response brief to California Attorney General.
10/13/19	T. Moyron	0.40	207.40	AGI	Prepare internal communications regarding AG reply and SGM sale (.2); conference call with KCC regarding service of reply given unavailability of ECF (.1); analyze email regarding same (.1).
10/14/19	S. Maizel	0.30	240.00	AGI	Telephone conference with Sonia Martin, etc. re AG conditions motion issues.
10/14/19	S. Maizel	4.00	3,200.00	AGI	Prepare for hearing on AG conditions.
10/16/19	C. Doherty, Jr.	0.30	112.20	AGI	Review AG tentative ruling regarding SGM sale.
10/17/19	K.M. Howard	0.20	50.15	AGI	Reviewed transcript order form from the Attorney General regarding the 10/15/19 hearing and prepared email regarding same.
10/17/19	C. Doherty, Jr.	0.20	74.80	AGI	Call with Mr. Koffroth regarding case strategy of litigation with state of California.
10/22/19	S. Martin	0.80	608.60	AGI	Review hearing transcript on motion for supplemental sale order and new case law cited by AG during same.
10/23/19	S. Maizel	0.50	400.00	AGI	Telephone conference with R. Adcock, etc. re decision re AG conditions.
10/23/19	S. Maizel	1.00	800.00	AGI	Review memorandum decision re AG conditions.
10/23/19	T. Moyron	0.30	155.55	AGI	Exchange emails with R. Fuller, E. Paul, et al., re AG letter.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/24/19	S. Martin	1.80	1,369.35	AGI	Analyze APA with respect to Attorney General timing and appeal issues (.8); review and comment on draft order on supplemental sale motion (.5); confer with BRG, T. Moyron and S. Maizel regarding same and communications with Attorney General (.5).
10/25/19	S. Martin	0.40	304.30	AGI	Further analysis regarding APA provisions addressing Attorney General issues (.2); confer with T. Moyron and clients regarding same (.2)
10/28/19	S. Martin	0.80	608.60	AGI	Review and evaluate SGM comments on proposed supplemental sale order (.3); review and evaluate Attorney General settlement offer (.3); confer with counsel and SGM regarding same (.2).
10/28/19	S. Maizel	1.10	880.00	AGI	Telephone conference with with D. Aldan, Cal. AG office, re AG conditions order (.2); telephone conference with R. Adcock, etc. re same (.2); telephone conference with B. Bennett re same (.1); telephone conference with N. Coco re same (.1); telephone conference with Dan Bleck re same (.2); telephone conference with SGM and G. Klausner re same (.3).
10/29/19	S. Martin	0.80	608.60	AGI	Review Section 8.6 of APA (.2); review and comment on draft stipulation and order regarding Attorney General disputes (.2); review proposed edits from SGM (.2); email with clients and team regarding same (.2).
10/30/19	S. Martin	0.30	228.23	AGI	Review correspondence with SGM regarding proposed order and stipulation with Attorney General (.1); review edits to proposed order and stipulation (.2).
10/31/19	S. Martin	2.70	2,054.03	AGI	Review and analyze APA and comments on Attorney General revisions to stipulation and proposed order regarding supplemental sale order (1.1); call with T. Moyron, et al. regarding strategy for negotiating order regarding Attorney General dispute (1.1); confer with D. Elden and his colleagues regarding same (.3); email from clients regarding same (.2).
Subtotal		131.00	80,449.15		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

APP - Appellate Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
10/03/19	S. Maizel	0.90	720.00	APP	Review and revise opposition to DHCS Emergency Motion for Stay pending appeal (.4); emails to N. Koffroth (.50).
10/04/19	K.M. Howard	0.40	100.30	APP	Analysis of the DHCS' Emergency Motion to Stay the Sale pending Appeal and reviewed and revised Critical Dates Memorandum accordingly.
10/08/19	S. Maizel	1.70	1,360.00	APP	Revising opposition to DHCS motion for a stay pending appeal.
10/09/19	T. Moyron	0.70	362.95	APP	Analyze and prepare comments to opposition to motion for stay.
10/09/19	K.M. Howard	0.40	100.30	APP	Analysis of DHCS Notice of Appeal and Statement of Election and attachments thereto.
10/10/19	S. Maizel	0.70	560.00	APP	Review and revise opposition to DHCS motion for a stay pending appeal.
10/10/19	T. Moyron	0.10	51.85	APP	Analyze evidentiary objections re opposition to motion for stay.
10/10/19	T. Moyron	2.90	1,503.65	APP	Prepare opposition to DHCS motion for stay pending appeal.
10/10/19	T. Moyron	0.30	155.55	APP	Analyze issues related to opposition to motion for stay.
10/11/19	K.M. Howard	0.40	100.30	APP	Analysis of the court's notice regarding the deadline for Debtors to file opposition to DHCS Motion to Stay Pending Appeal and reviewed and revised Critical Dates Memorandum accordingly.
10/11/19	J.A. Moe, II	0.10	53.55	APP	Review Order entered on transfer and Emergency Motion For Stay.
10/16/19	N. Koffroth	0.60	300.90	APP	Review and analyze bankruptcy rules applicable to direct appeal to the Ninth Circuit re enforcement motion
10/17/19	N. Koffroth	9.70	4,864.55	APP	Draft memorandum analyzing issues re direct appeal to the Ninth Circuit re enforcement motion
10/17/19	N. Koffroth	0.40	200.60	APP	Call with T. Moyron re memorandum analyzing issues re direct appeal to Ninth Circuit re enforcement motion

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/17/19	T. Moyron	0.30	155.55	APP	Analyze issues related to appeal and timeline.
10/17/19	S. Maizel	0.10	80.00	APP	Review Ninth Circuit Appeal timeline re AG conditions motion.
10/18/19	K.M. Howard	0.80	200.60	APP	Reviewed and culled all pleadings pertaining to the DHCS' Motion to Stay the Sale Pending Appeal and prepared hearing binders.
10/18/19	K.M. Howard	0.60	150.45	APP	Reviewed and culled all appellate documents filed by the DHCS and prepared binders for use at the hearing on the Motion to Stay Pending Appeal.
10/18/19	S. Martin	0.30	228.23	APP	Review appellate timeline and confer with T. Moyron regarding same.
10/18/19	N. Koffroth	1.70	852.55	APP	Calls with C. Montgomery re analysis of issues and strategy re direct appeal to the Ninth Circuit re enforcement motion
10/18/19	N. Koffroth	0.90	451.35	APP	Calls with T. Moyron re memorandum analyzing strategy and legal issues re direct appeal to Ninth Circuit re enforcement motion
10/18/19	N. Koffroth	7.20	3,610.80	APP	Draft memorandum analyzing legal issues and strategy re direct appeal to Ninth Circuit re enforcement motion
10/18/19	T. Moyron	2.60	1,348.10	APP	Analyze and prepare memo regarding certification, appeals and timing, and analyze related rules.
10/18/19	T. Moyron	0.40	207.40	APP	Conference call with D. Bleck re SGM sale (.3); follow-up call re appeal and timing (.1).
10/18/19	C. Montgomery	6.70	5,360.00	APP	Communications with N. Koffroth and T. Moyron regarding appeal certification and research re same (5.0); phone conference with N. Koffroth regarding appeal issues and timing considerations (1.3); review updated time line and conference call with N. Koffroth re same (.2); phone call with N. Koffroth regarding jurisdictional impact of direct appeal on district court (.1); phone calls with T. Moyron regarding stay and direct appeal jurisdiction (.1)
10/19/19	S. Maizel	1.60	1,280.00	APP	Review materials in preparation for hearing on DHCS motion for stay pending appeal.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/21/19	K.M. Howard	0.30	75.23	APP	Analysis of the tentative ruling denying the DCHS' Motion to Stay the Sale and conferred with Sam Maizel regarding same.
10/21/19	N. Koffroth	4.10	2,056.15	APP	Draft petition requesting direct appeal of order granting motion to enforce the SGM sale order to the Ninth Circuit
10/22/19	N. Koffroth	2.40	1,203.60	APP	Draft petition requesting permission to appeal order granting motion to enforce sale order directly to the Ninth Circuit
10/22/19	T. Moyron	1.00	518.50	APP	Meet with E. Paul, R. Adcock, et al., prior to hearing re DHCS hearing.
10/22/19	T. Moyron	0.80	414.80	APP	Attend hearing on DHCS motion for stay.
10/22/19	T. Moyron	3.80	1,970.30	APP	Meet with E. Paul, R. Adcock, BRG, et al., regarding DHCS hearing, SGM Sale, and other matters.
10/22/19	S. Maizel	3.50	2,800.00	APP	Prepare for hearing on DHCS motion for stay pending appeal (2.0); participate in hearing re same (1.50).
10/23/19	K.M. Howard	0.40	100.30	APP	Analysis of Appellant's Designation of Record in DHCS Appeal to District Court (Case No. 2:19-cv-08762-JVS), determined Appellees' deadline to file Counter-Designation of Record on Appeal and reviewed and revised Critical Dates Memorandum accordingly.
10/23/19	K.M. Howard	0.20	50.15	APP	Assembled the AG's Designation of Record and Statement of Issues in the Medi-Cal Appeal (.1) and conferred with Sam Maizel regarding Appellee's Counter-Designation of Record on Appeal (.1).
10/23/19	C. Montgomery	0.20	160.00	APP	Review DHCS notice of appeal and designation of record.
10/23/19	S. Maizel	0.50	400.00	APP	Review research re 363(m) issues re AG appeal.
10/23/19	N. Koffroth	2.40	1,203.60	APP	Draft petition requesting direct appeal of order granting motion to enforce sale order to the Ninth Circuit
10/23/19	S. Maizel	1.00	800.00	APP	Review issues and timeline re potential AG appeal.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/25/19	N. Koffroth	1.70	852.55	APP	Draft petition requesting direct appeal of order granting motion to enforce sale order to the Ninth Circuit
10/28/19	N. Koffroth	0.60	300.90	APP	Draft memorandum analyzing issues related to petition requesting direct appeal to the Ninth Circuit of order enforcing sale order
10/31/19	K.M. Howard	0.20	50.15	APP	Telephone conference and email exchanges with Karen Persaud of Hyatt Reporters regarding the status of the transcript of the hearing to stay the sale.
10/31/19	K.M. Howard	0.40	100.30	APP	Received and reviewed the transcript of the October 22, 2019 hearing to stay the sale and incorporated same (.3) and prepared email to Sam Maizel and the Verity team regarding same (.1).
Subtotal		66.00	37,416.06		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	T. Moyron	0.30	155.55	B110	Call with D. Denny, P. Chadwick, et al. re proposed order granting GRM motion.
	Subtotal	0.30	155.55		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
09/02/19	R. Garms	0.90	543.15	B130	Follow up on real property issues (0.7); e-mails regarding transaction (0.2).
09/03/19	R. Garms	1.90	1,146.65	B130	Review record retention documentation (1.1); review purchase agreement issues and discuss same (0.8).
09/04/19	R. Garms	2.70	1,629.45	B130	Revise transition services agreement.
09/05/19	R. Garms	1.20	724.20	B130	Work on purchase agreement issues.
09/06/19	R. Garms	3.60	2,172.60	B130	Work on purchase agreement issues (2.3); work on multi services agreements (0.8); review transition services agreement revisions (0.5).
09/09/19	R. Garms	1.20	724.20	B130	Review NDA issues (0.5); work on closing documents (0.7).
09/11/19	R. Garms	1.90	1,146.65	B130	Review files in connection with response to transaction issues.
09/12/19	R. Garms	1.80	1,086.30	B130	Review and revise multi services agreements in connection with closing (1.6); closing call (0.2).
09/13/19	R. Garms	1.50	905.25	B130	Work on transition services agreement (0.9); e-mails regarding transaction (0.6).
09/16/19	R. Garms	1.20	724.20	B130	Work on closing documents (1.2).
09/17/19	R. Garms	1.50	905.25	B130	Calls regarding transaction documents (0.5); work on services agreements to be entered into prior to closing (1.0).
09/18/19	R. Garms	2.50	1,508.75	B130	Work on services contracts in connection with closing (1.7); work on transition services agreement (0.8).
09/19/19	R. Garms	3.10	1,870.85	B130	Review purchase agreement regarding client questions (0.6); revise transition services agreement (2.1); calls regarding transaction (0.4).
09/20/19	R. Garms	1.50	905.25	B130	Review interim management agreement and work on transition services agreement.
09/23/19	R. Garms	3.50	2,112.25	B130	Work on transition services agreement (2.4); work on closing documents (1.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
09/25/19	R. Garms	2.10	1,267.35	B130	Calls regarding real property documentation (1.2); work on closing documents (0.9).
09/26/19	R. Garms	1.80	1,086.30	B130	Review open closing document issues and discuss same (1.5); e-mails regarding same (0.3).
09/27/19	R. Garms	1.30	784.55	B130	Work on real estate issues and e-mails regarding same (1.3).
09/30/19	R. Garms	1.40	844.90	B130	Work on real estate documents (1.4).
10/01/19	R. Garms	1.80	1,086.30	B130	Work on closing documents (1.8).
10/01/19	K.M. Howard	0.40	100.30	B130	Analysis of Debtors' Emergency Motion to Enforce Order Authorizing the Sale to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
10/01/19	K.M. Howard	0.40	100.30	B130	Analysis of the Court's Order pertaining to Debtors' Emergency Motion to Enforce Order Authorizing the Sale to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
10/01/19	A. Dondoyano	0.90	290.70	B130	Review form documents from the SCC sale to use as a base for the KPC sale.
10/01/19	T. Moyron	0.80	414.80	B130	Conference call with W. Schumaker regarding Nant stipulation (.2); conference call with R. Adcock and P. Chadwick regarding SGM (.4); follow up conference call with W. Schumacher regarding Nant and SGM's decision (.2).
10/01/19	T. Moyron	1.40	725.90	B130	Meetings with S. Maizel and N. Koffroth re hearing date on motion to enforce order, impact on timelines, liquidity, etc.
10/01/19	T. Moyron	0.70	362.95	B130	Conference call with R. Adcock, BRG, et al., regarding Court's order setting hearing on motion to enforce SGM sale order on 10/15 (.4); conference calls with S. Maizel regarding same (.3).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	C. Richter	6.40	4,134.40	B130	Review APA and sale order (2.0); review and discuss with Connie Pak the real estate owned and schedule re same (.8); call with Matt Garms re same and re surveys (.4); second call with Connie Pak regarding sale properties and legal descriptions and parcel numbers (.7); review mechanics and UCC lien actions with Margaret Welch (1.0); review updated lien search chart (1.5).
10/01/19	C. Doherty, Jr.	0.20	74.80	B130	Review and comment regarding NantHealth Stipulation.
10/02/19	A. Dondoyano	2.00	646.00	B130	Review form documents from the SCC sale to use as a base for the KPC sale (.5); meeting with N.Nguyen to discuss the closing items (1.0); update closing checklist and circulate to the closing checklist group (.5).
10/02/19	C. Richter	2.00	1,292.00	B130	Call with Matt Garms re real estate surveys (.3); review same and email to Connie Pak re surveys (.6); email from Connie Pak re request to deliver cancellations from bondholders (.2); review sale order (.6); call with Connie Pak and email sale order to her (3).
10/02/19	P. Maxcy	0.70	517.65	B130	Review and respond to question re HealthNet payments.
10/02/19	C. Montgomery	0.50	400.00	B130	Communications with T Moyron regarding Committee communications with SGM (.1); communications with C Richter regarding closing deliveries (.4).
10/02/19	S. Maizel	0.60	480.00	B130	Review and respond to emails with G. Klausner re CMS settlement (.50); emails with R. Adcock re same (.1).
10/02/19	D. Pina	1.10	350.63	B130	Communications with G. Medina and N. Koffroth regarding filing of stipulation continuing hearing regarding transfer of Medicare provider agreements to Strategic Global (.2); analysis of related procedures (.2); review and electronically file stipulation (.3); revise order and submit electronically (.2); electronically distribute file copies internally (.2).
10/02/19	R. Garms	0.90	543.15	B130	E-mails and call regarding transaction issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/03/19	R. Garms	1.30	784.55	B130	Calls and e-mails regarding closing issues.
10/03/19	C. Montgomery	1.40	1,120.00	B130	Phone call with C Richter regarding sale order and debt deliveries (.3); communications with T Moyron re section 12.1 of APA (.1); communications with E Paul and M Garms regarding sale and lien documentation (.1); phone call with T Moyron and R Adcock regarding SGM financing update (.2); phone conference A Sussman, G Klausner, E Paul, T Moyron, M Garms re closing deliveries re prepetition lenders (.5); conference call with T Moyron, R Adcock re finance (.2).
10/03/19	N. Koffroth	0.50	250.75	B130	Participate in weekly call addressing closing issues and outstanding items related to the SGM Sale
10/03/19	T. Moyron	0.40	207.40	B130	Conference call with E. Paul regarding SGM, DHCS, and related issues.
10/03/19	T. Moyron	0.50	259.25	B130	Analyze emails from G. Klausner regarding sale order re DHCS (.2); conference call with E. Paul, R. Adcock, et al, regarding requested language by SGM (.3).
10/03/19	T. Moyron	0.40	207.40	B130	Conference call with C. Montgomery and R. Adcock regarding SGM call and financing (.3); review email from E. Paul and attachment regarding same (.1).
10/03/19	T. Moyron	1.30	674.05	B130	Analyze emails from A.. Sussman re title and payment of bonds (.2); analyze additional emails regarding same (.2); conference call with M Garms regarding same (.1); conference call with E. Paul regarding same (.1); prepare email to A. Sussman, et al., regarding call to discuss issues (.1); conference call with R. Adcock regarding same (.1); conference call with A. Sussman, G. Klausner, E. Paul, et al., regarding timing of payment of bonds, sale order and plan timing, etc. (.5);
10/03/19	K.M. Howard	4.30	1,078.23	B130	Reviewed Debtors' Motion to Enforce Order Authorizing the Sale, researched and assembled voluminous cases cited in the motion and prepared hearing binders containing the case law and the motion.
10/03/19	C. Heddeshheimer	0.40	173.40	B130	Attend closing checklist call.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/03/19	C. Doherty, Jr.	0.20	74.80	B130	Attention to emails from creditors counsel regarding stipulations.
10/03/19	A. Dondoyano	0.70	226.10	B130	Weekly closing checklist call. Update closing checklist.
10/04/19	T. Moyron	1.10	570.35	B130	Conference call with C. Whitmore, N. Coco, et al., regarding inquiries related to SGM sale, Disclosure Statement and related issues (.4); analyze emails from C. Whitmore and proposed stipulation re admin claims (.3); propose comments to revise stipulation (.2); analyze updated stipulation and emails related to same (.2).
10/04/19	T. Moyron	0.10	51.85	B130	Analyze email from L. Peters regarding extension re GE.
10/04/19	T. Moyron	0.20	103.70	B130	Analyze proposed settlement to CMS.
10/04/19	S. Maizel	0.50	400.00	B130	Telephone conference with E. Levey re CMS (x2).
10/04/19	S. Maizel	1.00	800.00	B130	Review and revise draft order re Medi-Cal Provider Agreement (.50); review and respond to emails with K. Wang and G. Klausner (.50).
10/06/19	S. Maizel	0.50	400.00	B130	Emails with A. Belgrove re CMS settlement.
10/07/19	T. Moyron	0.50	259.25	B130	Conference call with E. Paul regarding SGM deal, seismic issues, etc.
10/07/19	R. Garms	2.30	1,388.05	B130	Work on closing documents.
10/07/19	J.A. Moe, II	0.10	53.55	B130	[DaVita v. St. Francis] Review series of E-Mails on Stipulation on Cure Objection (and SGM decision not to assume obligation).
10/07/19	G. Miller	1.00	442.00	B130	Review status of cure objections and emails with J. Vizzini re same.
10/07/19	G. Miller	1.20	530.40	B130	Draft omnibus stipulation continuing hearing re cure objections.
10/07/19	C. Montgomery	0.80	640.00	B130	Phone call with D Galfus regarding KPC financing commitment (.2) ; phone call Jessica Davis re conference call (.1); conference call R Adcock, E Paul, J Moloney, C Beith, P Chadwick regarding KPC financing issues (.5).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/07/19	T. Moyron	1.60	829.60	B130	Conference call with M. Shinderman, et al., regarding DHCS and motion to enforce SGM sale order (.5); analyze emails from D. Elden regarding extending opposition date by 24-hours (.2); exchange emails with clients regarding same (.2); conference call with D. Elden (.1) and then call with Chambers regarding same (.1); analyze and prepare stipulation (.3) and exchange emails regarding same (.2).
10/07/19	S. Maizel	0.20	160.00	B130	Telephone conference with T. Moyron re sale issues.
10/07/19	S. Maizel	0.40	320.00	B130	Review and respond to emails re CMS issues.
10/07/19	S. Maizel	0.20	160.00	B130	Review and respond to emails re draft DOJ cold comfort letter.
10/07/19	S. Maizel	0.20	160.00	B130	Review and revise stipulation re enforcement motion.
10/07/19	S. Maizel	0.40	320.00	B130	Telephone conference with T. Moyron re SGM sale issues (.2); telephone conference with secured creditors re SGM sale issues (.2).
10/07/19	T. Moyron	2.40	1,244.40	B130	Internal correspondence regarding cure objections (.1); analyze emails regarding cure amounts, admin bar date, and related issues re Fresenius, Medtronic, and 3M (.3); analyze matters related to service of enforcement motion (.2); analyze further Seoul stipulation and correspondence (.2); analyze emails from L. Schneider and other third parties re cure matters (.2); analyze stipulation resolving DaVita cure objection and related correspondence (.2); analyze emails from N. Nguyen, et al., re 593C and FIRPTA forms, president and secretary certificates, etc. (.3); analyze omnibus stipulation and related emails (.2); analyze A. Chou, et al., emails and summary re QAF V & QAF VI models (.2); analyze K. Wang email re proposed order (.1) and related emails and issues (.2); analyze E. Paul email re KPC term sheet (.1); analyze E. Paul email re seismic contracts (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/08/19	C. Doherty, Jr.	0.40	149.60	B130	Respond to emails regarding assumption of contracts and SGM Sale (.1) ; prepare NantHealth stipulation and order (.3)
10/08/19	S. Maizel	0.60	480.00	B130	Telephone conference with Mintz re SGM sale issues.
10/08/19	S. Maizel	0.50	400.00	B130	Telephone conference re settlement issues.
10/08/19	S. Maizel	0.20	160.00	B130	Review and respond to emails from E. Levey re CMS stipulation.
10/08/19	T. Moyron	0.50	259.25	B130	Correspondence regarding Nantworks request for extension (.2); analyze and prepare Fourth Supplement to Notice of Designation (.2); exchange emails regarding same (.1).
10/08/19	T. Moyron	1.50	777.75	B130	Analyze SEIU's opposition (.6); prepare email regarding same (.1); conference with S. Maizel regarding same (.2); conference calls with E. Paul and R. Adcock regarding same (.4); analyze UNAC's opposition (.2).
10/08/19	T. Moyron	0.40	207.40	B130	Call with D. Galfus regarding lenders, management and related issues.
10/08/19	M. Bryson	1.80	765.00	B130	Draft closing certificates and general release.
10/08/19	C. Montgomery	2.30	1,840.00	B130	Phone call with G Mace regarding Sector financing for KPC deal (.5); review AG Emergency Motion and communications with G Mace re same (.8); communications with R Adcock regarding results of call with G Mace (.1);phone call with E Paul regarding Schedule 1.8(y) and interim management agreement (.2);Review SEIU objection to sale (.2); phone call with T Moyron re same and sale financing conversation (.3); review UNAC response to sale (.2)
10/08/19	G. Miller	0.30	132.60	B130	Follow up with counterparties re omnibus stipulation.
10/08/19	A. Dondoyano	0.80	258.40	B130	Review internal closing checklist and real estate schedules for the KPC APA.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/08/19	J.A. Moe, II	0.30	160.65	B130	Review the Committee's Response In Support Of Debtors' Emergency Motion For Entry Of An Order Enforcing The Order Authorizing The Sale To Strategic Global Management.
10/09/19	A. Dondoyano	0.40	129.20	B130	Update closing checklist and circulate the closing checklist to the weekly call group.
10/09/19	A. Dondoyano	0.70	226.10	B130	Review internal closing tracker. Call with N.Nguyen to discuss the same.
10/09/19	S. Alberts	1.10	880.00	B130	Sale. Review and comment on SEIU opposition (.6) and UNAC opposition (.3); and follow up (.2).
10/09/19	K.M. Howard	0.40	100.30	B130	Analysis of the Stipulation [Dkt. 3388] between Debtors and the Attorney General to extend deadlines to oppose and reply to Debtors' Enforcement Motion and Order granting same and reviewed and revised Critical Dates Memorandum accordingly.
10/09/19	K.M. Howard	0.40	100.30	B130	Analysis of the Stipulation [Dkt. 3311] between Debtors and the Attorney General to extend deadlines to oppose and reply to Debtors' Enforcement Motion and Order granting same and reviewed and revised Critical Dates Memorandum accordingly.
10/09/19	C. Montgomery	2.20	1,760.00	B130	Communications with M. Welch and C. Richter regarding lien release investigation(.1);Extended conversation with R. Adcock, E. Paul, J. Moloney, T. Moyron, P. Chadwick, D. Galfus and C. Kearns regarding KPC unofficial retrade conversation (1.5); communications with D. Galfus regarding KPC deal impact (.2) ; communications with N. Koffroth regarding SEIU opposition to sale (.1) ; communications with S. Alberts re UNAC response and SEIU opposition (.1); phone call with R. Adcock regarding KPC roadblocks (.2).
10/09/19	N. Koffroth	5.40	2,708.10	B130	Draft reply in support of enforcement motion and in response to the objections of SEIU and UNAC
10/09/19	N. Koffroth	1.90	952.85	B130	Meeting with R. Adcock, E. Paul, T. Moyron, et al. concerning strategy and outstanding issues related to sale closing

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/09/19	T. Moyron	0.40	207.40	B130	Analyze issues related to SEIU and UNAC oppositions.
10/09/19	T. Moyron	0.20	103.70	B130	Conference call with P. Chadwick (.1); conference call with S. Maizel re SGM sale (.1).
10/09/19	T. Moyron	2.30	1,192.55	B130	Meeting with R. Adcock, BRG, etc. re sale discussion.
10/09/19	T. Moyron	0.20	103.70	B130	Conference call with R. Adcock regarding SGM sale.
10/09/19	T. Moyron	0.40	207.40	B130	Exchange emails with P. Chadwick re records motion (.2); conference calls regarding same (.2).
10/09/19	C. Doherty, Jr.	0.20	74.80	B130	Draft and attention to emails regarding union opposition to SGM sale.
10/09/19	S. Maizel	0.80	640.00	B130	Telephone conference with T. Moyron, etc. re SGM sale issues (.3); telephone conference with R. Adcock, etc. re SGM sale issues (.5).
10/09/19	R. Garms	0.20	120.70	B130	E-mails regarding transaction.
10/10/19	R. Garms	1.30	784.55	B130	Closing call and prepare for same (0.4); work on real property matters (0.9).
10/10/19	S. Maizel	0.20	160.00	B130	Review and respond to emails from E. Levey re CMS settlement.
10/10/19	S. Maizel	0.90	720.00	B130	Telephone conference with R. Adcock re SGM meetings on sale issues.
10/10/19	S. Maizel	0.50	400.00	B130	Telephone conference with K. Cordry re 363(f) issues re SGM sale.
10/10/19	T. Moyron	0.20	103.70	B130	Analyze and prepare Century Link stipulation.
10/10/19	T. Moyron	0.90	466.65	B130	Further preparation of opposition and P. Chadwick declaration (.8); conference call with P. Chadwick regarding same (.1).
10/10/19	T. Moyron	0.40	207.40	B130	Analyze issues related to Section 541(f).
10/10/19	T. Moyron	0.80	414.80	B130	Prepare reply to UNAC and SEIU oppositions (.6); internal emails regarding same (.2).
10/10/19	T. Moyron	0.90	466.65	B130	Conference call with Verity, BRG and Cain re SGM sales transaction.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/10/19	T. Moyron	0.50	259.25	B130	Analyze cases regarding section 541(f) (.2); analyze legislative history (.1); analyze statutory construction arguments (.2).
10/10/19	T. Moyron	1.40	725.90	B130	Further preparation of reply to SEIU and UNAC oppositions.
10/10/19	T. Moyron	0.10	51.85	B130	Conference call with E. Paul re SGM statement.
10/10/19	T. Moyron	0.10	51.85	B130	Analyze SGM's statement of position.
10/10/19	T. Moyron	0.20	103.70	B130	Internal call regarding new dates for stipulation (.1); analyze new stipulation re Chubb and Old Republic (.1).
10/10/19	T. Moyron	0.20	103.70	B130	Conference call with R. Adcock, P. Chadwick and E. Paul re SGM transaction.
10/10/19	N. Koffroth	0.30	150.45	B130	Participate in weekly strategy call concerning closing SGM sale with counsel to purchaser, financial advisors, and Debtors
10/10/19	C. Montgomery	0.30	240.00	B130	Communications with T Moyron regarding draft letter to KPC counsel (.2); communications with P Chadwick regarding possible response to SEIU numerical challenges (.1)
10/10/19	K.M. Howard	0.40	100.30	B130	Analysis of the Omnibus Stipulation Continuing Hearing and all deadlines on Cure Objections and Other Issues pertaining to the sale of Debtors' assets to Strategic Global and reviewed and revised Critical Dates Memorandum accordingly.
10/10/19	K.M. Howard	0.40	100.30	B130	Analysis of Stipulation continuing the hearing and extending objections deadline for NantWorks regarding the Order approving the Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
10/10/19	S. Alberts	6.10	4,880.00	B130	Sale. Receive, review and modify response to SEIU and UNAC sale enforcement motion, including follow up communications and further revisions (5.8); receive sale update from D. Galfus (.3).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/10/19	A. Dondoyano	0.70	226.10	B130	Weekly closing checklist call (.2); update closing checklist (.3); confer with M.Garms regarding review of the real estate related closing deliverables (.2).
10/10/19	C. Heddeshheimer	0.30	130.05	B130	Attend weekly closing checklist call.
10/10/19	G. Miller	0.60	265.20	B130	Call re cure objections.
10/10/19	M. Zeefe	3.10	1,488.78	B130	Research re estoppel/breach for response to unions' objection to SGM sale motion (2.6); call with T. Moyron re same (0.1); emails with team analyzing same (0.4).
10/11/19	K.M. Howard	1.30	325.98	B130	Reviewed docket and culled pleadings pertaining to the enforcement motion in conjunction with preparing materials for use at the October 15, 2019 hearing.
10/11/19	S. Alberts	6.10	4,880.00	B130	(Sale). Per co-counsel's request, review motion seek to enforce sale order, California objection, draft brief introduction and law of case section and otherwise provide assistance (5.8); receive, review and forward PBGC's letter to AG in support of sale (.1); confer with T. Moyron about status of discussions with KPC concerning purchase price issues (.2).
10/11/19	K.M. Howard	0.30	75.23	B130	Analysis of Order Approving Stipulation to continue the hearing and objection deadlines to cure objections and other issues regarding the sale and reviewed and revised Critical Dates Memorandum accordingly.
10/11/19	K.M. Howard	0.40	100.30	B130	Analysis of Order approving Stipulation continuing the hearing and extending objections deadline for NantWorks regarding the Order approving the Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
10/11/19	T. Moyron	5.30	2,748.05	B130	Meeting with R. Adcock, E. Paul, BRG and Cain (1.0); meeting with R. Adcock, E. Paul, SGM, BRG, and Cain (3.1); follow up meeting with BRG, E. Paul and R. Adcock (1.2).
10/11/19	S. Maizel	0.30	240.00	B130	Telephone conference with G. Klausner re sale issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/11/19	S. Maizel	5.00	4,000.00	B130	Prepare for meeting with SGM re sale issues (1.0); participate in meeting with SGM re sale issues (3.0); meeting with R. Adcock and BRG re sale issues (1.0).
10/11/19	C. Doherty, Jr.	0.50	187.00	B130	Review and respond to emails regarding assumption of contracts and SGM Sale (.2); prepare NantHealth stipulation and order (.3)
10/12/19	T. Moyron	11.30	5,859.05	B130	Analyze and prepare reply to opposition and review opposition and other documents in connection therewith (10.4); analyze and prepare evidentiary objections (.3); exchange emails with Verity and BRG regarding reply (.3); analyze D. Galfus comments (.1); conference call with D. Galfus regarding same (.2).
10/12/19	C. Montgomery	3.80	3,040.00	B130	Review and suggest revisions to draft reply in support of emergency motion.
10/13/19	C. Montgomery	0.90	720.00	B130	Review filed reply in support of Emergency Motion.
10/13/19	S. Martin	0.20	152.15	B130	Email with T. Moyron and clients regarding APA negotiation issues and hearing preparation.
10/13/19	R. Garms	0.40	241.40	B130	Call regarding transaction issues.
10/13/19	T. Moyron	0.30	155.55	B130	Conference call with D. Galfus regarding SGM, disclosure statement and related issues.
10/14/19	N. Koffroth	1.60	802.40	B130	Meeting with S. Maizel and T. Moyron concerning strategy and preparation related to hearing on motion to enforce sale order
10/14/19	N. Koffroth	0.80	401.20	B130	Call with T. Moyron et al. re strategy issues related to SGM transaction
10/14/19	T. Moyron	0.80	414.80	B130	Conference call with R. Adcock re SGM sale (.2); conference call with R. Adcock regarding data room and information disclosed (.1); conference call with M. Garms regarding meeting with SGM (.3); exchange emails with R. Adcock, et al., regarding conference call (.1); analyze email from P. Chadwick re analysis (.1).
10/14/19	T. Moyron	0.30	155.55	B130	Conference call with S. Martin re SGM APA and related matter.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/14/19	T. Moyron	0.10	51.85	B130	Analyze L. Schneider email re Centurylink.
10/14/19	T. Moyron	0.20	103.70	B130	Analyze J. Vizzin, et al, emails regarding mechanics' liens.
10/14/19	T. Moyron	0.20	103.70	B130	Analyze issues related to medical and SGM APA.
10/14/19	T. Moyron	0.30	155.55	B130	Analyze E. Paul email regarding BPCI and CMS notice and B. Thomas response thereto (.1); analyze emails regarding disclosure letter (.2).
10/14/19	T. Moyron	0.30	155.55	B130	Exchange emails with S. Martin re APa and report (.2); conference calls with S. Sonia regarding same (.1).
10/14/19	T. Moyron	0.30	155.55	B130	Analyze email from T. Matthews re assumption (.1); analyze N. Nguyen email re licenses (.1); analyze C. Johnson, et al., emails re exhibits and schedules.
10/14/19	T. Moyron	0.80	414.80	B130	Conference call with R. Adcock, E. Paul and BRG re SGM and AG hearing.
10/14/19	T. Moyron	0.30	155.55	B130	Conference calls with R. Adcock and S. Martin re report.
10/14/19	T. Moyron	0.10	51.85	B130	Conference call with R. Adcock re follow-up call re SGM.
10/14/19	T. Moyron	0.30	155.55	B130	Prepare for hearing on enforcement motion.
10/14/19	T. Moyron	1.60	829.60	B130	Meeting with S. Maizel and N. Koffroth re preparing for hearing on enforcement of sale order.
10/14/19	T. Moyron	0.20	103.70	B130	Conference call with E. Paul.
10/14/19	C. Montgomery	0.50	400.00	B130	Review draft mechanics lien letter and draft lease assumption letter (.4); communications with C Richter re same (.1)
10/14/19	R. Garms	2.50	1,508.75	B130	Work on closing documents (1.5); discussions regarding client questions (1.0).
10/14/19	J.A. Moe, II	0.10	53.55	B130	Review Order on hearing on the Enforcement Order.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/14/19	S. Martin	6.20	4,716.65	B130	Review and analyze APA issues raised by SGM and related documents (.3); confer with clients, S. Maizel and T. Moyron regarding same (.4); review alleged expert report presented by SGM (1.2); research and analysis regarding same (1.3).
10/14/19	A. Dondoyano	0.90	290.70	B130	Confer with L. Buchbinder regarding the KPC APA disclosure schedules (.3); email to J. Kiley regarding the same (.1); email to S. Martin regarding the same and the KPC APA Exhibits (.2); search the Dentons database for certain KPC APA disclosure schedule attachments (.3).
10/14/19	A. Dondoyano	0.60	193.80	B130	Weekly update checklist call with N.Nguyen (.5); update internal closing checklist (.1).
10/14/19	S. Alberts	1.10	880.00	B130	Sale. Review reply to California AG objection to enforce sale closing order (.7); confer with counsel to UNAC about reply and case issues (.3) and follow up with co-counsel (.1).
10/14/19	K.M. Howard	0.20	50.15	B130	Email exchange with Sam Maizel regarding Debtors' replies.
10/14/19	K.M. Howard	3.20	802.40	B130	Reviewed and culled all pleadings, declaration and other documents pertaining to Debtors' Enforcement Motion and prepared hearing binders.
10/14/19	S. Maizel	0.80	640.00	B130	Telephone conference with R. Adcock, etc. re SGM sale issues.
10/14/19	C. Doherty, Jr.	0.20	74.80	B130	Respond to emails regarding assumption of contracts and SGM Sale.
10/14/19	G. Miller	0.70	309.40	B130	Call with T. Mathews re assumption and assignment of Smart ID contract and emails to T. Mathews re same.
10/15/19	C. Doherty, Jr.	0.10	37.40	B130	Pull documents for Verity hearing team during hearing and distribute.
10/15/19	S. Maizel	7.00	5,600.00	B130	Prepare for hearing on enforcement motion (3.5); participate in hearing on motion (3.5).
10/15/19	S. Maizel	2.00	1,600.00	B130	Meeting with R. Adcock, Mintz Levin and Houlihan re SGM sale issues.
10/15/19	K.M. Howard	0.10	25.08	B130	Analysis of T. Moyron's emails regarding the DHCS' motion for stay and Dentons' opposition thereto.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	S. Alberts	0.60	480.00	B130	Sale. Receive and review Tentative Ruling on Sale enforcement order (.4); follow up concerning Court taking matter under advisement (.2).
10/15/19	J. Whipple	0.60	316.20	B130	Review bankruptcy court's tentative favorable order on Emergency Motion.
10/15/19	J.A. Moe, II	0.40	214.20	B130	[Olympus] Review E-Mail from and telephone call to Joseph Florzak on postpetition amount due Olympus (.10); E-Mail to Jon Emerson on amount due Olympus (.10); telephone call from Jon Emerson on the Olympus Claim (.10); review and transmit original E-Mail with Attachments to Mr. Emerson (.10).
10/15/19	S. Martin	0.30	228.23	B130	Review tentative ruling on emergency motion re SGM sale and confer with T. Moyron and S. Maizel regarding same.
10/15/19	J.A. Moe, II	0.10	53.55	B130	Preliminarily review Judge Robles Tentative Ruling on approval of the sale of the Hospitals to SGM.
10/15/19	S. Martin	2.30	1,749.73	B130	Further review and analyze of APA, schedules and exhibits regarding issues raised by SGM (.8); confer with M. Garms and T. Moyron regarding same (.3); review facilities documents received from client (2.2).
10/15/19	J.A. Moe, II	1.40	749.70	B130	Attend hearing via Courtcall on motion relating to sale of Hospitals to SGM.
10/15/19	R. Garms	2.10	1,267.35	B130	Calls regarding purchase agreement (0.9); review and analyze same (1.2).
10/15/19	T. Moyron	2.80	1,451.80	B130	Attendance at hearing re enforcement motion.
10/15/19	T. Moyron	1.60	829.60	B130	Meetings with E. Paul, R. Adcock, et al. re hearing and going-forward strategy re SGM sale.
10/15/19	T. Moyron	0.60	311.10	B130	Meeting with B. Thomas, G. Klausner re AG Motion and going-forward strategy re SGM sale.
10/15/19	T. Moyron	1.60	829.60	B130	Meeting with P. Ricotta, D Black, et al. re issues related to SGM sale and going-forward strategy.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/15/19	T. Moyron	0.50	259.25	B130	Meeting with S. Maizel and N. Koffroth re hearing and going-forward strategy re SGM sale.
10/15/19	T. Moyron	0.30	155.55	B130	Analyze tentative rulings.
10/15/19	T. Moyron	0.20	103.70	B130	Prepare email to R. Adcock, et al., re tentative ruling (.1); prepare emails to constituents re tentative ruling (.1).
10/15/19	N. Koffroth	2.40	1,203.60	B130	Meeting with S. Maizel, T. Moyron, et al. re strategy and preparation for hearing re motion to enforce sale order
10/15/19	N. Koffroth	2.80	1,404.20	B130	Participate in hearing re enforcement motion
10/15/19	N. Koffroth	1.60	802.40	B130	Meetings with E. Paul, R. Adcock, et al. re and going-forward strategy re SGM Sale
10/15/19	N. Koffroth	0.60	300.90	B130	Meeting with B. Thomas, G. Klausner re AG Motion and going-forward strategy re SGM Sale
10/15/19	N. Koffroth	1.60	802.40	B130	Meeting with P. Ricotta, D. Bleck, et al. re issues related to SGM Sale and going-forward strategy
10/15/19	N. Koffroth	0.50	250.75	B130	Meeting with S. Maizel and T. Moyron re and going-forward strategy re SGM Sale
10/15/19	T. Moyron	1.90	985.15	B130	Meeting with R. Adcock, et al., prior to hearing.
10/15/19	C. Montgomery	4.00	3,200.00	B130	Phone call with D Galfus regarding SGM position on Supplemental Cash collateral order defaults (.1); review SCCO and communications with D Galfus re same (.4); review tentative ruling on Emergency Motion (.7); attend hearing by phone (2.8)
10/15/19	C. Montgomery	0.10	80.00	B130	Communications with T. Moyron regarding Premier assumption and Data Transfer Agreement.
10/16/19	N. Koffroth	0.60	300.90	B130	Call with secured lenders re going-forward issues re SGM Sale
10/16/19	N. Koffroth	0.90	451.35	B130	Call with Committee counsel re going-forward issues re SGM Sale

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/16/19	C. Montgomery	1.30	1,040.00	B130	Communications with T. Moyron regarding Data Transfer Agreement with Premier (.3); phone call with C. Richter regarding Mechanic lien issues for SGM closing (.2); communications with Verity re Data Transfer issues (.2); phone call with S. Maizel regarding oral argument and committee updates (.3); communications with E. Paul and T. Moyron regarding Mechanics Lien letter deferral (.3)
10/16/19	C. Montgomery	1.60	1,280.00	B130	Phone conference with E Paul, S Martin, T Moyron, P Chadwick, regarding contract breach issues affecting SGM (1.0); review D Galfus transaction summary (.2); communications with T Moyron re same (.2); phone call with D Galfus re same (.2)
10/16/19	N. Koffroth	1.00	501.50	B130	Call with E. Paul, S. Martin, et al. re going-forward issues re SGM Sale
10/16/19	N. Koffroth	4.10	2,056.15	B130	Draft memorandum analyzing certain issues re SGM Sale
10/16/19	T. Moyron	0.10	51.85	B130	Conference call with P. Chadwick re SGM.
10/16/19	T. Moyron	0.60	311.10	B130	Conference call with lenders regarding SGM.
10/16/19	T. Moyron	0.10	51.85	B130	Conference call with D. Bleck re SGM.
10/16/19	T. Moyron	0.80	414.80	B130	Conference call with M. Shinderman re SGM .
10/16/19	T. Moyron	0.20	103.70	B130	Conference call with S. Maizel, P. Chadwick and D. Galfus re SGM.
10/16/19	T. Moyron	0.80	414.80	B130	Conference call with E. Paul, P. Chadwick, S. Martin et al re SGM APA.
10/16/19	T. Moyron	0.10	51.85	B130	Conference call with R. Adcock re SGM response.
10/16/19	T. Moyron	0.30	155.55	B130	Conference call with E. Paul re SGM .
10/16/19	T. Moyron	0.10	51.85	B130	Conference call with E. Paul re closing checklist.
10/16/19	T. Moyron	0.60	311.10	B130	Analyze issues related to SGM APA and points raised by SGM (.3); internal discussions regarding report (.3).
10/16/19	R. Garms	1.80	1,086.30	B130	Review and analyze purchase agreement questions (1.4); e-mails regarding same (0.4).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/16/19	S. Martin	1.80	1,369.35	B130	Analysis regarding SGM negotiation points and arguments re APA (1.0); communications with client and counsel regarding same (.8).
10/16/19	A. Dondoyano	0.60	193.80	B130	Revise closing checklist and send checklist to the weekly closing call group.
10/16/19	A. Dondoyano	4.30	1,388.90	B130	Follow-up with various Verity-side contacts regarding closing items (.8); draft secretary's certificates (1.0); revise disclosure schedules (1.2); draft assignment and assumption of leases (1.3).
10/16/19	S. Alberts	0.40	320.00	B130	Sale. Confer with client about sale related union and KPC issues (.2) and follow up by phone (.1) and email to A. Ruda (.1).
10/16/19	S. Maizel	0.50	400.00	B130	Telephone conference with Nathan Coco, etc. re SGM sale issues.
10/16/19	S. Maizel	0.80	640.00	B130	Telephone conference with M. Shinderman re SGM sale issues.
10/16/19	S. Maizel	0.10	80.00	B130	Telephone conference with J. Moloney re SGM sale issues.
10/16/19	S. Maizel	0.20	160.00	B130	Telephone conference with T. Moyron re SGM sale issues.
10/16/19	S. Maizel	0.20	160.00	B130	Telephone conference with P. Chadwick, etc. re SGM sale issues.
10/16/19	P. Maxcy	0.30	221.85	B130	Respond to questions re Seismic contract.
10/17/19	K.M. Howard	0.20	50.15	B130	Reviewed notice from the court regarding the hearing transcript of October 15, 2019 and prepared email to Briggs Reporting, Inc., requesting a copy of same.
10/17/19	S. Martin	2.40	1,825.80	B130	Review and analyze letter from creditors committee regarding SGM issues (.4); confer with clients and counsel regarding same (.7); draft response to same (1.3).
10/17/19	S. Alberts	5.40	4,320.00	B130	Sale. Review materials, request additional materials, and began drafting memorandum assessing effect of non-closing of APA (or closing on different terms) on 1113 settlements and on SGM (5.2) and confer with co-counsel regard it and related issues (.2).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/17/19	A. Dondoyano	0.80	258.40	B130	Weekly closing checklist call (.6); update closing checklist (.2).
10/17/19	A. Dondoyano	0.20	64.60	B130	Review and revise the internal diligence tracker.
10/17/19	T. Moyron	0.20	103.70	B130	Analyze issues related to HHS.
10/17/19	T. Moyron	0.80	414.80	B130	Analyze M. Shinderman letter (.1); prepare email to Verity and BRG re same (.1); conference call with R. Adcock, et al. letter and sale and follow up call with S. Martin (.1); internal emails regarding same (.1); conference call with R. Adcock re CMS timing (.1) and correspond regarding same (.1); analyze stipulation re CMS (.1); Conference call with P. Chadwick re FTI (.1).
10/17/19	C. Montgomery	2.30	1,840.00	B130	Communications with J. Vizzini regarding data transfer issues (.6); communications with C Richter regarding mechanics liens (.1) ; review committee transaction letter (.2); phone call with T. Moyron regarding Committee letter regarding SGM transaction (.3); communications with J. Vizzini regarding Premier assumption issue (.1); communications with T. Moyron regarding draft response to Committee letter on SGM transaction (.3); communications with N. Koffroth regarding proposed time line (.1); Review relevant FRAP sections re direct appeal (.5); phone call with T. Moyron re same (.1).
10/17/19	N. Koffroth	0.40	200.60	B130	Participate in weekly call with counsel to SGM, Debtors, and advisors re outstanding issues re closing SGM Sale
10/17/19	N. Koffroth	0.30	150.45	B130	Call with R. Adcock, E. Paul, et al. re going-forward issues re SGM Sale.
10/17/19	N. Koffroth	0.30	150.45	B130	Call with T. Moyron, S. Martin, et al. re response to Committee letter re SGM Sale.
10/17/19	N. Koffroth	1.20	601.80	B130	Draft response to Committee letter re SGM Sale.
10/18/19	T. Moyron	0.30	155.55	B130	Further phone calls with S. Martin re SGM and related matters.
10/18/19	T. Moyron	0.80	414.80	B130	Conference call with D. Galfus re SGM sale, operations and other matters.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/18/19	T. Moyron	0.50	259.25	B130	Conference call with R. Adcock re SGM sale, operations and other matters.
10/18/19	T. Moyron	0.50	259.25	B130	Conference call with E. Paul, P. Chadwick, et al., re SGM.
10/18/19	R. Garms	0.30	181.05	B130	Review transition services agreement update.
10/18/19	S. Martin	3.50	2,662.63	B130	Continue drafting letter to Creditors' counsel (.9); communications with client and counsel regarding same (.2); review documents and email concerning facilities arguments, cure costs and QAF fees (2.2); confer with clients regarding same (.2).
10/18/19	A. Dondoyano	1.60	516.80	B130	Review the KPC TSA (.6); confer with Dentons colleagues and review sample TSA's re access to premises provisions (.3); draft the same to be included in the KPC TSA and email E.Paul re the same (.7).
10/18/19	K.M. Howard	0.90	225.68	B130	Reviewed and culled all papers considered by the court in adjudicating Debtors' Sale of Medi-Cal Agreements in preparing its September 26, 2019 Memorandum of Decision and prepared hearing binders.
10/19/19	C. Montgomery	0.50	400.00	B130	Phone call D. Galfus regarding presentation to secured creditors regarding KPC talking points (.2); phone calls with T. Moyron re same (.2) ; review communications to Committee regarding SGM sale (.1)
10/21/19	G. Miller	0.70	309.40	B130	Draft omnibus stipulation continuing cure objections hearing.
10/21/19	S. Maizel	0.50	400.00	B130	Telephone conference with M. Shinderman, etc. re SGM sale and plan issues.
10/21/19	S. Maizel	0.60	480.00	B130	Telephone conference with R. Adcock, etc. re SGM sale issues.
10/21/19	S. Maizel	0.20	160.00	B130	Telephone conference with T. Moyron and C. Montgomery re SGM sale issues.
10/21/19	S. Maizel	0.30	240.00	B130	Telephone conference with E. Paul, P. Chadwick, etc. re SGM sale issues.
10/21/19	S. Maizel	0.20	160.00	B130	Telephone conference with Bruce Bennett, re SGM sale issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/21/19	S. Maizel	0.40	320.00	B130	Telephone conference with Dan Bleck, etc. re SGM sale issues.
10/21/19	C. Doherty, Jr.	0.20	74.80	B130	Draft email summarizing thoughts regarding issue with Centurylink.
10/21/19	C. Montgomery	1.80	1,440.00	B130	Phone conference T Adcock, P Chadwick, D Galfus, E Paul, T Moyron and S Maizel regarding Coordination of Secured and Committee re SGM sale (.6) ;follow up calls with T Moyron and SMAizel (.7); update conference call regarding 2005 conversations (.5)
10/21/19	M. Zeefe	0.40	192.10	B130	Review and revise client sale memorandum.
10/21/19	N. Koffroth	0.80	401.20	B130	Calls re status of SGM Sale and related issues re closing with T. Moyron, S. Maizel, et al. (0.6); E. Paul, D. Galfus, et al. (0.2)
10/21/19	T. Moyron	3.00	1,555.50	B130	Conference call with E. Paul, BRG, et al., re call with 2015s and 2017s re SGM Sale (.2); conference call with D. Bleck and C. Montgomery re SGM Sale (.3); conference call with 2015s and 2017s (.3); conference call with M. Shinderman and S. Maizel re SGM Sale (.3); conference call with R. Adcock, BRG, et al. re SGM Sale (.6); conference calls with S. Maizel and C. Montgomery re SGM Sale (.3); further conference call with R. Adcock, BRG, et al., re SGM Sale (.3); analyze tentative ruling re DHCS motion for stay (.2); analyze related emails and conference call regarding certification (.2); prepare email to G. Klausner re SGM Sale (.1); analyze response (.1); exchange emails with G. Klausner re DHCS (.1).
10/21/19	S. Martin	1.70	1,293.28	B130	Review and prepare client materials for meeting with SGM (.8); confer with clients and counsel regarding same (.2); review litigation reports regarding SGM and affiliates (.7).
10/21/19	S. Alberts	6.70	5,360.00	B130	Sale. Assess cases, draft memorandum concerning implications of SGM requested concession, proofed and circulate for internal review.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/22/19	T. Moyron	0.80	414.80	B130	Analyze omnibus stipulation and emails regarding same (.4); analyze Nant objection and emails regarding same (.2); analyze issues related to CenturyLink (.2).
10/22/19	N. Koffroth	3.60	1,805.40	B130	Meeting analyzing outstanding closing issues re SGM Sale with T. Moyron, S. Maizel, R. Adcock, et al.
10/22/19	R. Garms	0.50	301.75	B130	Review and respond to transaction questions.
10/22/19	C. Montgomery	0.40	320.00	B130	Communications with T Moyron, D Bleck and M Shinderman regarding discussion of SGM (.1); review tentative ruling on DHCS emergency stay request (.3)
10/22/19	G. Miller	0.30	132.60	B130	Draft stipulation continuing Nant Works cure objection deadline.
10/22/19	S. Alberts	0.90	720.00	B130	Sale. Incorporate final comments to memorandum on potential effect of KPC APA modifications and circulate to client (.4); organize materials for filing (.2); receive and review notice of ruling on denial of MediCal's request for expedited appeal and next steps (.3).
10/22/19	S. Maizel	3.00	2,400.00	B130	Meeting with R. Adcock, E. Paul, BRG etc. re SGM Sale issues.
10/22/19	S. Martin	2.90	2,206.18	B130	Review memo addressing potential impact of SGM price adjustments to settlement agreements (.4); prepare for meeting with SGM (.6); review and revise SGM talking points chart (.4); confer with clients and counsel regarding same (.4); review facilities documents and responses concerning J. Salomon (.8); review financial information and summaries (.3).
10/22/19	A. Dondoyano	0.60	193.80	B130	Confer with J. Fisher re a schedule of hospital APA's (.4); confer with J. Kiley regarding Schedule 1.6 and copies of all leases (.2).
10/23/19	S. Martin	1.60	1,217.20	B130	Review supplemental sale order then discuss next steps, appeal issues and timing with clients and counsel.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	A. Dondoyano	1.40	452.20	B130	Review internal checklist (.2); review weekly closing checklist and confer with T. Moyron regarding updates to the same (.9); revise the same and distribute the same to the weekly closing checklist call group (.3).
10/23/19	S. Alberts	0.40	320.00	B130	Sale. Confer with D. Galfus regarding status of sale issues with KPC and potential next steps.
10/23/19	K.M. Howard	0.40	100.30	B130	Analysis of Stipulation Continuing the deadlines and hearing for Nantworks regarding the Order to Approve the Form of the Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
10/23/19	K.M. Howard	0.40	100.30	B130	Analysis of stipulation continuing hearing and applicable deadlines regarding the transfer of Medicare Provider Agreements to Strategic Global and reviewed and revised Critical Dates Memorandum accordingly.
10/23/19	G. Miller	0.10	44.20	B130	Correspondence with G. Klausner re resolution of payor cure objections.
10/23/19	G. Miller	1.60	707.20	B130	Follow up with counterparties re omnibus stipulation continuing cure objections hearing.
10/23/19	K.M. Howard	0.40	100.30	B130	Analysis of Omnibus Stipulation Continuing Hearing and Reply Deadline on Cure Objections regarding the order authorizing the sale to Strategic Global and reviewed and revised Critical Dates Memorandum accordingly.
10/23/19	C. Doherty, Jr.	0.90	336.60	B130	Perform research regarding 363(m) and applicable sales (.6); draft write-up regarding same (.2); call with Ms. Moyron regarding same (.1)
10/23/19	C. Montgomery	1.00	800.00	B130	Review Court decision granting Debtors' emergency motion (.6) ; phone conference with S Maizel, E Paul, T Moyron, P Chadwick(.4)
10/23/19	C. Montgomery	0.10	80.00	B130	Communications with P. Chadwick regarding meeting agenda re SHM.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	S. Maizel	0.60	480.00	B130	Telephone conference with S. Martin, etc. re QAF issues vis-a-vis SGM sale (.4); telephone conference with BRG, etc. re same (.2).
10/23/19	R. Garms	3.40	2,051.90	B130	Review and analyze client questions (1.5); work on closing documents (1.9).
10/23/19	N. Koffroth	0.80	401.20	B130	Draft memorandum analyzing closing issues re SGM sale
10/23/19	T. Moyron	5.90	3,059.15	B130	Analyze Court's memorandum decision (.8); conference call with R. Adcock, et al., re Memorandum decision (.5); meetings with S. Maizel, S. Martin, et al. re SGM Sale and Memorandum (.7); analyze QAF issues (.4); conference call with D. Galfus, et al., regarding QAF (.3); conference call with D. Galfus regarding Committee and SGM Sale (.4); analyze issues related to SGM APA and confer with S. Martin regarding same (.8); analyze issues and case law regarding mootness prior to close re section 363(m) (.7); analyze G. Klausner email regarding same (.1); exchange emails with lenders and Committee re conference call (.2); exchange emails with M. Shinderman re phone meeting with principals (.2); emails with Verity and BRG regarding same (.2); follow-up call with E. Paul and R. Adcock re Court's memorandum (.3); analyze email from P. Chadwick re Alt. Plan (.1); analyze data regarding same (.1); exchange emails regarding meeting (.1).
10/23/19	T. Moyron	1.20	622.20	B130	Analyze G. Klausner, et al., emails regarding cure issues (.2); meeting with A. Dondoyano regarding updates to closing checklist (.2); conference call with D. Galfus regarding same (.1); analyze P. Chadwick email regarding same (.1); exchange emails with B. Thomas, et al., regarding meeting (.2); correspond with E. Paul, et al., regarding timing of SGM meeting (.1); analyze correspondence regarding continued dates re medicare provider agreements (.1); analyze Khodadadi, Payam, et al., emails re omnibus stipulation (.2).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	N. Koffroth	0.60	300.90	B130	Review and analyze memorandum decision re motion to enforce sale order
10/23/19	N. Koffroth	0.50	250.75	B130	Participate in call analyzing memorandum decision re motion to enforce sale order with T. Moyron, E. Paul, et al.
10/23/19	N. Koffroth	1.80	902.70	B130	Draft proposed order granting motion to enforce sale order
10/24/19	N. Koffroth	0.90	451.35	B130	Draft order granting motion to enforce sale order.
10/24/19	N. Koffroth	0.70	351.05	B130	Draft memorandum re issues re closing SGM Sale (0.4); participate in weekly call with purchaser and related professionals re closing issues (0.3).
10/24/19	N. Koffroth	1.20	601.80	B130	Participate in call with R. Adcock and E. Paul analyzing issues re SGM sale.
10/24/19	N. Koffroth	1.00	501.50	B130	Call with lenders and constituents regarding SGM sale.
10/24/19	N. Koffroth	2.10	1,053.15	B130	Meetings with D. Galfus and P. Chadwick regarding SGM sale.
10/24/19	N. Koffroth	1.80	902.70	B130	Meeting with D. Galfus regarding SGM sale and recovery models.
10/24/19	N. Koffroth	0.20	100.30	B130	Conference call with E. Paul, D. Galfus, S. Maizel, et al. re SGM Sale.
10/24/19	N. Koffroth	0.30	150.45	B130	Conference call with G. Klausner re SGM Sale.
10/24/19	S. Maizel	4.20	3,360.00	B130	Meeting with BRG re sale issues (.5); telephone conference with secured creditors re same (1.0); meeting with BRG re sale issues (1.5); telephone conference with R. Adcock, etc. re SGM sale issues (1.2).
10/24/19	S. Maizel	0.20	160.00	B130	Review and revise order granting enforcement motion.
10/24/19	T. Moyron	0.60	311.10	B130	Prepare for meeting with constituents and calls with S. Martin regarding same.
10/24/19	T. Moyron	1.20	622.20	B130	Conference call with R. Adcock and E. Paul regarding SGM sale.
10/24/19	T. Moyron	1.00	518.50	B130	Call with lenders and constituents regarding SGM sale.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/24/19	T. Moyron	2.10	1,088.85	B130	Meetings with D. Galfus and P. Chadwick regarding SGM sale.
10/24/19	T. Moyron	2.40	1,244.40	B130	Meeting with D. Galfus regarding SGM sale and recovery models (1.8); conference call with E. Paul, D. Galfus, S. Maizel, et al. re SGM Sale (.2); conference call with G. Klausner re SGM Sale (.3); conference call with D. Eldan re order (.1).
10/24/19	T. Moyron	0.70	362.95	B130	Conference call with R. Adcock re SGM Sale (.3); conference call with K. Edgerton (.2); exchange emails with K. Edgerton re redlines (.1); prepare email to G. Klausner re redlines (.1).
10/24/19	T. Moyron	0.70	362.95	B130	Conference call with R. Adcock re SGM Sale (.3); conference call with K. Edgerton (.2); exchange emails with K. Edgerton re redlines (.1); prepare email to G. Klausner re redlines (.1).
10/24/19	T. Moyron	0.20	103.70	B130	Follow up conference call with K. Edgerton re SGM Sale.
10/24/19	T. Moyron	0.20	103.70	B130	Follow up conference call with K. Edgerton re SGM Sale.
10/24/19	T. Moyron	0.80	414.80	B130	Meeting with S. Maizel and D. Galfus re SGM sale (.6); conference call with C. Montgomery regarding SGM sale (.2).
10/24/19	R. Garms	0.70	422.45	B130	Call and e-mail follow up regarding surveys (0.4); closing update call and follow up (0.3).
10/24/19	C. Montgomery	4.70	3,760.00	B130	Review Plan B scenario (.4); communications with T. Moyron and G. Miller regarding sales proceeds escrow issues(1.7); participate in call with Secured Lenders and UCC on SGM talking points (1.0); participate in client debrief call (1.1);phone call with T. Moyron regarding remediation numbers (.1); phone conference with T. Moyron, S. Maizel, E. Paul regarding AG delay request (.3); phone call with T. Moyron and S. Maizel regarding additional reflections on AG request for delay in entry of order (.1)
10/24/19	A. Dondoyano	0.90	290.70	B130	Weekly closing checklist call (.6); revise the closing checklist (.3).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/24/19	K.M. Howard	0.40	100.30	B130	Analysis of the Order approving the omnibus stipulation to continue the hearing and applicable deadlines regarding the cure objections and authorizing the sale to Strategic Global and reviewed and revised Critical Dates Memorandum accordingly.
10/24/19	S. Martin	6.80	5,173.10	B130	Update talking points memo regarding SGM arguments (1.3); presentation to creditors regarding SGM claims (1.0); prepare for same (.6); further analysis of APA with respect to damages issues (.8); begin preparing for SGM meeting (1.3); evaluate potential tort causes of action against SGM (.5); review non-disclosure agreement and evaluate potential remedies for breach of same (.8); communicate with clients, BRG and counsel regarding same (.5).
10/24/19	S. Martin	1.10	836.83	B130	Review and comment on Plan B scenarios with reference to ABA; communicate with clients, BRG and counsel regarding same.
10/25/19	K.M. Howard	0.20	50.15	B130	Telephone conference with Karen Persuad of Hyatt Reporters regarding the hearing transcript of October 22, 2019 regarding the enforcement motion.
10/25/19	C. Richter	1.00	646.00	B130	Review email re cure letters for equipment leases being assumed (.3); call with Claude Montgomery re same and timing (.2); discuss with Margaret Welch (.2) ; update form (.2); email to buyer's counsel re cure letters (.1).
10/25/19	C. Montgomery	0.20	160.00	B130	Phone call with C. Richter regarding cure letter review request by Buyer's counsel.
10/25/19	R. Garms	0.90	543.15	B130	Review existing title and follow up on questions regarding same (0.8); e-mails regarding status (0.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/25/19	T. Moyron	1.10	570.35	B130	Conference call with D. Bleck re SGM Sale (.1); conference calls with C. Montgomery regarding AG and SGM sale (.2); conference calls with S. Maizel regarding same (.2); conference call with E. Paul regarding matters related to SGM sale and Court's memorandum (.2); conference call with AG's office regarding order (.1); conference calls with S. Maizel, et al., and correspondence regarding same (.3).
10/25/19	T. Moyron	0.40	207.40	B130	Analyze open issues related to conditions and sale.
10/25/19	T. Moyron	0.80	414.80	B130	Conference call with M. Shinderman and the Committee re sale to SGM.
10/25/19	T. Moyron	0.20	103.70	B130	Conference call with clients re sale to SGM.
10/25/19	T. Moyron	0.40	207.40	B130	Follow-up call with clients following conference call with Committee.
10/25/19	N. Koffroth	0.10	50.15	B130	Call with D. Eldan re order granting motion to enforce sale order
10/27/19	S. Martin	2.80	2,130.10	B130	Prepare for meeting with SGM; draft outline for presentation addressing APA arguments.
10/28/19	S. Martin	9.20	6,998.90	B130	Confer with SVMC Vice President Kevin Brown and facilities manager regarding SGM allegations (1.1); prepare for attend Rule 408 meeting with Buyer's team to discuss arguments and issues relating to APA (2.8); meetings with clients, BRG and Dentons team regarding same (2.1); travel to and from Los Angeles for same (3.2).
10/28/19	T. Moyron	2.10	1,088.85	B130	Meet with R. Adcock, et al., prior to SGM meeting (.4); meeting with SGM (1.2); analyze email from G. Klausner and attached redline (.2); analyze revised order and APA issues (.2); conference call with E. Paul regarding SGM comments to order (.1).
10/28/19	T. Moyron	1.80	933.30	B130	Conference call with D. Elden re order (.1); internal conferences regarding same (.3); conference call with Verity, BRG, et al. regarding same (.3); conference call with SGM, et al., regarding call from AG's office (.3); analyze and prepare order (.5); internal conferences regarding same (.3).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/28/19	T. Moyron	1.00	518.50	B130	Meeting with Elspeth Paul re SGM Transaction and related matters.
10/28/19	T. Moyron	0.40	207.40	B130	Analyze stipulation and order thereon (.2); analyze emails related to proposed order granting enforcement motion and R. Adcock, et al., responses thereto (.2).
10/28/19	C. Montgomery	3.00	2,400.00	B130	Attend SGM Verity Meeting by phone (1.5); follow conference call with Verity Side only (1.0); phone conference with T Moyron and S Maizel regarding AG settlement request (.2); conference call with SGM and Verity teams regarding AG settlement request (.2); follow up with T. Moyron and S Maizel (.1)
10/28/19	S. Maizel	0.20	160.00	B130	Review and respond to email from G. Klausner re DOJ cold comfort letter.
10/28/19	N. Koffroth	1.20	601.80	B130	Strategy meeting with G. Klausner, B. Thomas, et al. re issues related to closing SGM sale
10/28/19	N. Koffroth	2.00	1,003.00	B130	Strategy meetings concerning closing issues related to SGM sale with E. Paul, T. Moyron, et al. (1.0) and T. Moyron and S. Maizel (1.0)
10/28/19	N. Koffroth	2.00	1,003.00	B130	Draft order granting motion to enforce sale order (1.4); draft stipulation re proposed form of order (0.4); draft order approving stipulation (0.2)
10/28/19	N. Koffroth	1.30	651.95	B130	Participate in strategy calls concerning form of proposed order granting motion to enforce sale order with: D. Eldan, J. Toma, et al. (0.2); R. Adcock, E. Paul, et al. (0.2); S. Martin, T. Moyron, et al. (0.1); G. Klausner, B. Thomas, et al. (0.2); S. Maizel, T. Moyron, et al. (0.1); E. Paul and T. Moyron (0.1); D. Bleck, T. Moyron, et al. (0.1); C. Whitmore, T. Moyron, et al. (0.1); B. Bennett, T. Moyron, et al. (0.1); R. Adcock, T. Moyron, et al. (0.1)
10/28/19	T. Moyron	0.20	103.70	B130	Analyze updated timing re closing.
10/28/19	S. Maizel	3.00	2,400.00	B130	Meeting with BRG, etc. to prepare for SGM meeting re sale issues (1.0); meeting with Sam re sale issues (1.50); meeting with R. Adcock, etc. re SMG sale issues (.50).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/29/19	N. Koffroth	0.70	351.05	B130	Review and analyze revised proposed order granting motion to enforce sale order
10/29/19	C. Montgomery	0.10	80.00	B130	Communications with T Moyron regarding SGM proposed order language.
10/29/19	T. Moyron	1.90	985.15	B130	Correspond with counterparties and other parties regarding resolution of cure issues (.4); analyze G. Klausner email and attached comments to order (.2); analyze related matters (.3); prepare emails to G. Klausner and analyze follow up emails (.2); analyze 1113/1114 motions and related correspondence and prepare correspondence regarding same (.8).
10/29/19	R. Garms	3.10	1,870.85	B130	Work on title matters (1.3); review and analyze client transaction questions (1.8).
10/29/19	S. Martin	0.20	152.15	B130	Emails with client and counsel team regarding outstanding APA issues with SGM.
10/29/19	A. Dondoyano	0.60	193.80	B130	Update the internal closing checklist. Confer with N.Nguyen regarding the same.
10/30/19	A. Dondoyano	0.40	129.20	B130	Update closing checklist and send email to the weekly closing checklist group.
10/30/19	S. Martin	0.70	532.53	B130	Review documents received from client regarding facilities issues (.5); email with R. Adcock, T. Armada and T. Moyron regarding next steps with SGM (.2).
10/30/19	R. Garms	2.20	1,327.70	B130	Review and follow up on closing checklist items (1.50); calls regarding transition services agreement and follow up regarding same (0.7).
10/30/19	T. Moyron	1.80	933.30	B130	Analyze emails with R. Adcock, et al., regarding QAF, order and other issues (.3); exchange emails with G. Klausner regarding conference call re order (.1); conference call with G. Klausner re order (.4); conference call with R. Adcock and E. Paul (.2) re same; conference call with D. Elden re order (.1); analyze SGM comments and prepare order (.3); internal correspondence regarding same (.4).
10/30/19	C. Richter	0.50	323.00	B130	Conference with Margaret Welch re cure letters.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	N. Koffroth	0.60	300.90	B130	Draft proposed order granting motion to enforce sale order
10/30/19	N. Koffroth	0.20	100.30	B130	Participate in call with T. Moyron, et al. analyzing issues related to revised proposed order granting motion to enforce sale order
10/30/19	T. Moyron	0.70	362.95	B130	Analyze and prepare correspondence regarding SGM sale and matters related thereto.
10/30/19	S. Maizel	0.80	640.00	B130	Review CMS settlement proposal.
10/31/19	N. Koffroth	0.30	150.45	B130	Participate in weekly call with counsel to SGM concerning outstanding issues re closing SGM sale
10/31/19	N. Koffroth	2.00	1,003.00	B130	Participate in calls concerning proposed order granting motion to enforce sale order with: C. Montgomery, S. Martin, et al. (1.0); D. Eldan, J. Toma, et al. (0.3); T. Moyron, C. Montgomery, et al. (0.3); R. Adcock, E. Paul, et al. (0.4)
10/31/19	S. Maizel	0.40	320.00	B130	Telephone conference with D. Eldan, etc. re AG order issues.
10/31/19	C. Montgomery	2.80	2,240.00	B130	Phone call with C Richter and M Welch regarding cure notice recipients (.2) ; communications with T Moyron regarding dismissal stipulation and order (.1); communications with M Welch regarding draft letter to assumed executory contract lessors and comment on same (.1); phone call with T Moyron regarding closing issues (.2); conference call with S Martin, T Moyron, N Koffroth regarding sale order enforcement (1.2); phone call with D Eldan, T Moyron, S Martin regarding stipulation (.3); follow up call with T Moyron, S Martin and N Koffroth regarding same (.3); participate in client conference call regarding stipulation (.4).
10/31/19	C. Richter	1.50	969.00	B130	Call with Joe Vizzini and Margaret Welch re payoff letter / cure letter questions (.5); email to Allen Sussman re system wide agreements (.2); call with Claude Montgomery and Margaret Welch regarding addresses on cure letters (.3); review and comment on updated cure letters (.5).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/31/19	S. Martin	0.90	684.68	B130	Prepare for and participate on call with A. Armada regarding facilities documentation.
10/31/19	T. Moyron	3.80	1,970.30	B130	Internal conference call regarding matters related to SGM Sale order (1.0); conference call with D. Elden re sale order (.3); prepare email to AG's office re sale order (.1); exchange emails with G. Klausner regarding conference call re sale order (.1); analyze D. Elden redlines of orders and stipulations (.5); analyze related matters (.3); conference call with R. Adcock, BRG, et al. (.4); exchange emails with G. Klausner re cure issues (.2); exchange emails with G. Klausner regarding additional sentence in order (.1); conference calls with R. Adcock regarding same (.2); analyze email from D. Elden regarding language (.1); exchange emails regarding same (.2); analyze language in bidding procedures order and APA re sale order (.3).
10/31/19	T. Moyron	0.20	103.70	B130	Analyze correspondence regarding UCC3 amendments and UCC1 initial filings.
10/31/19	T. Moyron	0.20	103.70	B130	Analyze A. Sussman, et al., emails regarding title matters.
10/31/19	R. Garms	1.50	905.25	B130	Review and follow up on real estate issues (1.1); call regarding transaction status and follow up regarding same (0.4).
Subtotal		434.40	262,410.85		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B140 - Relief from Stay/Adequate Protection Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J.A. Moe, II	0.30	160.65	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Telephone call with Elina Tilman on current Stipulations on relief form stay (.10); have prepared, then review and revise Stipulation on continuing the hearing on Motion For Relief From Stay, then E-Mail to Andy Epstein transmitting the Stipulation and Order (.20).
10/01/19	J.A. Moe, II	0.40	214.20	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Telephone call with Elina Tilman on current Stipulation on relief form stay (.10); have prepared, then review and revise Stipulation on continuing the hearing on Motion For Relief From Stay, then E-Mail to Andy Epstein transmitting the Stipulation and Order (.20); review Daneil Denny on status of two Stipulations (.10).
10/03/19	J.A. Moe, II	0.20	107.10	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Confer with Ahn Ruda and Elina Tilman, joined by Elspeth Paul and Pascals Roy, on proceeding with Stipulations on relief from stay, then return call to Andy Epstein's office; exchange E-Mails with Mr. Epstein on Stipulations (.10) telephone call from Andy Epstein on agreement with Carcamo and proceeding with Stipulation(.10)
10/04/19	J.A. Moe, II	0.10	53.55	B140	[Carcamo v. St. Francis and Engelman v. St Francis] Exchange E-Mails with Ahn Ruda on proceeding with Stipulation, then review status of the Carrier's review
10/07/19	J.A. Moe, II	0.40	214.20	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Exchange E-Mails with Andy Epstein on, and revise the two Stipulations on relief from stay, for return to Mr. Epstein (.20); review revised Stipulations and return to Mr. Epstein (.10); review executed Stipulation and transmit to Elina Tilman (.10).
10/07/19	T. Moyron	0.10	51.85	B140	Analyze SFMCD R. Carcamo correspondence re stipulation.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/08/19	J.A. Moe, II	0.30	160.65	B140	[Ancira Mateo v. St. Francis] Exchange E-Mails and telephone call returned to Attorney Will Collins discussing Stipulation on relief from stay (.10); prepare draft of Stipulation on relief from stay (.20).
10/09/19	J.A. Moe, II	0.20	107.10	B140	[Ancira Mateo v. St. Francis] Revise the Stipulation on relief from stay.
10/09/19	J.A. Moe, II	0.20	107.10	B140	[Ancira Mateo v. St. Francis] Review and revise first draft of the Stipulation Giving Ancira Mateo Relief From The Automatic Stay.
10/09/19	J.A. Moe, II	0.10	53.55	B140	[Vasquez v. St. Francis] Exchange E-Mails with Robert Richards on language in stipulation on withdrawal of Claim and review Stipulation on relief from the automatic stay in favor of Superior Court Case proceeding.
10/09/19	K.M. Howard	0.30	75.23	B140	Analysis of the Stipulation Granting Ivonne Engelman's Motion for Relief from Stay and reviewed and revised Litigation Management Chart.
10/09/19	K.M. Howard	0.30	75.23	B140	Analysis of the Stipulation Granting Rosa Carcamo's Motion for Relief from Stay and reviewed and revised Litigation Management Chart.
10/10/19	J.A. Moe, II	0.10	53.55	B140	[Rodriguez v. St. Francis] Review and respond to Elina Tilman's questions originating with AIG, on purpose of the Stipulation for relief from stay (permitting a Mediation to proceed).
10/10/19	J.A. Moe, II	0.20	107.10	B140	[Ancira Mateo v. St. Francis] Review and correct the Stipulation, the forward Stipulation with detailed E-Mail for internal review.
10/10/19	T. Moyron	0.20	103.70	B140	Analyze Ancira stipulation and prepare same (.1); exchange emails with J. Moe regarding same (.1).
10/11/19	J.A. Moe, II	0.30	160.65	B140	[Carcamo v. St. Francis] Review Stipulation with Rosa Carcamo and sample Order on the Ok Ran Ma Stipulation, then prepare Order granting Motion For Relief From Stay in favor of Rosa Carcamo.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/11/19	J.A. Moe, II	0.20	107.10	B140	[Engelman v. St. Francis] Review Stipulation with Ivonne Engelman and sample Order on the Ok Ran Ma Stipulation, then prepare Order granting Motion For Relief From Stay in favor of Ivonne Engelman.
10/11/19	J.A. Moe, II	0.20	107.10	B140	[A.R. A Minor v. St. Francis] Review Stipulation with A.R. and sample Order on the Ok Ran Ma Stipulation, then prepare Order granting Motion For Relief From Stay in favor of A.R.
10/11/19	K.M. Howard	0.40	100.30	B140	Analysis of Stipulation between St. Francis Medical Center and Cariola Rubio granting relief from stay and reviewed and revised Litigation Management Chart accordingly.
10/11/19	J.A. Moe, II	0.40	214.20	B140	[Ancira Mateo v. St. Francis] Review minor revisions to the Stipulation, then make additional revisions (.20); telephone call to Will Collins on completion of and transmittal of Stipulation to Mr. Collins, and E-Mail to Mr. Collins transmitting the Stipulation for review (.20).
10/11/19	J.A. Moe, II	0.40	214.20	B140	[Entry Of Judgment On Stipulation] Review and search databases for Declaration on entry of Order on Stipulation on relief from the automatic stay, and E-Mail to Christian Kim on Irene Rodriguez Case.
10/14/19	J.A. Moe, II	0.60	321.30	B140	[Engelman v. St. Francis] Review and revise the draft of Order (.20); E-Mail to Ahn Ruda on the filing of the Stipulation and status of Mediation (.10); review and make --through two iterations -- multiple additional revisions to the Order (.30).
10/14/19	J.A. Moe, II	0.40	214.20	B140	[Carcamo v. St. Francis] Extensively revise the draft of Order (.20); E-Mail to Ahn Ruda on the filing of the Stipulation and status of Mediation (.10); review and make multiple additional revisions to the Order (.10).
10/14/19	J.A. Moe, II	0.10	53.55	B140	[A.R. A Minor v. St. Francis] Revise -- through two iterations -- the draft of the Order approving the Stipulation (as prepared by Bob Richards) and granting relief from stay.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/14/19	J.A. Moe, II	0.40	214.20	B140	[Ancira Mateo v. St. Francis] Make one correction to the Stipulation on relief from stay (.10); E-Mail to Elspeth Paul on proposed Stipulation (.20), additional minor revisions to the Stipulation (.10).
10/15/19	J.A. Moe, II	0.10	53.55	B140	[Ancira Mateo v. St. Francis] Exchange E-Mails with Robert Richards on no Proof of Claim on file and proceeding with Stipulation.
10/15/19	J.A. Moe, II	0.10	53.55	B140	[A.R. A Minor v. St. Francis] Review voice mail from and return call to Robert Richards on lodging Order on Stipulation on relief from the automatic stay.
10/16/19	J.A. Moe, II	0.10	53.55	B140	[Ancira Mateo v. St. Francis] With Elspeth Paul's consent to proceed, make five minor revisions to the Stipulation For Relief From the Automatic Stay, then forward for internal review.
10/17/19	J.A. Moe, II	0.10	53.55	B140	[Ancira Mateo v. St. Francis] Review final version of the Stipulation and E-Mail to Will Collins on review and signature, resolving relief from stay.
10/18/19	J.A. Moe, II	0.20	107.10	B140	[Ancira Mateo v. St. Francis] Review executed Stipulation on relief form stay, then have prepared, review and execute and have filed the Stipulation.
10/21/19	J.A. Moe, II	0.10	53.55	B140	[Ancira Mateo v. St. Francis] Review with Karleen Murphy on updating Chart on cases where relief from stay has been obtained.
10/22/19	J.A. Moe, II	0.50	267.75	B140	[Ancira Mateo v. St. Francis] Review records for draft Order (.10); review Order entered in favor of Irene Rodriguez, then prepare Order on relief from stay in behalf of Ancira Mateo (.30); review and revise draft of Order, review Docket and E-Mail to Andres Estrada on Proof Of Service of Stipulation (.10).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/22/19	J.A. Moe, II	0.60	321.30	B140	[A.R., A Minor v. St. Francis] Prepare draft of Order on Stipulation on relief from the automatic stay and withdrawal of Proof of Claim 5154 (.20); review and revise draft of the Order, review Docket and E-Mail to Andres Estrada on Proof of Service of Stipulation (.20); exchange E-Mails with Travis Buckingham on Proof of Service, then insert Docket Number and reference to service in the Order (.20).
10/22/19	J.A. Moe, II	0.40	214.20	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Review and make revisions -- through two iterations -- to the proposed Orders (.20); check for and obtain Tentative Rulings (.10); E-Mail to Elspeth Paul, Pascale Roy and Karen Chapman on approval of Stipulations (.10).
10/23/19	J.A. Moe, II	0.10	53.55	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Exchange E-Mails with Tania Moyton on lodging Orders and request for Orders by AIG.
10/28/19	J.A. Moe, II	0.20	107.10	B140	[Carcamo v. St. Francis and Engelman v. St. Francis] Review notes from hearings, and filing of two Orders on Stipulations (.10); telephone calls with Karleen Murphy on upcoming Further Status Conference in Engelman and expected entry of Orders on both Stipulations and terms of the Stipulation (.10).
10/28/19	J.A. Moe, II	0.40	214.20	B140	[A.R., a Minor v. St. Francis] Commence work on revising Order on Stipulation on relief from stay, reviewing pleadings (.20); voice-mail to and E-Mail from, and telephone call, with Travis Buckingham on Proof of Service for reference in the Order (.10); review Proof Of Service on Stipulation on A.R. (and E-Mail to Travis Buckingham on Proof Of Service of Stipulation with Ancira Mateo) (.10).
10/30/19	J.A. Moe, II	0.40	214.20	B140	[Ancira Mateo v. St. Francis and A.R. v. St. Francis] Review Proofs Of Service and exchange E-Mails with Travis Buckingham on service (.10); revise Orders to reflect the service of the Stipulations (.20); transmit Orders for internal review (.10).
Subtotal		10.10	5,118.71		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
10/22/19	C. Doherty, Jr.	0.50	187.00	B185	Review Tentative Orders issued in Verity cases (.3); prepare order granting lease extension motion (.2)
10/24/19	C. Doherty, Jr.	0.10	37.40	B185	Update order granting lease extension motion.
10/24/19	K.M. Howard	0.40	100.30	B185	Analysis of tentative ruling regarding the extension of the 365(d)(4) Deadline to Assume or Reject Unexpired Leases of Nonresidential Real Property and reviewed and revised Critical Dates Memorandum accordingly.
	Subtotal	1.00	324.70		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	S. Maizel	1.50	1,200.00	B190	Research re motion re Medi-Cal recoupment.
10/01/19	J.A. Moe, II	0.10	53.55	B190	[Robles v. St. Francis] Review E-Mails exchange with and Report from LaFollette Johnson, on background to the case and upcoming Mediation.
10/01/19	J.A. Moe, II	0.10	53.55	B190	[Alizasz v. St. Francis] Exchange E-Mails with Pascale Roy on the basis for the claim and how best to proceed.
10/02/19	K. Murphy	0.10	41.65	B190	[Naope] Update Verity Litigation Deadline Chart re further status conference.
10/07/19	J.A. Moe, II	0.10	53.55	B190	[Engelman v. St. Francis] Review Notice on continued hearing, then Minute Order on sanctions relating to Plaintiff's service.
10/07/19	J.A. Moe, II	0.10	53.55	B190	[Rodriguez v. St. Francis] Confer with Karleen Murphy, Ahn Ruda and Elina Tilman on Stipulation and Order on Rodriguez; confer with Ms. Murphy on review of Stipulation and entered Order.
10/07/19	J.A. Moe, II	0.20	107.10	B190	[A. Chirdress v. St. Francis] Review E-Mails from Karen Chapman and Kathleen Conway, and E-Mail to Ms. Chapman on dates alleged causes of action arose.
10/07/19	K. Murphy	0.10	41.65	B190	[Rodriguez] Telephone call with John Moe, Elina Tilman, and An Ruda re order for relief rom stay for limited purpose of conducting mediation.
10/10/19	J.A. Moe, II	0.90	481.95	B190	[Robles v. St. Francis] Prepare for conference telephone call (.20); conference telephone call with Elspeth Paul, Karen Chapman and Kathleen Conway, reviewing the background on the case, prospects for settlement, available insurance and upcoming Mediation.
10/10/19	J.A. Moe, II	0.30	160.65	B190	[Rubio v. St. Francis] Review Stipulation on relief form stay, and review exchanges of E-Mails on the completion and filing of the Stipulation (.20) ; confirm authority to file the Stipulation and review, complete (and have filed) the Stipulation (.10) .

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/16/19	J.A. Moe, II	0.70	374.85	B190	[Carcamo v. St. Francis] Review E-Mail from Pascale Roy and "Coverage Letter" from AIG/National Union (.20); telephone call returned to Henry Kevane and transmit coverage letter (.20); exchange with E-Mails with Ahn Ruda on AIG at Mediation (.10); exchange E-Mails with Henry Kevane on the Stipulation and proposed Order, retrieving and transmitting the Stipulation to Mr. Kevane (.20) .
10/18/19	J.A. Moe, II	0.30	160.65	B190	[Carcamo v. St. Francis] Telephone call from Henry Kevane on contacting AIG on coverage, then prepare E-Mail to Elspeth Paul on Mr. Kevane addressing coverage with AIG (.20); review Elspeth Paul's and Henry Kevane's E-Mails on insurance coverage (.10).
10/18/19	K. Murphy	0.30	124.95	B190	[Rubio] Analyze LASC website to determine date for upcoming status conference re bankruptcy and trial dates (.1); and draft updates to Verity Litigation Management Chart and Upcoming Deadline Chart (.2).
10/18/19	K. Murphy	0.60	249.90	B190	[Navarro] Analyze LASC website to confirm date of upcoming status conference re bankruptcy (.1); analyze KFM report of prior status conference and notice of ruling (.1); draft/finalized status conference statement re bankruptcy (.3); and confer with John Moe re draft (.1).
10/21/19	K. Murphy	0.60	249.90	B190	[Aragon] Analyze LASC website to confirm date of upcoming status conference re bankruptcy (.1); analyze KFM report of prior status conference and notice of ruling (.1); draft/finalized status conference statement re bankruptcy (.3); and confer with John Moe re draft (.1).
10/21/19	K. Murphy	0.20	83.30	B190	[Mateo] Confer with John Moe re status of stipulation on relief from stay (.1); and prepare update to Relief from Stay and Litigation Management Charts to reflect the same (.1).
10/21/19	K. Murphy	0.30	124.95	B190	[Rubio] Research KCC website for stipulation re relief from stay and review stipulation (.1) and prepare updates Relief from Stay and Litigation Management Charts (.2).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/21/19	K. Murphy	0.60	249.90	B190	[Sprowson] Analyze complaint and state court website to determine filing date of notice of automatic stay and confirmation of upcoming status conference re bankruptcy to prepare for drafting statement re same (.2); research prior status conference reports (.1); draft status conference statement (.2) and confer with John Moe re draft (.1).
10/21/19	J.A. Moe, II	0.10	53.55	B190	[Raj v. St. Francis] Review with Karleen Murphy the letter requesting Mediation on alleged Labor Code and Retaliation Claim, and necessity to confer with Elina Tilman on type of Claim.
10/23/19	J.A. Moe, II	0.10	53.55	B190	[Holly Horton v. St. Francis (and other Stayed Actions)] Exchange E-Mails with Daniel Farrugia on status of the automatic stay in regard to the Horton, Quinones, Kato and Mancilla Cases.
10/23/19	J.A. Moe, II	0.20	107.10	B190	[Rodriguez v. St. Francis] Telephone call with Ahn Ruda on upcoming call on four Claims proceeding to Mediation and review of payment on Claims.
10/23/19	J.A. Moe, II	1.00	535.50	B190	Conference call with Dentons' attorneys, personnel from BRG and Verity personnel, on analysis of and settlement posture of four cases (Jain v. St. Francis, Wolferd v. St. Francis, Gonzalez v. St. Francis and Rodriguez v. St. Francis).
10/24/19	K. Murphy	0.20	83.30	B190	[Rodriguez] Analyze Exposure Analysis for Mediation letter and email from An Ruda and update estimated settlement value in Verity Master Litigation Chart based on the same.
10/24/19	K. Murphy	0.20	83.30	B190	[Gonzalez] Analyze Exposure Analysis for Mediation letter and email from An Ruda and update estimated settlement value in Verity Master Litigation Chart based on the same.
10/24/19	K. Murphy	0.20	83.30	B190	(Jain) Analyze Exposure Analysis for Mediation letter and email from An Ruda and update estimated settlement value in Verity Master Litigation Chart based on the same.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/24/19	K. Murphy	0.20	83.30	B190	[Wolfred] Analyze Exposure Analysis for Mediation letter and email from An Ruda and update estimated settlement value in Verity Master Litigation Chart based on the same.
10/28/19	K. Murphy	0.80	333.20	B190	[Wolfred, Gonzalez, Rodriguez, Jain] Analyze email from Elina Tilman seeking proof of claim and administrative information (.1); confer with John Moe re same (.2); analyzed KCC database for information on recent Proof of Claims by Gonzalez and Wolfred (.1); prepare table for Ms. Tilman with required information (.2) and prepare updates to Verity Master Litigation Management Chart inserting Proof of Claim information for Wolfred and Gonzalez (.2).
10/28/19	K. Murphy	0.20	83.30	B190	[Engelman] Confer with John Moe re status of stipulation re relief from stay for limited purpose of mediation (.1) and draft email to Elina Tilman to discuss preparing status conference statement for 11/6 Further Status Conference re Bankruptcy (.1).
10/28/19	J.A. Moe, II	0.10	53.55	B190	[Holly Horton v. St. Francis] Review with Karleen Murphy (on October 25th) the Final Status Conference Statement for the hearing on October 28th, the review (on October 28th) the Statement.
10/28/19	J.A. Moe, II	0.50	267.75	B190	[Wolfred, Jain & Gonzalez v. St. Francis] Telephone call from Elina Tilman on Mediation and resolution of the Claims, and necessity for the Claims Numbers (.10); review Elina Tilman's E-Mail with Settlement Agreements (.10); confer with Karleen Murphy on responding to Ms. Tilman, obtaining Claims/Docket Numbers and amounts (.20); review and transmit Chart to Ms. Tilman (.10).
10/29/19	J.A. Moe, II	0.10	53.55	B190	[Harris v. St. Francis] Review Ahn Ruda's E-Mail on new Litigation.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/29/19	J.A. Moe, II	0.50	267.75	B190	[Gonzalez, Jain & Wolferd v. St. Francis] Exchange multiple E-Mails with Dentons, Verity and Jeffer Mangels personnel on settlement of the EPL Cases (.30); telephone calls with Elina Tilman on approval of settlements (.10); exchange additional E-Mails with Ahn Ruda and Tania Moyron on 9019 issue (.10).
10/29/19	J.A. Moe, II	0.10	53.55	B190	[Moritaya v. St. Francis] Confer with Karleen Murphy on upcoming CMC Statement, and review of necessity to file new Notice Of Stay; review E-Mail to Kathryn Howard on the Notice of Stay.
10/29/19	K. Murphy	0.10	41.65	B190	[Morataya] Draft email to Kathryn Howard re notice of stay for VHS.
10/29/19	K. Murphy	0.10	41.65	B190	[Morataya] Confer with John Moe re upcoming status conference and status of meet and confer efforts with plaintiffs' counsel re stipulation for relief from automatic stay.
10/29/19	K. Murphy	0.20	83.30	B190	[Rodriguez] Analyze multiple emails from An Ruda, Tania Moyron, Elina Tilman, and John Moe regarding draft of settlement agreement and terms thereof, and analysis re a 9019 motion.
10/29/19	K. Murphy	0.10	41.65	B190	[Raj] Telephone call with Elina Tillman re case status.
10/29/19	K. Murphy	0.30	124.95	B190	[Raj] Analyze KCC website to determine if Proof of Claim is on file for matter (.1); analyze demand letter from Plaintiff's counsel (.1); and prepare update with case summary and claim allegations to Verity Master Litigation Chart (.1).
10/30/19	K. Murphy	0.10	41.65	B190	[Raj] Draft email to Elina Tillman enclosing Verity Master Litigation Chart with case update for Raj matter.
10/30/19	K. Murphy	0.10	41.65	B190	[Morataya] Confer with John Moe re draft of status conference statement.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	K. Murphy	0.90	374.85	B190	[Engelman] Research KCC website for order re stipulation on relief from stay and analyze the same as needed for preparing further status conference statement re bankruptcy (.1); analyze report of prior status conference on 9/26 from John Moe (.1); prepare draft of further status conference statement (.3); confer with John Moe re draft and revisions (.1); draft email to An Ruda enclosing draft for Ms. Ruda's review (.1); analyze Ms. Ruda's revised draft prior to finalizing the same (.1); and confer with John Moe for approval of finalized draft. (.1).
10/30/19	K. Murphy	0.10	41.65	B190	[Engelman] Draft email to An Ruda with finalized copy of further status conference statement in advance of hearing.
10/30/19	J.A. Moe, II	0.10	53.55	B190	[Harris v. St. Francis] Review multiple E-Mails on new Superior Court case and obtaining the Complaint.
10/30/19	J.A. Moe, II	0.30	160.65	B190	[Engelman v. St. Francis] Exchange multiple E-Mails with Karleen Murphy and Taylor Burris on CMC Statement, revise Statement with Ms. Murphy, and review addition to the Statement from Ms. Burris.
10/30/19	J.A. Moe, II	0.40	214.20	B190	[Gonzalez, Jain, Wolferd & Rodriguez v. St. Francis] Telephone call with Elina Tilman on review of the Settlement Agreements (.10); review the four Settlement Agreements (.10); telephone call with Ms. Tilman on revisions to Agreements (.20).
10/30/19	K. Murphy	0.10	41.65	B190	[Carcamo] Analyze 10/25/19 order re stipulation on relief from stay and draft update to Verity Relief From Stay Chart re same.
10/30/19	K. Murphy	0.10	41.65	B190	[Engelman] Analyze 10/25/19 order re stipulation on relief from stay and draft update to Verity Relief From Stay Chart re same.
10/31/19	K. Murphy	0.10	41.65	B190	[Carcamo] Analyze email from Elina Tilman seeking detailed information on amounts for proof of claim and inquiry re administrative claim question.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/31/19	K. Murphy	0.50	208.25	B190	[Wahidi] Analyze Proof of Claims from Roemann, Madrigal, and De Guzman-Doyo as related to Wahidi matter and update Verity Litigation Management Litigation Chart re the same.
10/31/19	J.A. Moe, II	0.60	321.30	B190	[Rodriquez, Wolferd, Jain & Gonzalez v. St. Francis] Review Bruce Highman's E-Mail, then review the entirety of the proposed Rodriquez Settlement (.30); E-Mail and telephone call from Elina Tilman on correction (.10); E-Mail to Sam Maizel and Tania Moyron on resolving the 9019 Motion (.20).
10/31/19	J.A. Moe, II	0.10	53.55	B190	[Rodriquez v. St. Francis] Review with Elina Tilman the resolution of issues as set forth in the Settlement Agreement.
10/31/19	J.A. Moe, II	0.30	160.65	B190	[Gonzalez, Jain & Wolferd v. St. Francis] Review three additional Jeffer Mangels revised Settlement Agreements (.10), then E-Mail to Elina Tilman on review (.20)
Subtotal		16.20	8,191.25		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	K.M. Howard	0.40	100.30	B210	Analysis of Order approving Stipulation Extending Objection and Reply Deadlines for Chubb Companies re Motion Authorizing Disposal of Records and reviewed and revised Critical Dates Memorandum accordingly.
	Subtotal	0.40	100.30		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B220 - Employee Benefits/Pension

Date	Timekeeper	Hours	Amount	Task	Narrative
10/22/19	C. Doherty, Jr.	0.90	336.60	B220	Call with Mr. Alberts regarding Rabbi Trust Motion (.2); research/outline regarding same (.7)
10/23/19	C. Doherty, Jr.	3.10	1,159.40	B220	Prepare for call with Mr. Sharrer regarding Rabbi Trust Motion (.4); call with Mr. Sharrer regarding same (.2); draft Rabbi Trust Motion (2.5)
10/24/19	C. Doherty, Jr.	2.10	785.40	B220	Prepare Rabbi Trust Motion.
10/25/19	C. Doherty, Jr.	0.50	187.00	B220	Prepare and finalize first draft of Rabbi Trust Motion; call with Mr. De La Ferra regarding same.
	Subtotal	6.60	2,468.40		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B230 - Financing/Cash Collections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	K.M. Howard	0.40	100.30	B230	Analysis of Stipulation and Order continuing the Challenge Deadline among Verity MOB Financing II, Verity MOB Financing and UCC and reviewed and revised the Critical Dates Memorandum accordingly.
10/08/19	C. Richter	0.40	258.40	B230	Review exit financing term sheet sent by Claude Montgomery.
10/09/19	C. Richter	2.90	1,873.40	B230	Review email from Joe Vizzini regarding sale to SGM and spreadsheet exhibits and payoff forms attached (2.0); email to Joe (.2); email from Adam Dondoyano regarding real estate deliverables and call with Adam regarding same (.7).
10/10/19	C. Richter	2.00	1,292.00	B230	Review emails regarding asset sale and the buyer's financing terms and licensing timeline (1.0); discuss lien issues with Margaret Welch and need for further lien updates (.7); emails with Joe Vizzini to set up meeting for tomorrow (.3)
10/11/19	C. Richter	5.10	3,294.60	B230	Discuss chart of lien open issues with Margaret Welch (.5); meet with Margaret, Jonathan Emerson, and Joe Vizzini re lease equipment cure and UCC amendment process and mechanics' liens payoff and release process (1.0); obtained updated claims chart from Joe and review (1.1); draft sample lease cure letter and mechanics' lien payoff letter and email to Verity team to review (2.5).
10/11/19	S. Maizel	0.50	400.00	B230	Telephone conference with D. Galfuss re Medi-Cal recoupment issues (.2); emails to D. Galfuss re same (.3).
Subtotal		11.30	7,218.70		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B260 - Board of Directors Matters

Date	Timekeeper	Hours	Amount	Task	Narrative
10/17/19	T. Moyron	1.00	518.50	B260	Conference call with R. Adcock re board call (.1); conference call with Board, R. Adcock, et al re SGM sale (.8); follow up call with R. Adcock (.1).
	Subtotal	1.00	518.50		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	C. Doherty, Jr.	0.30	112.20	B310	Negotiate stipulation regarding admin claim bar date with creditors' counsel.
10/07/19	C. Doherty, Jr.	0.70	261.80	B310	Attention to emails from creditors counsel regarding stipulations (.3); prepare stipulation and order regarding administrative bar claim stipulation (.4)
10/09/19	K.M. Howard	0.30	75.23	B310	Analysis of the Stipulations among Wells Fargo, Debtors, UMB Bank extending time to file administrative expense claims and order approving same and reviewed and revised Critical Dates Memorandum accordingly.
10/10/19	J.A. Moe, II	0.30	160.65	B310	[Vasquez v. St. Francis] Exchange E-Mails with Bob Richards and telephone all to Karen Chapman on coverage (.20); additional exchange of E-Mails with Bob Richards and additional calls with Karen Chapman on coverage (.10).
10/15/19	T. Moyron	1.20	622.20	B310	Prepare claim objections.
10/22/19	G. Miller	0.90	397.80	B310	Draft omnibus stipulation continuing cure objections hearing and circulate same to counterparties.
10/22/19	J.A. Moe, II	0.10	53.55	B310	[Capizzi v. St. Francis] Review Ahn Ruda's E-Mail and review Proof of Claim, and E-Mail to Ms. Ruda on the legitimacy of the Claims.
10/23/19	J.A. Moe, II	0.10	53.55	B310	[Maurice Bray] Confer with Bob Richards and E-Mail to Pascale Roy on whether there is insurance on claim.
10/23/19	J.A. Moe, II	0.10	53.55	B310	[Cerner] Exchange E-Mails with Darrell Clark, and E-Mail to Peter Chadwick and Jon Emerson, on amount paid and to be paid Cerner on its postpetition claim.
10/25/19	K.M. Howard	0.20	50.15	B310	[Irene Rodriques] Email exchange with An Ruda of Jeffer Mangels regarding the administrative expense claim filed by Irene Rodriguez in Rodriguez v. St. Francis Medical Center.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/28/19	K.M. Howard	0.40	100.30	B310	[Angela von Parrish] Analysis of objection to proof of claim and Motion to Disallow Claim of Angela von Parrish and reviewed and revised Critical Dates Memorandum accordingly.
	Subtotal	4.60	1,940.98		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

EMP - Employee matters

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	K.M. Howard	0.40	100.30	EMP	Analysis of Debtors' Motion for Order Amending Key Employee Incentive Plan and reviewed and revised Critical Dates Memorandum accordingly.
10/17/19	C. Doherty, Jr.	1.70	635.80	EMP	Research discrete issues regarding Union Settlement Agreements (1.2) and draft memo regarding same (.5)
10/21/19	C. Doherty, Jr.	0.60	224.40	EMP	Prepare comments to memo regarding 1113 agreements.
10/22/19	T. Moyron	2.30	1,192.55	EMP	Meet with E. Paul regarding WARN letters and other matters.
	Subtotal	5.00	2,153.05		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

MED/CMS- Medicare/CMS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
10/09/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of Stipulation continuing deadlines regarding the transfer of Medicare Provider Agreements to Strategic Global Management and reviewed and revised Critical Dates Memorandum.
10/10/19	S. Maizel	0.30	240.00	MED/CMS	Telephone conference with CMS re Medicare issues.
10/11/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of Order approving Stipulation continuing deadlines regarding the transfer of Medicare Provider Agreement to Strategic Global Management and reviewed and revised Critical Dates Memorandum.
10/17/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of Stipulation Continuing Hearing regarding the Transfer of Medicare Provider Agreements to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
10/18/19	S. Maizel	0.30	240.00	MED/CMS	Telephone conference with E. Levey re Medicare issues.
10/18/19	S. Maizel	0.50	400.00	MED/CMS	Review and respond to emails re Medicare settlement.
10/18/19	T. Moyron	0.20	103.70	MED/CMS	Analyze E. Paul, et al., re CMS and potential settlement.
10/23/19	S. Maizel	0.20	160.00	MED/CMS	Review and respond to emails re Medicare settlement.
10/25/19	S. Maizel	0.10	80.00	MED/CMS	Telephone conference with K. Wang re Medi-Care issues.
10/31/19	T. Moyron	0.50	259.25	MED/CMS	Analyze issues related to current deadlines related to CMS (.2); analyze E. Paul, et al., regarding new deadlines (.2); analyze stipulation and emails with E. Levey regarding same (.1).
Subtotal		3.30	1,783.85		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

MED/DHC- Medi-Cal/DHCS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	S. Maizel	0.20	160.00	MED/DHCS	Telephone conference with G. Klausner re pending issues re Medi-Cal provider agreement.
10/01/19	S. Maizel	0.60	480.00	MED/DHCS	Revising Medic-Cal recoupment motion.
10/01/19	C. Doherty, Jr.	3.40	1,271.60	MED/DHCS	Prepare DHCS Offset Motion, with attention on implementing Welfare Code provisions (3.2); call with Mr. Maizel regarding same (.2)
10/02/19	C. Doherty, Jr.	5.80	2,169.20	MED/DHCS	Prepare DHCS Offset Motion.
10/03/19	C. Doherty, Jr.	6.60	2,468.40	MED/DHCS	Prepare DHCS Offset Motion (4.9) ; review DHCS motion regarding stay (.7); review all DHCS filings in case (1.0)
10/03/19	T. Moyron	2.40	1,244.40	MED/DHCS	Analyze DHCS motion (.7); exchange emails with Verity, et al., regarding same (.3); prepare opposition to emergency motion (1.2); conference call with Chambers regarding same (.1); prepare email to client regarding motion and opposition (.1).
10/03/19	K.M. Howard	0.20	50.15	MED/DHCS	Reviewed and circulated the transcript of the September 25, 2019 hearing and followup email with Sam Maizel regarding same.
10/03/19	S. Maizel	1.60	1,280.00	MED/DHCS	Review and revise order re Medi-Cal provider agreement (.8); emails to G. Klausner and K. Wang re same (.8).
10/03/19	S. Maizel	2.00	1,600.00	MED/DHCS	Revising motion re Medi-Cal recoupment.
10/03/19	S. Maizel	0.50	400.00	MED/DHCS	Telephone conference with G. Klausner re Medi-Cal provider agreement order.
10/04/19	N. Koffroth	0.20	100.30	MED/DHCS	Draft proposed order authorizing transfer of Medi-Cal provider agreements based on purchaser's comments
10/04/19	T. Moyron	0.70	362.95	MED/DHCS	Analyze emails from G. Klausner regarding order and proposed language re DHCS (.2); analyze emails from K. Wang regarding same and prepare response thereto (.2); exchange emails with E. Paul, et al., regarding same (.2); analyze updated order (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/04/19	C. Doherty, Jr.	0.50	187.00	MED/DHCS	Prepare DHCS Offset Motion.
10/04/19	T. Moyron	0.20	103.70	MED/DHCS	Analyze Court's order denying motion filed by the DHCS (.1); prepare email to clients regarding same (.1).
10/04/19	T. Moyron	0.10	51.85	MED/DHCS	Analyze email from K. Wang re possible settlement meeting.
10/05/19	S. Maizel	0.20	160.00	MED/DHCS	Email to K. Wang re Medi-Cal transfer order.
10/06/19	S. Maizel	1.00	800.00	MED/DHCS	Review and revise motion re Medi-Cal offset.
10/07/19	C. Doherty, Jr.	1.90	710.60	MED/DHCS	Respond to inquiries regarding Mr. Maizel regarding DHCS Offset Motion (.6); review and comment on draft from Mr. Maizel of motion (1.3)
10/07/19	S. Maizel	0.20	160.00	MED/DHCS	Review and respond to emails re DHCS issues on transfer of Medi-Cal agreement.
10/07/19	S. Maizel	0.60	480.00	MED/DHCS	Review and respond to emails re order on Medi-Cal provider agreement.
10/07/19	S. Maizel	1.60	1,280.00	MED/DHCS	Review and revise motion re Medi-Cal recoupment.
10/08/19	C. Doherty, Jr.	0.60	224.40	MED/DHCS	Locate and gather exhibits for DHCS Offset Motion.
10/08/19	S. Maizel	0.20	160.00	MED/DHCS	Review and respond to emails from K. Wang re Medi-Cal order.
10/09/19	C. Doherty, Jr.	1.50	561.00	MED/DHCS	Prepare DHCS Offset Motion in light of Mr. Maizel's comments to same.
10/10/19	T. Moyron	0.10	51.85	MED/DHCS	Analyze order denying DHCS' emergency motion re opposition deadline.
10/11/19	S. Maizel	0.10	80.00	MED/DHCS	Review and respond to emails with K. Wang re Medi-Cal issues.
10/11/19	K.M. Howard	0.40	100.30	MED/DHCS	Reviewed notice continuing the deadline to oppose DHCS' Motion for Relief from Stay and reviewed and revised Critical Dates Memorandum accordingly.
10/18/19	S. Maizel	0.20	160.00	MED/DHCS	Telephone conference with E. Paul re Medi-Cal issues.
10/18/19	T. Moyron	0.30	155.55	MED/DHCS	Conference calls with E. Paul re DHCS and other issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/22/19	J.A. Moe, II	0.10	53.55	MED/DHCS	Telephone call from Karl Block on results of the California Department of Health Care Services's Emergency Motion for the Entry of an Order to Stay the Sale of Medi-Cal Provider Agreements Free and Clear of Interests and the Asset Purchase Agreement that Relate to Buyer SGM's Rights and Obligations under Debtors' Medi-Cal Provider Agreements.
10/23/19	S. Maizel	0.20	160.00	MED/DHCS	Review and respond to notice of issues filed by Medi-Cal.
10/25/19	S. Maizel	0.20	160.00	MED/DHCS	Review and respond to emails re Medi-Cal issues.
10/27/19	S. Maizel	2.00	1,600.00	MED/DHCS	Revising motion re DHCS offset.
10/28/19	C. Doherty, Jr.	2.50	935.00	MED/DHCS	Prepare revisions and comments to DHCS Motion.
10/28/19	C. Montgomery	3.20	2,560.00	MED/DHCS	Phone call from S Maizel regarding recoupment issues (.1); communications with T Moyron re same and review motion (1.6); research re DHCS setoff motion (1.1);phone conference with T Moyron and S Maizel regarding high level issues with Motion (.4)
10/28/19	S. Maizel	1.00	800.00	MED/DHCS	Telephone conference with C. Montgomery re Medi-Cal offset motion (x2).
10/28/19	S. Maizel	0.80	640.00	MED/DHCS	Review orders re Medi-Cal recoupment.
10/28/19	S. Maizel	0.10	80.00	MED/DHCS	Telephone conference with K. Wang re Medi-Cal settlement proposal.
10/28/19	S. Maizel	1.60	1,280.00	MED/DHCS	Drafting letter to K. Wang re possible Medi-Cal settlement.
10/29/19	S. Maizel	0.40	320.00	MED/DHCS	Review and respond to emails from BRG re possible settlement term with DHCS.
10/30/19	S. Maizel	0.10	80.00	MED/DHCS	Telephone conference with K. Wang re Medi-Cal settlement proposal.
10/30/19	S. Maizel	0.20	160.00	MED/DHCS	Telephone conference with E. Paul re Medi-Cal settlement proposal.
10/30/19	S. Maizel	1.00	800.00	MED/DHCS	Revising correspondence to K. Wang re DHCS settlement proposal.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	C. Montgomery	1.10	880.00	MED/DHCS	Phone call with S. Maizel, T. Moyron, R. Adcock, D. Galfus and E. Paul regarding Medical Settlement (.3); review AG proposed revisions to order and communications with T. Moyron re same (.8).
10/31/19	T. Moyron	1.20	622.20	MED/DHCS	Analyze letter to K. Wang and prepare comments to same (.7); internal discussions regarding same and circulation thereof (.3); analyze emails and comments to draft letter from D. Galfus and R. Adcock (.2).
10/31/19	S. Maizel	0.60	480.00	MED/DHCS	Telephone conference with R. Adcock re Medi-Cal settlement discussions.
	Subtotal	50.20	28,624.00		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2219481

November 25, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
AGI	Attorney General Issues	80,449.15
APP	Appellate Proceedings	37,416.06
B110	Case Administration	155.55
B130	Asset Disposition	262,410.85
B140	Relief from Stay/Adequate Protection Proceedings	5,118.71
B185	Assumption/Rejection of Leases and Contracts	324.70
B190	Other Contested Matters (excl. assumption/rejection motions)	8,191.25
B210	Business Operations	100.30
B220	Employee Benefits/Pension	2,468.40
B230	Financing/Cash Collections	7,218.70
B260	Board of Directors Matters	518.50
B310	Claims Administration and Objections	1,940.98
EMP	Employee matters	2,153.05
MED/CMS	Medicare/CMS Issues	1,783.85
MED/DHC S	Medi-Cal/DHCS Issues	28,624.00
Total This Matter		\$438,874.05

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	48.50	\$38,800.00
S. Alberts	\$800.00	29.40	\$23,520.00
S. Maizel	\$800.00	100.40	\$80,320.00
S. Martin	\$760.75	67.30	\$51,198.54
P. Maxcy	\$739.50	1.00	\$739.50
R. Garms	\$603.50	63.80	\$38,503.30
R. Richards	\$723.00	0.50	\$361.50

St. Francis Medical Center
Invoice #: 2219481

November 25, 2019

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
T. Moyron	\$518.50	134.90	\$69,945.65
J.A. Moe, II	\$535.50	19.40	\$10,388.70
C. Richter	\$646.00	21.80	\$14,082.80
K. Murphy	\$416.50	7.40	\$3,082.10
M. Zeefe	\$480.25	18.20	\$8,740.56
G. Miller	\$442.00	7.40	\$3,270.80
J. Fisher	\$378.00	1.00	\$378.00
J. Whipple	\$527.00	11.10	\$5,849.70
N. Koffroth	\$501.50	120.70	\$60,531.05
C. Doherty, Jr.	\$374.00	40.40	\$15,109.60
C. Heddesheimer	\$433.50	0.70	\$303.45
A. Dondoyano	\$323.00	19.10	\$6,169.30
M. Bryson	\$425.00	2.20	\$935.00
D. Pina	\$318.75	1.10	\$350.63
K.M. Howard	\$250.75	<u>25.10</u>	<u>\$6,293.87</u>
Totals		741.40	\$438,874.05

Fee Total \$ 438,874.05

Invoice Total \$ 438,874.05

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219483

Matter: 15800425-000008
Seton Medical Center and Seton Coastside

Payment Due Upon Receipt

Total This Invoice

\$ 558.45

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
 2040 E. Mariposa Avenue
 El Segundo, CA 90245
 USA

November 25, 2019

Invoice No. 2219483

For Professional Services Rendered through October 31, 2019:

Matter: 15800425-000008
 Seton Medical Center and Seton Coastside

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
10/02/19	J.A. Moe, II	0.10	53.55	B190	[Meeko v. Seton] Telephone call from Elina Tilman on Settlement Agreement,
10/03/19	J.A. Moe, II	0.10	53.55	B190	[Meeko v. Seton] Review Settlement Agreement and E-Mail to Elina Tilman on Elspeth Paul's approval of the settlement.
10/14/19	J.A. Moe, II	0.10	53.55	B190	[Rhonda Butler v. Seton] Review the Case Management Conference Statement and confer with Karleen Murphy on the CMC Statement.
10/15/19	K.M. Howard	0.40	100.30	B190	Analysis of summary from Karleen Murphy regarding the Court's ruling regarding the Case Management Conference and reviewed and revised Litigation Management Chart regarding same.
10/21/19	K. Murphy	0.20	83.30	B190	[Thin] Analyze emails from Ted Hopper re closure of matter following payment (.1); and update Verity Litigation Management Charts re same (.1).
10/31/19	J.A. Moe, II	0.20	107.10	B190	[Meeko v. Seton] Telephone call with Elina Tilman on settlement of the Meeko Case, reviewing and editing the Settlement Agreement.
Subtotal		1.10	451.35		

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2219483

November 25, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/08/19	J.A. Moe, II	0.20	107.10	B310	[Administrative Claim: Olympus] Review and respond to E-Mail from Olympus from Attorney Joseph Florczak on amount due Olympus and movement of equipment out of Seton to St. Vincent in violation of the Lease (.10); E-Mail to Peter Chadwick and Jon Emerson on legitimacy of the Claim (.10).
	Subtotal	0.20	107.10		

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2219483

November 25, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B190	Other Contested Matters (excl. assumption/rejection motions)	451.35
B310	Claims Administration and Objections	107.10
Total This Matter		\$558.45

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
J.A. Moe, II	\$535.50	0.70	\$374.85
K. Murphy	\$416.50	0.20	\$83.30
K.M. Howard	\$250.75	<u>0.40</u>	<u>\$100.30</u>
Totals		1.30	\$558.45
Fee Total	\$	558.45	
Invoice Total	\$	<u>558.45</u>	

DENTONS

601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219485

Matter: 15800425-000009
Verity Business Services

Payment Due Upon Receipt

Total This Invoice

\$ 53.55

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
 601 S. Figueroa Street
 Suite 2500
 Los Angeles, California 90017-5704

Aiston Hunt Floyd & Ing is now
 Dentons -- continuing services
 throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
 2040 E. Mariposa Avenue
 El Segundo, CA 90245
 USA

November 25, 2019

Invoice No. 2219485

For Professional Services Rendered through October 31, 2019:

Matter: 15800425-000009
 Verity Business Services

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/29/19	J.A. Moe, II	0.10	53.55	B310	[Raquel Joseph v. VBS] Exchange E-Mails with Steve Sharrer and Karleen Murphy on Claim.
	Subtotal	0.10	53.55		

Verity Business Services
Matter: 15800425-000009
Invoice No.: 2219485

November 25, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B310	Claims Administration and Objections	53.55
	Total This Matter	\$53.55

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
J.A. Moe, II	\$535.50	0.10	\$53.55
Totals		0.10	\$53.55
Fee Total	\$	53.55	
Invoice Total	\$	<u>53.55</u>	

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219487

Matter: 15800425-000010
Verity Medical Foundation

Payment Due Upon Receipt

Total This Invoice

\$ 37,981.60

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219487

For Professional Services Rendered through October 31, 2019:

Matter: 15800425-000010
Verity Medical Foundation

B100 - Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
10/02/19	P. Maxcy	0.60	443.70	B100	Participate in VMF leadership call.
10/02/19	N. Koffroth	0.70	351.05	B100	Participate in weekly call concerning case status and outstanding items with VMF leadership
10/16/19	N. Koffroth	0.70	351.05	B100	Participate in weekly call with VMF leadership re outstanding case issues and analysis of same
10/23/19	N. Koffroth	0.80	401.20	B100	Participate in weekly status call with VMF management concerning outstanding case issues
	Subtotal	2.80	1,547.00		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2219487

November 25, 2019

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	P. Maxcy	0.50	369.75	B130	Work on Hunt motion and settlement motion.
10/02/19	P. Maxcy	0.50	369.75	B130	Work on Hunt settlement.
10/03/19	G. Miller	0.90	397.80	B130	Draft motion to approve settlement agreement with Hunt.
10/03/19	P. Maxcy	1.90	1,405.05	B130	Review and comment on SVMD edits to settlement agreement.
10/04/19	P. Maxcy	0.50	369.75	B130	Calls with SVMD to discuss status of settlement.
10/04/19	P. Maxcy	1.10	813.45	B130	Prepare revisions to settlement.
10/04/19	P. Maxcy	3.10	2,292.45	B130	Draft Hunt settlement.
10/04/19	G. Miller	1.50	663.00	B130	Draft motion to approve settlement agreement with Hunt.
10/07/19	P. Maxcy	0.50	369.75	B130	Finalize RadNet settlement and sale.
10/07/19	P. Maxcy	0.50	369.75	B130	Review amended SVMD agreement.
10/07/19	G. Miller	0.70	309.40	B130	Finalize Radnet settlement agreement.
10/07/19	G. Miller	1.80	795.60	B130	Draft motion to approve settlement agreement with Hunt.
10/07/19	T. Moyron	0.20	103.70	B130	Analyze RadNet settlement agreement matters.
10/08/19	P. Maxcy	1.00	739.50	B130	Work on possible VMG proposal.
10/08/19	P. Maxcy	0.90	665.55	B130	Conference E. Paul et al re VMG issues.
10/08/19	T. Moyron	0.40	207.40	B130	Conference call with E. Paul, et al., regarding VMG, bonuses and related issues.
10/09/19	P. Maxcy	1.90	1,405.05	B130	Work on SVMD agreement and discussions with M. Kwok, B. Richards re same.
10/16/19	P. Maxcy	0.30	221.85	B130	Review final various of SVMD contracts.
10/18/19	P. Maxcy	0.80	591.60	B130	Revise Hunt settlement.
10/18/19	P. Maxcy	0.90	665.55	B130	Revise SVMD agreement for execution.
10/18/19	P. Maxcy	1.00	739.50	B130	Calls and emails with M. Kwok and N. Haslum re SVMD issues.

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2219487

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/18/19	P. Maxcy	1.50	1,109.25	B130	Work on VMF winddown.
10/21/19	P. Maxcy	0.90	665.55	B130	Work on VMG winddown proposal.
10/21/19	P. Maxcy	0.50	369.75	B130	Review and edit Hunt revised settlement agreement.
10/22/19	P. Maxcy	0.40	295.80	B130	Calls with M. Kwok, N. Haslum re SVMD.
10/22/19	P. Maxcy	1.00	739.50	B130	Draft VMG proposal for winddown.
10/22/19	P. Maxcy	0.60	443.70	B130	Review VMB PSA for terms of winddown.
10/22/19	J.A. Moe, II	0.10	53.55	B130	Telephone call from Norman Haslum on rejection of the Contract with Hunt Spine Institute.
10/24/19	P. Maxcy	2.70	1,996.65	B130	Prepare settlement agreement for VMG claims.
10/24/19	P. Maxcy	1.70	1,257.15	B130	Revise and distribute execution version of SVMD agreement and follow up on same.
10/24/19	P. Maxcy	0.30	221.85	B130	Emails and calls re Hunt settlement.
10/25/19	P. Maxcy	1.10	813.45	B130	Draft revisions to Hunt agreement and various calls and emails re same.
10/25/19	P. Maxcy	0.90	665.55	B130	Various discussions re requested changes to SVMD agreement; work on finalization of SVMD agreement and prepare motion to assign contracts.
10/25/19	P. Maxcy	0.90	665.55	B130	Work on VMG agreement with E. Paul, M. Kwok and review of documents for same.
10/28/19	G. Miller	4.00	1,768.00	B130	Draft motion to assign contracts to SVMD.
10/28/19	P. Maxcy	0.50	369.75	B130	Work on VMF and VMG agreement.
10/29/19	P. Maxcy	0.50	369.75	B130	Edit VMG termination letter.
10/29/19	P. Maxcy	0.60	443.70	B130	Work on lease rejection matters for VMF.
10/29/19	P. Maxcy	1.80	1,331.10	B130	Draft letter to VMG re termination payments and various discussions of same.
10/29/19	P. Maxcy	2.50	1,848.75	B130	Work on VMG PSA issues and analysis of costs to estate.
10/29/19	G. Miller	1.40	618.80	B130	Draft motion to assign contracts to SVMD.
10/30/19	P. Maxcy	1.40	1,035.30	B130	Various revisions to VMG termination payment letter and discussions with Verity re same.

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2219487

November 25, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	P. Maxcy	0.90	665.55	B130	Finalize execution of SVMMD documents.
10/30/19	N. Koffroth	2.90	1,454.35	B130	Draft motion to assume and assign agreement re SVMMD.
10/31/19	P. Maxcy	1.20	887.40	B130	Work on VMG winddown issues.
10/31/19	P. Maxcy	1.20	887.40	B130	Work on Hunt execution of settlement and motion to approve same.
10/31/19	A. Dondoyano	0.60	193.80	B130	Update internal closing checklist (.1); weekly closing checklist call (.4); update closing checklist (.1).
10/31/19	T. Moyron	0.40	207.40	B130	Analyze E. Paul, et al., correspondence regarding VMG (.2); conference call with E. Paul regarding same (.1); follow up email regarding same from E. Paul (.1).
Subtotal		53.40	35,243.55		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2219487

November 25, 2019

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
10/30/19	G. Medina	0.40	117.30	B185	Review and filed Motion to Assume and Assign Contract with Silicon Valley Medical Development.
	Subtotal	0.40	117.30		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2219487

November 25, 2019

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
10/08/19	P. Maxcy	1.10	813.45	B210	Analysis of destruction of documents in connection with SVMD agreement and discuss same with M. Kwok.
	Subtotal	1.10	813.45		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2219487

November 25, 2019

B230 - Financing/Cash Collections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/16/19	C. Montgomery	0.20	160.00	B230	Communications with T Conner regarding Wells Fargo DACA release by Ally Bank (.1); communications with C Richter re same (.1)
	Subtotal	0.20	160.00		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2219487

November 25, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
10/28/19	K.M. Howard	0.40	100.30	B310	Analysis of objections to proofs of claims and Motion to Disallow Claim of Marc Levy and reviewed and revised Critical Dates Memorandum accordingly.
	Subtotal	0.40	100.30		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2219487

November 25, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B100	Administration	1,547.00
B130	Asset Disposition	35,243.55
B185	Assumption/Rejection of Leases and Contracts	117.30
B210	Business Operations	813.45
B230	Financing/Cash Collections	160.00
B310	Claims Administration and Objections	100.30
Total This Matter		\$37,981.60

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	0.20	\$160.00
P. Maxcy	\$739.50	40.20	\$29,727.90
T. Moyron	\$518.50	1.00	\$518.50
J.A. Moe, II	\$535.50	0.10	\$53.55
G. Miller	\$442.00	10.30	\$4,552.60
N. Koffroth	\$501.50	5.10	\$2,557.65
A. Dondoyano	\$323.00	0.60	\$193.80
G. Medina	\$293.25	0.40	\$117.30
K.M. Howard	\$250.75	<u>0.40</u>	<u>\$100.30</u>
Totals		58.30	\$37,981.60

Fee Total \$ 37,981.60

Invoice Total \$ 37,981.60

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219488

Matter: 15800425-000013
O'Connor Hospital Foundation

Payment Due Upon Receipt

Total This Invoice \$ 1,920.00

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219488

For Professional Services Rendered through October 31, 2019:

Matter: 15800425-000013
O'Connor Hospital Foundation

B120 - Asset Analysis and Recovery

Date	Timekeeper	Hours	Amount	Task	Narrative
10/23/19	C. Montgomery	0.10	80.00	B120	Communications with E Paul regarding Benson trust.
	Subtotal	0.10	80.00		

O'Connor Hospital Foundation
Matter: 15800425-000013
Invoice No.: 2219488

November 25, 2019

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
10/24/19	C. Montgomery	2.30	1,840.00	B130	Review information from R. Fuller and G. Medina and draft response to E. Paul re Benson Trust issues.
	Subtotal	2.30	1,840.00		

O'Connor Hospital Foundation
Matter: 15800425-000013
Invoice No.: 2219488

November 25, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B120	Asset Analysis and Recovery	80.00
B130	Asset Disposition	1,840.00
	Total This Matter	\$1,920.00

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	<u>2.40</u>	<u>\$1,920.00</u>
Totals		2.40	\$1,920.00

Fee Total \$ 1,920.00

Invoice Total \$ 1,920.00

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219492

Matter: 15800425-000019
Verity Holdings, LLC

Payment Due Upon Receipt

Total This Invoice

\$ 696.15

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 25, 2019

Invoice No. 2219492

For Professional Services Rendered through October 31, 2019:

Matter: 15800425-000019
Verity Holdings, LLC

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
10/01/19	J.A. Moe, II	0.30	160.65	B190	[Verity Holdings v. Okumu] Review E-Mails from Elspeth Paul and Lysle Buchbinder on settlement (.20); telephone call from Lysle Buchbinder on background and amount of the settlement (.10).
10/08/19	J.A. Moe, II	0.20	107.10	B190	[Verity Holdings v. Elite] Review proposed Settlement Agreement and telephone call and E-Mail Agreement to Lysle Buchbinder on amount due on the Lease.
10/10/19	J.A. Moe, II	0.20	107.10	B190	[Verity Holdings v. Elite] Review Lyle Buchbinder's new calculations on the amount payable by way of a Settlement Agreement, then telephone call on settlement, then E-Mail to Tania Moyron on settlement.
10/10/19	J.A. Moe, II	0.30	160.65	B190	[Verity Holdings v. Okumu] Telephone call from Lysle Buchbinder on proposed settlement, and review E-Mail on terms of a settlement (.20); E-Mail to Tania Moyron on proposed Settlement Agreement (.10).
10/10/19	J.A. Moe, II	0.30	160.65	B190	[Verity Holdings v. Elite and Verity Holdings v. Okumu] Exchange E-Mails with Tania Moyron on authority to proceed and exchange E-mails with Elspeth Paul and to Lysle Buchbinder on proceeding with Settlement Agreements (.20); telephone call to Lysle Buchbinder on authority to proceed (.10).
	Subtotal	1.30	696.15		

Verity Holdings, LLC
Matter: 15800425-000019
Invoice No.: 2219492

November 25, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B190	Other Contested Matters (excl. assumption/rejection motions)	696.15
	Total This Matter	\$696.15

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
J.A. Moe, II	\$535.50	<u>1.30</u>	<u>\$696.15</u>
Totals		1.30	\$696.15
Fee Total	\$	696.15	
Invoice Total	\$	<u>696.15</u>	

EXHIBIT F

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Aislinn Denton & Co. is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230639

Matter: 15800425-000003
Verity Health System of California

Payment Due Upon Receipt

Total This Invoice

\$ 418,695.54

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230639

For Professional Services Rendered through November 30, 2019:

Matter: 15800425-000003
Verity Health System of California

APP - Appellate Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	L. Macksoud	1.00	437.75	APP	Draft and finalize opposition to urgent motion to supplement record, confer with T. Moyron re same.
11/01/19	K.M. Howard	0.30	75.23	APP	Reviewed and culled UMB Bank's Response in Ninth Circuit Appeal of UCC v. Verity (.2) and prepared email to team regarding same (.1).
11/01/19	T. Moyron	1.20	622.20	APP	Analyze opposition filed by UMB Bank and Wells Fargo to Committee's urgent motion (.2); correspondence regarding same (.2); analyze objection and prepare comments thereto and follow up emails (.8).
11/01/19	C. Montgomery	1.60	1,280.00	APP	Communications with T Moyron regarding response to the Committee's Urgent Motion and role of US Bank (.2) ; review revised brief (1.4)
11/04/19	K.M. Howard	0.30	75.23	APP	Analysis of US National Bank's Opposition to Appellant's Urgent Motion to Supplement the Record on Appeal (.2) and prepared email to the team regarding same (.1).
11/04/19	L. Macksoud	1.70	744.18	APP	Review bank oppositions to Committee's emergency motion (.5), review cases cited their in (.1), update and finalize opposition and draft corporate governance certification and compliance certification (.7), attention to filing same (.4).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	C. Montgomery	0.80	640.00	APP	Communications with L Macksoud regarding Debtors Response to Committee's Urgent Motion to Supplement Record (.1); review UMB Bank opposition motion to supplement record (.2); review latest draft Verity Opposition and communicate with L Macksoud regarding Sentry decision and corporate disclosure under FRAP 26.1 and comment (.5).
11/04/19	N. Koffroth	0.60	300.90	APP	Draft objection to urgent motion re supplementing the record in 9th Circuit DIP appeal
11/04/19	T. Moyron	0.50	259.25	APP	Analyze and prepare final version of objection to Committee's urgent motion (.3); correspondence and conference call regarding finalization and filing (.2).
11/07/19	L. Macksoud	1.20	525.30	APP	Review 9th circuit appeal docket and filings for UCC appeal and review issues relating to record on appeal (.8), confer with C. Montgomery and K. Howard re significant dates and designation of record on appeal (.2), confer with D. Pina re Committee's designation of record (.2)
11/10/19	L. Macksoud	1.00	437.75	APP	Review UCC opening brief in 9th circuit appeal.
11/11/19	L. Macksoud	6.70	2,932.93	APP	Continue to review UCC's opening brief and review case law cited there in, take notes on same and commence drafting answering brief.
11/11/19	K.M. Howard	0.40	100.30	APP	Analysis of Appellant's Omnibus Reply to Opposition to Urgent Motion to Supplement the Record on Appeal in UCC v. Verity and reviewed and revised Critical Dates Memorandum accordingly.
11/12/19	L. Macksoud	6.10	2,670.28	APP	Draft fact and background section of answering brief to 9th circuit court of appeals.
11/12/19	K.M. Howard	0.40	100.30	APP	Further analysis of streamlined request by Appellees to extend briefing deadlines in the Ninth Circuit Appeal in UCC v. Verity, UMB Bank and reviewed and revised Critical Dates Memorandum accordingly.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/13/19	K.M. Howard	0.30	75.23	APP	Analysis of Orders (x2) to Appellant's Motions to Supplement the Records on Appeal.
11/15/19	L. Macksoud	3.60	1,575.90	APP	Outline 9th circuit answering brief and research relevant issues.
11/17/19	C. Montgomery	0.20	160.00	APP	Check docket regarding committee motion to expand record and communications with L Macksoud re same.
11/18/19	L. Macksoud	0.80	350.20	APP	Confer with C. Montgomery re appeal brief (.3), research case law related to adequate protection issues (.5)
11/19/19	L. Macksoud	5.00	2,188.75	APP	Draft DIP Appeal
11/20/19	L. Macksoud	7.50	3,283.13	APP	Review relevant case law and continue to draft 9th circuit appeal brief
11/21/19	L. Macksoud	13.50	5,909.63	APP	Research and review case law and continue to draft 9th Circuit DIP Appeal.
11/21/19	S. Schrag	1.70	571.20	APP	Conduct legal research related to adequate protection of prepetition secured creditors.
11/22/19	S. Schrag	1.00	336.00	APP	Conduct legal research related to adequate protection of prepetition secured creditors.
11/25/19	L. Macksoud	3.70	1,619.68	APP	Continue researching and drafting DIP appeal
11/26/19	L. Macksoud	2.80	1,225.70	APP	Draft and edit 9th circuit appeal brief.
Subtotal		63.90	28,497.02		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B100 - Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	K.M. Howard	0.40	100.30	B100	Reviewed Critical Dates Memorandum to determine hearings before the court for the week of November 4, 2019.
11/04/19	K.M. Howard	0.30	75.23	B100	Cross-referenced Critical Dates Memorandum to the Court's Tentative Rulings to determine matters still before the court on November 6, 2019 hearing calendar (.2) and discussed same with Sam Maizel (.1).
11/05/19	N. Koffroth	0.20	100.30	B100	Review and analyze tentative rulings
11/13/19	S. Maizel	1.00	800.00	B100	Conference call with E. Paul, etc. re pending issues.
11/19/19	S. Maizel	0.40	320.00	B100	Telephone conference with T. Moyron re pending issues.
11/19/19	K.M. Howard	0.80	200.60	B100	Cross-referenced deadlines and hearings in the Critical Dates Memorandum to the docket to determine that all hearings and deadlines have been recorded.
11/20/19	C. Doherty, Jr.	0.20	74.80	B100	Review court "Hearing Helds" on docket regarding Verity cases.
11/21/19	S. Maizel	2.00	1,600.00	B100	Discussion of go forward strategy with T. Moyron, etc. (.7); telephone conference with D. Galfus re same (1.3).
11/21/19	C. Heddesheimer	0.30	130.05	B100	Attend weekly update call.
11/22/19	M. Sanchez	0.30	76.50	B100	Review previously produced exhibits and send to attorney for his use and review.
11/25/19	M. Ciziunas	0.40	112.20	B100	Conduct research to locate a home address for Jim Saloman of Questar per S. Martin.
11/26/19	T. Moyron	0.40	207.40	B100	Analyze email from N. Haslun re MOR (.1); exchange emails with Committee counsel re meeting (.1); analyze email from N. Haslun re notice of abandonment (.1); analyze email from A. Ruda re independent contractor (.1).
Subtotal		6.70	3,797.38		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	T. Moyron	0.20	103.70	B110	Analyze email from UST re quarterly payments (.1); exchange emails with P. Chadwick regarding same (.1).
11/05/19	T. Moyron	1.20	622.20	B110	Analyze correspondence related to VMG (.2); analyze notices regarding additional stipulation with MOB (.1); analyze stipulation to continue hearing Seoul (.1); analyze correspondence regarding UCCs (.1); analyze issues related to fees (.2); analyze email from E. Tilman re claims (.2); analyze correspondence re SPA re Marillac (.2); exchange emails with E. Paul re tentative ruling (.1).
11/06/19	N. Koffroth	1.20	601.80	B110	Meeting with T. Moyron analyzing case project memorandum
11/06/19	M. Sanchez	0.40	102.00	B110	Discussion with attorney regarding motion to be filed and exhibits to be filed.
11/06/19	M. Sanchez	5.90	1,504.50	B110	Locate, prepare, redact, and assemble voluminous exhibits to be attached to motion
11/06/19	M. Sanchez	0.30	76.50	B110	Research court website regarding procedure to file large document filings
11/07/19	M. Sanchez	0.50	127.50	B110	Preparation of Orders and lodge Orders on Court's website.
11/07/19	M. Sanchez	0.40	102.00	B110	Review of Exhibit 5-B and determine whether or not there is an executed copy for use as an exhibit
11/07/19	M. Sanchez	0.70	178.50	B110	Finalize all exhibits for filing with the court
11/08/19	M. Sanchez	0.60	153.00	B110	Review and revise exhibits and add redactions to exhibits
11/08/19	M. Sanchez	0.50	127.50	B110	Review of Excel spreadsheet to be used as exhibit to motion and prepare document to be used as exhibit
11/08/19	S. Maizel	0.20	160.00	B110	Review and respond to email from Molina Health re Angeles IPA issues.
11/12/19	M. Sanchez	1.20	306.00	B110	Revise exhibits to exclude CBAs and renumber exhibits only to include documents to be used with motion

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/13/19	M. Sanchez	0.30	76.50	B110	Communicate with attorney regarding filing of pleading and review exhibits a final time to verify all exhibits are correct
11/19/19	G. Medina	0.60	175.95	B110	Communication with T. Moyron regarding filing numerous declaration of service (0.1); review and file declarations and send filed copies to T. Moyron (0.5).
11/20/19	T. Moyron	3.60	1,866.60	B110	Analyze correspondence related to Premier (.1); analyze correspondence regarding cure and A/R response (.3); analyze email from P. Opp, et al. re open items report (.2); analyze P. Saba, et al. re stipulation (.1); analyze R. Shirley, et al. emails re objection (.3); analyze correspondence related to TSA (.2); analyze correspondence re orders granting motions to disallow claim (.2); analyze closing deliverables (.1); analyze issues related to WARN (.3); analyze IDX issues (.1); analyze E. Paul, et al., emails re schedules (.2); analyze E. Paul, et al., emails re SOAR (.2); analyze order re adversary proceeding (.1); analyze order and related issues re DS (.2); correspondence related to BRG monthly fee application (.1); analyze email from E. Paul re tail (.1); analyze emails regarding UCCs (.1); analyze T. Hopper emails re claimants (.1); analyze email from M. Goldberg re Abbot (.1); analyze emails related to tax claims (.2); analyze E. Paul email re LA Care (.1); analyze E. Tilman email re UNAC (.1); analyze E. Paul email re claims (.1).
11/22/19	T. Moyron	0.90	466.65	B110	Exchange emails with J. Schlant re cash on hand (.2); analyze WARN matters (.2); analyze issues related to ex parte to seal (.2); analyze emails re provider agreements (.2); analyze J. Schlant email re plan matters (.1).
Subtotal		18.70	6,750.90		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	N. Koffroth	0.40	200.60	B130	Draft conflicts list and initial conflicts list for advisor
11/04/19	C. Montgomery	0.10	80.00	B130	Communications with T Conner and R Adcock regarding Premier share account (.1)
11/05/19	G. Miller	0.50	221.00	B130	Draft omnibus stipulation.
11/05/19	J. Fisher	0.80	302.40	B130	Work on NDA matters (0.5); conferences and correspondence regarding same (0.3).
11/11/19	S. Martin	0.60	456.45	B130	Review email from H. Kevane regarding risk pools (.1); confer with H. Kavene regarding same (.4); review email from R. Adcock regarding employee transition status (.1).
11/13/19	P. Maxcy	0.20	147.90	B130	Check status of assignment motion.
11/13/19	T. Moyron	1.60	829.60	B130	Analyze matters and case related to SGM (.4); analyze issues related to Medtronic (.1); analyze matters related to Lockton fee application (.2); analyze A. Mittiga email re VMF (.1); analyze order granting motions re records (.1); analyze H. Kevane, et al., emails re SVIPA cure (.2); analyze J. Schlant email re declaration (.1); analyze email from D. McGehrin re objection deadline (.1); analyze A. Herman, et al., emails re fees (.1); review analysis re response to Committee (.2).
11/20/19	C. Montgomery	0.70	560.00	B130	Communications with T Conner, P Chadwick and K Neufeld regarding Premier settlement and second payment following share sale (.4) ; follow up with TConner and F Nuefel re payment (.3)
11/21/19	J. Fisher	0.70	264.60	B130	Review Fleming Re bid; update chart to reflect same.
11/22/19	S. Alberts	0.20	160.00	B130	Sienna Pharma. Receive and comment on client communication about potential acquisition terms.
11/27/19	A. Dondoyano	0.10	32.30	B130	Order good standing certificates.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/27/19	C. Montgomery	0.20	160.00	B130	Communications with D Galfus regarding Premier cash collection and claims.
11/27/19	C. Montgomery	0.20	160.00	B130	Communications with D Galfus and T Conner regarding Premier cash from rebates and share exchange.
	Subtotal	6.30	3,574.85		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B150 - Meetings of and Communications with Creditors

Date	Timekeeper	Hours	Amount	Task	Narrative
11/05/19	N. Koffroth	0.90	451.35	B150	Call with M. Shinderman, J. Behrens, et al. analyzing recovery model and issues concerning secured claims
11/14/19	T. Moyron	0.20	103.70	B150	Conference call with R. Adcock regarding Committee call.
11/14/19	N. Koffroth	1.30	651.95	B150	Call with C. Kearns, D. Galfus, et al. re issues raised by Committee (0.4); call with M. Shinderman, J. Behrens et al. re issues related to plan (0.5); call with T. Moyron, S. Maizel, et al. re open items raised by Committee and related strategy issues (0.4)
11/20/19	N. Koffroth	0.10	50.15	B150	Call with M. Shinderman and T. Moyron re responses to Committee's request for meeting
Subtotal		2.50	1,257.15		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B160 - Fee/Employment Applications

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	K.M. Howard	0.20	50.15	B160	Brief review of Interim Fee Application filed by Nelson Hardiman (.1) and conferred with John Moe regarding same (.1).
11/01/19	K.M. Howard	2.30	576.73	B160	Analysis of Dentons' June 2019 billing statements to comply with US Trustee's Guidelines in conjunction with Hatty Yip's pending analysis of Dentons' statements in Ledes format.
11/01/19	J.A. Moe, II	0.20	107.10	B160	/Dentons' Monthly and Interim Fee Applications/ In accordance with Hatty Yip's request, retrieve and transmit to Ms. Yip the Dentons' September Statements in LEDES (.10); retrieve and transmit to Hatty Yip the May/August Statements in LEDES in regard to Dentons' Third Interim Application (.10).
11/04/19	K.M. Howard	2.80	702.10	B160	Analysis of Dentons' June 2019 billing statements to comply with US Trustee's Guidelines and prepared chart reflecting as billed amounts and as itemized amounts.
11/04/19	J.A. Moe, II	0.10	53.55	B160	/Third Interim Fee Applications/ Telephone call from Rosa Shirley on Nelson Hardiman filing their Interim Fee Application.
11/04/19	J.A. Moe, II	0.10	53.55	B160	/Dentons Third Interim Application/ Review Analysis of the May and June Statements on compilation of time, for review with Hatty Yip.
11/04/19	J.A. Moe, II	0.40	214.20	B160	/Dentons Third Interim Application/ Research/review previous Declaration filed in support of Fee Application (.10); prepare a new a draft of an expanded Declaration Of Elspeth Paul in support of Dentons' Fee Application (.10). review the Third Interim Application and revise and expand the Declaration to refer to Monthly Statements and amounts sought in Third Interim Fee Application (.20).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	K.M. Howard	0.40	100.30	B160	Finalized and filed Notice of Thirteenth Monthly Fee Applications of Professionals paid by the Debtors for Allowance and Payment of Interim Compensation and Reimbursement of Expenses.
11/05/19	J.A. Moe, II	1.00	535.50	B160	/Dentons October Monthly Statement/ Preliminarily review first draft of the Statements (.10); commence review and revise Statements on Submatters 4, 5, 7, 8, 9, 10, 13, 16 and 19, in accordance with the U.S. Trustee Guidelines (.70); commence review and revise Statements on Submatter 6 (.20).
11/05/19	K.M. Howard	1.20	300.90	B160	Finalized analysis of Dentons' May and June 2019 billing statements to comply with US Trustee's Guidelines and prepared chart reflecting as billed amounts and as itemized amounts.
11/06/19	K.M. Howard	1.60	401.20	B160	Conferred with John Moe and further analysis of Dentons' May and June 2019 billing statements to comply with US Trustee's Guidelines with focus on entries needing itemized revisions.
11/06/19	J.A. Moe, II	4.70	2,516.85	B160	/Dentons October Monthly Statements/ Continue to review and revise the Statements on Submatter 6 (including INTAPP errors), in accordance with U. S. Trustee Guidelines (1.10); review and revise the Statements on Submatter 3, in accordance with U.S. Trustee Guidelines, including identifying sections of descriptions to be rewritten by Whipple, Welch, Martin, Fisher and Dondoyano (3.20); review and revise the Expense Statement (.10); forward all Statements for revising (.20); review the Whipple inserts and transmit for inclusion (.10).
11/07/19	K.M. Howard	0.40	100.30	B160	Analysis of Notice of Professionals' Monthly Fee Applications for September 2019, determined objection deadline, and reviewed and revised Critical Dates Memorandum accordingly.
11/07/19	K.M. Howard	0.20	50.15	B160	Email exchanges with J. Moe and K. Smith regarding the US Trustee Guidelines for monthly billing statements.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	K.M. Howard	0.70	175.53	B160	Reviewed newly revised itemized insertions into the May and June 2019 billing statements to comply with US Trustee Guidelines and prepared emails regarding same.
11/07/19	J.A. Moe, II	0.20	107.10	B160	/Dentons Third Interim Fee Application/ Review and make minor revisions to the Declaration Of Elspeth Paul (.10)I review the revised Declaration and transmit for internal review (.10).
11/07/19	J.A. Moe, II	0.50	267.75	B160	/Third Interim Period Fee Applications/ Prepare draft of proposed Order on Third Interim Period Fee Applications (for Dentons, BRG, Jeffer Mangels) (.20); revise, delete and complete with information the draft of the Order, reviewing Fee Applications to complete descriptions (.30).
11/07/19	J.A. Moe, II	0.70	374.85	B160	/Dentons October Monthly Statements/ Review E-Mail with revisions from Adam Dondoyano and forward for revising (.10); confer with Katherine Smith, review required revisions, and E-Mail to Sonia Martin on necessity to prepare revisions (.20); review revisions from Josh Fisher and transmit for revising (.10); review Kathryn Howard's revisions to Statements and transmit for revising (.30).
11/07/19	T. Moyron	0.10	51.85	B160	Analyze E. Paul declaration.
11/08/19	J.A. Moe, II	1.00	535.50	B160	/Dentons October Monthly Statements/ Review revised Statements received from Sonia Martin and transmit for revising (.20); review and confirm receipt of revisions of October descriptions from S. Martin, J . Fisher, A. Dondoyano and J. Whipple, and transmit for revising (.70); E-Mail to Margaret Welch on revisions (.10).
11/08/19	J.A. Moe, II	0.40	214.20	B160	/Dentons Third Interim Application/ Exchange E-Mails with Tania Moyron, make one minor revision to the Declaration Of Elspeth Paul, then assemble Fee Application and Declaration and transmit to Ms. Paul requesting signature and return of the Declaration.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/08/19	J.A. Moe, II	0.10	53.55	B160	/Dentons Third Interim Application/ Make minor revisions and additions to the proposed Order awarding fees and expenses.
11/12/19	J.A. Moe, II	0.30	160.65	B160	/Ordinary Course Professionals/ Review and revise the proposed Supplemental Declaration (.10); telephone call to Bridget Roche on changes and the process (.10); prepare draft of cover pleading (.10).
11/14/19	K.M. Howard	0.20	50.15	B160	Brief review of monthly fee application filed by Pachulski for October 2019.
11/14/19	J.A. Moe, II	1.50	803.25	B160	/Dentons October Fee Statement/ Preliminarily review Statements (.10); commence review of the first set of revisions to Statements on Submatters 4, 13, 8, 9, 5, 19 and 10, and make further revisions, in compliance with U.S. Trustee Guidelines (.40); review first set of revisions and make second set of revisions to the Statements on Submatter 6, in accordance with the U.S. Trustee Guidelines (.70); commence review of the first 24 pages of the first set of revisions and make second set of revisions to the Statements on Submatter 3, in compliance with the U.S. Trustee Guidelines (.30).
11/18/19	K.M. Howard	0.20	50.15	B160	Analysis of email from BRG regarding the objection period to their employment application to extend their duties and prepared reply thereto.
11/18/19	J.A. Moe, II	0.30	160.65	B160	/Dentons Third Interim Fee Application/ Review status of the filing of the Elspeth Paul Declaration, then reassemble and have filed the Declaration in support of the Fee Application.
11/18/19	J.A. Moe, II	1.40	749.70	B160	/Dentons October Monthly Statement/ Continue to review and revise second draft of the Statements on Submatter 3, in accordance with U.S. Trustee Guidelines.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	J.A. Moe, II	0.20	107.10	B160	/Dentons Third Interim Application/ Confer with Sam Maizel on proposed Order, review Order and transmit to Mr. Maizel for review (.10); review the Court's Tentative Ruling and confirm amounts due Dentons with Kathryn Howard (.10).
11/19/19	J.A. Moe, II	0.30	160.65	B160	/Ordinary Course Professionals/ Exchange E-Mails with Jason Reed, and review and assemble E-Mail and Attachments from Bridget Roche (.20); review status of the "cover pleading," the Second Supplemental Declaration and the Attachments (.10).
11/19/19	J.A. Moe, II	0.70	374.85	B160	/Third Interim Applications/ Telephone call returned to Tom Geher at Jeffer Mangels on Order on fees, and necessity to review proposed Order to insure accuracy (.10); exchange E-Mails with Mr. Geher and Peter Chadwick on approval of Order (.10); review Court's Tentative Rulings on Applications For Fees (.20); exchange E-Mails Mr. Geher and Mr. Chadwick on Tentative Ruling and telephone call to Daniel Koontz on resting on Rulings (.10); revise -- through two iterations and one additional deletion -- the proposed Order (.20).
11/19/19	J.A. Moe, II	0.30	160.65	B160	/Dentons October Monthly Statements/ Review and prepare for transmittal and transmit the second set of revisions to the Statements, for completion, with E-Mails to Katherine Smith.
11/20/19	J.A. Moe, II	0.30	160.65	B160	/Ordinary Course Professionals/ Review package of material from Bridget Roche, then prepare new "cover" pleading (.20); prepare E-Mail to Bridget Roche and to Jason Reed transmitting the proposed Declaration to be filed (10).
11/20/19	J.A. Moe, II	0.10	53.55	B160	/Interim Fee Applications/ Review proposed Order and exchange E-Mails with Tom Geher and Peter Chadwick on approval of expanded Order.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/20/19	J.A. Moe, II	0.20	107.10	B160	/Dentons October Monthly Statements/ Review latest revisions to the Statmtments and nececcity to obtain insert and internal time references to complete Statmtments in compliance with U.S. Trustee Guidelines.
11/21/19	J.A. Moe, II	0.40	214.20	B160	/Dentons October Monthly Statement/ Calculate work performed on compliance with U.S. Trustee Guidelines (.20); review Statements, identify entry to be modified and transmit for modification (.20).
11/21/19	N. Koffroth	1.30	651.95	B160	Draft BRG interim fee application (0.8); draft proposed order re BRG supplemental retention application (0.5)
11/21/19	K.M. Howard	0.60	150.45	B160	Email exchange with Nick Koffroth regarding Declaration of Non-Opposition to Supplement to BRG's Employment Application (.1); prepared Declaration of Non-Opposition to Supplement to BRG's Employment Application and assembled exhibits thereto (.5).
11/22/19	K.M. Howard	0.20	50.15	B160	Analysis of the Order Granting Debtors Supplemental Application For Entry Of An Order Authorizing Expansion Of The Scope Of The Services Of Berkeley Research Group, LLC, To Provide A Chief Financial Officer.
11/22/19	K.M. Howard	0.20	50.15	B160	Brief review of Jeffer Mangels' October Fee Application in conjunction with preparing notice.
11/25/19	K.M. Howard	0.20	50.15	B160	Email exchanges with Sam Maizel and Ann Bruscella regarding the allocation of Verity's payment.
11/25/19	J.A. Moe, II	0.10	53.55	B160	/Dentons October Monthly Statement/ Review status of completing the Statements with multiple inserts, and telephone call to Katherine Smith on completing all Statements in compliance with the U.S. Trustee Guidelines.
11/25/19	J.A. Moe, II	0.10	53.55	B160	/Professionals' Fee Applications/ Review Tania Moyron's E-Mail, telephone call with Sam Maizel and telephone call to James Behrens on Milbank and FTI filing their Fee Applications.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/26/19	J.A. Moe, II	0.50	267.75	B160	/Third Interim Fee Applications/ Telephone call from James Behrens on filing Third Interim Fee Application (.10); confer with Sam Maizel, on approval to file Fee Application (.10); telephone calls with Tania Moyron on Milbank filing a Fee Application (.20); review the Notice of hearing on Fee Applications for January 15th (.10).
11/26/19	J.A. Moe, II	0.40	214.20	B160	/Dentons October Monthly Statement/ Exchange E-Mails with Katherine Smith and preliminarily review second completed draft of Statements (20); initial review and internal distribution, and correct Statement on Submatter 9, conferring with Ms. Smith on correction (.20).
11/26/19	K.M. Howard	0.20	50.15	B160	Email exchanges with Sam Maizel regarding Dentons' October Monthly Fee Application.
11/26/19	K.M. Howard	3.30	827.48	B160	Analysis of Dentons' October 2019 billing statements (.9); prepared Summary of Hours and Fees for Dentons' Timekeepers (.9); prepared Summary of Time, Fees and Expenses for each Debtor (.8); prepared Dentons' Fifth Monthly Fee Application for October 2019 (.7).
11/27/19	K.M. Howard	0.70	175.53	B160	Analysis of October Fee Applications of: Dentons (.1), BRG (.1), Pachulski Stang (.1), Jeffer Mangels (.1), Nelson Hardiman (.1), Milbank Tweed (.1) and FTI Consulting (.1).
11/27/19	K.M. Howard	0.80	200.60	B160	Reviewed information culled from Professionals' Monthly Fee Application for October and prepared Notice of Fourteenth Monthly Fee Applications for October 2019.
11/27/19	K.M. Howard	0.50	125.38	B160	Reviewed, revised and finalized Dentons' Monthly Fee Application for October 2019 (.2) and filed same (.3).
11/27/19	K.M. Howard	0.40	100.30	B160	Reviewed, finalized and filed Dentons' Monthly Fee Application for October 2019.
11/27/19	K.M. Howard	0.30	75.23	B160	Reviewed Notice of Professionals' Monthly Fee Applications and reviewed and revised Critical Dates Memorandum to reflect objections deadlines.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/27/19	K.M. Howard	0.20	50.15	B160	Email exchanges with Sam Maizel regarding the October Fee Application.
11/27/19	T. Moyron	0.70	362.95	B160	Analyze BRG fee app, notice of fee app and monthly fee application (.4); internal emails regarding same (.3).
11/27/19	J.A. Moe, II	0.60	321.30	B160	/BRG Thirteenth Fee Application/ Review David Galfus' E-Mail and confer with Chris O'Meara on filing the Fee Application (10); exchange E-Mails and telephone call with Nick Koffroth on filing the Fee Application (.20); confer with Kathryn Howard and E-Mails to Tania Moyron on filing the BRG Fee Application (.10); telephone call with and E-Mail from on filing BRG Fee Application, and confer with Kathryn Howard and Chris O'Meara on filing (.20).
11/27/19	J.A. Moe, II	0.50	267.75	B160	/Dentons October Monthly Statements/ Multiple conferences with Kathryn Howard and exchange E-Mails with Tania Moyron on filing Monthly Fee Application (.30); telephone call with Tania Moyron on filing Fee Application and confer with Kathryn Howard on Application and Notice Of Applications (.20).
11/27/19	J.A. Moe, II	1.50	803.25	B160	/Dentons' October Monthly Fee Application/ Continue to review status of and authority to file Dentons' October Statement, exchanging E-Mails with Tania Moyron, Kathryn Howard and Chris O'Meara, and telephone conferences with Ms. Howard, on obtaining authority to proceed (.80); conferences with Ms. Howard, and exchange E-Mails with Ms. Howard, Ms. Moyron and Sam Maizel on Monthly Notice Of Professionals' Fees, reviewing the proposed Notice and obtaining approval to file the Notice (.70).
Subtotal		39.00	15,758.18		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B170 - Fee/Employment Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
11/05/19	C. Montgomery	0.10	80.00	B170	Communications with S Schrag regarding Milbank application.
11/05/19	J.A. Moe, II	0.20	107.10	B170	/Milbank Fee Applications/ Confer with Sarah Schrag on the Objection to the Milbank Thirteenth Monthly Fee Application, also reviewing status of Milbank's Third Interim Application, then reviewing the Fee Procedures Order and the subject of an Objection.
11/05/19	S. Schrag	11.10	3,729.60	B170	Review various Milbank fee applications (1.8); Review various FTI fee applications (1.4); review Court Orders regarding payment of professionals (.9); confer with J. Moe regarding filing objection to Milbank and FTI fee applications (.2); revise Objection to Milbank fee applications (2.9); revise objection to include FTI Fee applications (1.9); confer with C. Montgomery regarding Objection (.2); conduct legal research related to Objection (1.8).
11/06/19	S. Schrag	0.30	100.80	B170	Confer with C. Montgomery regarding Objection to Milbank and FTI's fee applications (.1); revise Objection (.2).
11/06/19	C. Montgomery	0.70	560.00	B170	Communications with S Schrag regarding Milbank objection.
11/07/19	C. Montgomery	0.20	160.00	B170	Communications with S Schrag and S Maizel regarding fee application objection timing (.1); communications with T Moyron re same (.1).
11/07/19	J.A. Moe, II	0.30	160.65	B170	Review E-Mails from Sam Maizel, Claude Montgomery and Tania Moyron on Objection (.10); confer with Kathryn Howard and confirm date (.10); telephone call from Claude Montgomery on date for Objection (.10).
11/12/19	S. Schrag	6.30	2,116.80	B170	Continue drafting Objection to Milbank and FTI fees (1.9); conduct research related thereto (1.8); continue reviewing Milbank's fee applications (1.2); continue reviewing FTI's fee applications (1.4).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/13/19	S. Schrag	3.50	1,176.00	B170	Continue reviewing Milbank and FTI fee applications (.8); continue drafting objection to fee applications (2.3); confer with T. Moyron regarding the same (.1); confer with C. Montgomery regarding the same (.3).
11/13/19	C. Montgomery	0.60	480.00	B170	Review Milbank objection and confer with S Schrag re same.
11/14/19	C. Montgomery	0.20	160.00	B170	Communications with S. Chrag regarding Milbank and FTI totals in excess of Investigatoin CAP and in violation of "challenge" restrictions.
11/14/19	S. Schrag	8.90	2,990.40	B170	Continue analyzing Milbank's fee applications (2.2); continue analyzing FTI fee applications (1.7); continue drafting objection to fee applications (2.9); conduct research related thereto (1.7); confer with T. Moyron regarding the same (.2); confer with C. Montgomery regarding the same (.2).
11/15/19	S. Schrag	0.30	100.80	B170	Review correspondence regarding Objection to Milbank and FTI fee application.
11/18/19	S. Schrag	0.10	33.60	B170	Confer with T. Moyron regarding objection to Milbank and FTI's fee applications.
11/18/19	T. Moyron	0.10	51.85	B170	Prepare internal email re Committee.
11/19/19	S. Schrag	2.60	873.60	B170	Continue reviewing Milbank fee applications (.7); continue drafting objection to the same (1.9).
11/19/19	C. Montgomery	1.40	1,120.00	B170	Review draft objection to Milbank and FTI fees (.2); Draft letter to Milbank regarding Investigation limits (1.2).
11/20/19	S. Schrag	4.40	1,478.40	B170	Continue reviewing Milbank fee applications (.8); continue drafting objection to the same (3.6).
11/21/19	S. Schrag	2.10	705.60	B170	Continue reviewing Milbank fee applications (.8); continue drafting objection to the same (1.3).
11/22/19	S. Schrag	5.30	1,780.80	B170	Continue reviewing Milbank fee applications (1.9); continue drafting objection to the same (3.4).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/25/19	S. Schrag	1.00	336.00	B170	Revise Objection to UCC, Milbank, and FTI fees.
11/25/19	C. Montgomery	0.10	80.00	B170	Communications with J Moe regarding Milbank application.
	Subtotal	49.80	18,382.00		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
11/05/19	K.M. Howard	0.30	75.23	B190	Telephone conference with John Moe regarding the monitoring of the underlying litigation and changing the registered agent for all debtors after the sale and reviewed email regarding same.
11/05/19	J.A. Moe, II	1.00	535.50	B190	Prepare for conference call on management of post sale litigation (.10); conference call with Elspeth Paul, Peter Chadwick and Karleen Murphy on responsibility for Litigation post sale (.40); confer with Karleen Murphy on responsibility for litigation and confer with Kathryn Howard on CT Corporation as Agent (.20); second call with Ms. Howard on CT Corporation (.10); E-Mail to Ms. Howard on CT Corp. (.20).
11/05/19	K. Murphy	0.80	333.20	B190	Attend conference call with Elspeth Paul, Peter Chadwick, and John Moe to discuss handling of Verity Post Transaction cases (.4); attend pre-conference call meeting with John Moe (.2); and attend post conference call meeting with John Moe (.2).
11/05/19	K. Murphy	0.10	41.65	B190	Analyze email from John Moe to Kathryn Howard re follow up on Elspeth Paul's inquiry on substituting agent for service of process with CT Corporation.
11/05/19	K. Murphy	0.80	333.20	B190	Attend conference call with Elspeth Paul, Peter Chadwick, and John Moe to discuss handling of Verity Post Transaction cases (.4); attend pre-conference call meeting with John Moe (.2); and attend post conference call meeting with John Moe (.2).
11/06/19	K. Murphy	0.30	124.95	B190	Analyzed email from KCC regarding report of review and status of various proof of claims per request of Elina Tillman (.1) and draft email to Ms. Tillman advising of KCC's search results (.2).
11/07/19	K. Murphy	0.40	166.60	B190	Attend further conference call with Elspeth Paul, Peter Chadwick, and John Moe to discuss handling of Verity Post Transaction cases.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	T. Moyron	0.20	103.70	B190	Analyze E. Tilman, et al., emails re settlements.
11/18/19	T. Moyron	1.60	829.60	B190	Conference call with R. Adcock (.3), P. Chadwick (.2); D. Galfus (.5); E. Paul (.3) re Adversary Proceedings, upcoming hearing and related issues; conference call with lenders' counsel re adversary proceedings (.1); analyze issues related to timing and adversary proceeding (.2).
11/21/19	K.M. Howard	0.40	100.30	B190	Analysis of Motion to Approve Compromise between Debtors and LA Care Health Plan and reviewed and revised Critical Dates Memorandum accordingly.
11/26/19	C. Montgomery	1.10	880.00	B190	Review materials for discussion with J. Moe regarding Aaron Raj (.7) ; conference call J. Moe, LA Fernandez and E. Tilman regarding Wahidi order and administrative expense bar date order (.4)
11/26/19	K. Murphy	2.20	916.30	B190	Analyzed Ted Hopper Verity Litigation Chart for all types of claims and prepare updates to KFM Verity Litigation Management Chart to reflect changes to the same (2.0); and confer with Ted Hopper re various updates (.2).
11/26/19	K. Murphy	2.20	916.30	B190	Analyzed Ted Hopper Verity Litigation Chart for all types of claims and prepare updates to KFM Verity Litigation Management Chart to reflect changes to the same (2.0); and confer with Ted Hopper re various updates (.2).
Subtotal		11.40	5,356.53		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B195 - Non-Working Travel

Date	Timekeeper	Hours	Amount	Task	Narrative
11/12/19	S. Martin	2.20	1,673.65	B195	Travel to Los Angeles for emergency hearing.
11/13/19	N. Koffroth	0.40	200.60	B195	Travel from emergency hearing on stipulation with Attorney General re enforcement motion
11/13/19	S. Martin	2.60	1,977.95	B195	Return travel from Los Angeles to San Francisco.
11/19/19	C. Montgomery	2.50	2,000.00	B195	Travel DC to LA office Dentons.
11/20/19	C. Montgomery	1.50	1,200.00	B195	Travel Office to LAX and checkin.
11/20/19	N. Koffroth	0.40	200.60	B195	Travel to and from court re hearing on Seoul Medical Group motion for expedited assumption or rejection.
11/21/19	C. Montgomery	5.50	4,400.00	B195	EST flight from LAX to JFK.
11/26/19	N. Koffroth	0.40	200.60	B195	Travel to (0.2) and from (0.2) status conference re status of SGM sale
11/26/19	S. Martin	3.60	2,738.70	B195	Return travel to San Francisco.
Subtotal		19.10	14,592.10		
Less Discount to Client			(14,592.10)		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B200 - Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	T. Moyron	0.10	51.85	B200	Analyze MD Ranger Verity contract matters.
	Subtotal	0.10	51.85		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	J.A. Moe, II	0.60	321.30	B210	/Post Closing Issues/ Prepare for conference, including review of Peter Chadwick's draft Chart (.10); conference call with Elspeth Paul, Peter Chadwick and Karleen Murphy on post closing responsibilities (.40); telephone call to Mr. Chadwick on addition to the Chart (.10).
11/07/19	J.A. Moe, II	0.20	107.10	B210	/RFK Medical Records/ Review and update Notice on right to claim records, then transmit updated Notice for internal review.
11/08/19	P. Maxcy	0.30	221.85	B210	Respond to vendor issues.
11/08/19	J.A. Moe, II	0.20	107.10	B210	/RFK Medical Records/ Exchange E-Mails with Tania Moyron on completion of Notice on disposal of records (.10); review Code section 351 and Rule 6011 (.10).
11/12/19	G. Miller	0.60	265.20	B210	Draft order approving motions to destroy patent records and non-patient records.
11/12/19	J.A. Moe, II	0.30	160.65	B210	/Disposal of Records/ Review E-Mails on Orders and exchange E-Mails with Geoffrey Miller on Orders on two Motions (.10); review the draft Orders and Bob Richards' proposed addition (.10); exchange E-Mails with Mr. Miller on final version of the two Orders (and on lodging Orders) (.10).
11/13/19	K.M. Howard	0.20	50.15	B210	Analysis of Order Granting Motion for Order Authorizing Disposal of Patient Records to determine pending deadlines.
11/13/19	K.M. Howard	0.20	50.15	B210	Analysis of Order Granting Motion For Order Authorizing Disposal Of Certain Business And Other Non-Patient Records to determine pending deadlines.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	J.A. Moe, II	1.00	535.50	B210	Revise proposed insert for Omnibus Reply on destruction and retention of records in general, and E-Mail to Bob Richards on additional language (.30); review and modify entire description (.20); review the Plan for definitions (.10); review Order (Docket 3396) for reference in the insert and correct quotation (.10); make additional changes -- through three iterations -- to the insert (.30).
Subtotal		3.60	1,819.00		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B220 - Employee Benefits/Pension

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	S. Alberts	0.80	640.00	B220	Pension. Inquire into status of the Motion to approve PBGC (.1); prepare for (.2) and confer with PBGC and Debtor team about document retention and formal filing requirements and next steps (.4) and follow up (.1).
11/10/19	S. Alberts	0.10	80.00	B220	Pension. Receive message from A. Ruda concerning termination of DC plans and CBAs and relay info to N. Koffroth.
11/11/19	S. Alberts	0.20	160.00	B220	Pension. Communicate internally (.1) and then with PBGC about providing advanced copy of motion seeking approval of settlement (.1).
11/11/19	N. Koffroth	0.20	100.30	B220	Draft analysis of issues related to defined contribution plans.
11/12/19	S. Alberts	0.60	480.00	B220	Pension. Receive request from PBGC concerning status of settlement and other pleadings and respond (.1); seek and obtain authority to deliver draft of settlement approval motion (.1); review current motion, request minor changes and draft stamping (.2); obtain, review cover email and authorize with minor change (.2).
11/14/19	S. Alberts	0.40	320.00	B220	Pension. Receive, review and verify PBGC changes to Settlement Motion.
11/14/19	M. Maryn	0.40	320.00	B220	Review draft motion to approve settlement with the PBGC.
11/14/19	C. Doherty, Jr.	0.10	37.40	B220	Respond to email from Mr. Alberts regarding Rabbi Trust Motion.
11/18/19	C. Doherty, Jr.	0.20	74.80	B220	Review emails from labor counsel regarding omnibus motion.
11/19/19	C. Doherty, Jr.	1.10	411.40	B220	Prepare Rabbi Trust Motion per comments from client and Dentons team.
11/19/19	S. Alberts	0.70	560.00	B220	Pension. Receive, review and comment on Rabbi trust fund motion (.4); receive revisions and began further changes (.3).
11/21/19	S. Alberts	0.70	560.00	B220	Pension. Further revisions and circulate motion regarding rabbi trust.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/23/19	S. Alberts	0.40	320.00	B220	Pension. Review W. Littell's comment to Rabbi Trust pleading papers and respond (.2), and follow up with S. Sharrer (.2).
11/24/19	S. Alberts	0.20	160.00	B220	Pension. Communication re: rabbi trust issues.
11/25/19	S. Alberts	1.10	880.00	B220	Pension. Communicate with C. Doherty (.2) and S. Sharrer (.1) concerning Rabbi Trust motion papers (.3), conference with S. Sharrer (.2) and C. Doherty (.2) about final changes to Rabbi Trust papers and follow up (.1).
11/25/19	C. Doherty, Jr.	1.00	374.00	B220	Prepare Rabbi Trust Motion per comments from client and Dentons team.
11/26/19	C. Doherty, Jr.	0.20	74.80	B220	Review emails from Transamerica regarding Rabbi Trust Motion.
Subtotal		8.40	5,552.70		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B230 - Financing/Cash Collections

Date	Timekeeper	Hours	Amount	Task	Narrative
11/05/19	K.M. Howard	0.40	100.30	B230	Analysis of two stipulations continuing the challenge deadlines and reviewed and revised Critical Dates Memorandum accordingly.
11/06/19	K.M. Howard	0.40	100.30	B230	Analysis of Order Approving Stipulation Between Verity Mob Financing, LLC And The Official Committee Of Unsecured Creditors Extending Challenge Deadline and reviewed and revised Critical Dates Memorandum.
11/06/19	K.M. Howard	0.40	100.30	B230	Analysis of Order Approving Stipulation Between Verity Mob Financing II, LLC And The Official Committee Of Unsecured Creditors Extending Challenge Deadline and reviewed and revised Critical Dates Memorandum accordingly.
11/07/19	D. Pina	0.30	95.63	B230	Review amended NDAs and supplement case records and distribute to L. Macksoud re: Wells Fargo.
11/08/19	D. Pina	0.20	63.75	B230	Review amended NDAs and supplement case records and distribute to L. Macksoud re: US Bank.
11/13/19	T. Moyron	0.30	155.55	B230	Analyze issues related to DIP Order re Committee litigation.
11/18/19	D. Pina	0.20	63.75	B230	Review 11th amended NDA entered into with UMB Bank and update electronic case records (.1); distribute copies to L. Macksoud (.1).
11/25/19	K.M. Howard	0.40	100.30	B230	/Committee Litigation/Analysis of the Order Continuing the Hearing on the Motion to Dismiss in the Committee Litigation and reviewed and revised Critical Dates Memorandum accordingly.
11/26/19	K.M. Howard	0.40	100.30	B230	Analysis of UCC's Omnibus Objections to Claims filed by UMB Bank, US Bank and Wells Fargo and reviewed and revised Critical Dates Memorandum accordingly.
11/29/19	S. Maizel	1.10	880.00	B230	Telephone conference with C. Montgomery, etc. re equity diminution issues.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
	Subtotal	4.10	1,760.18		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B240 - Tax Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	T. Santoli	2.30	1,837.70	B240	Discussion with B. Davison regarding tax issues related to tax-exempt status (.1); review of same (.4); review and revise email response from B. Davison (1.8 hours).
11/11/19	B. Davison	3.80	3,040.00	B240	Research and prepare response to effect of bankruptcy on tax exempt status.
	Subtotal	6.10	4,877.70		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B250 - Real Estate

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	M.M. Welch	4.10	1,097.78	B250	Revise form letters from lessors of leases being assumed by KPC (2.20); circulate drafts of UCC3 Amendments to Joe Vizzini and Jon Emerson at Berkeley Research Group (.50); review email communication from Jim Kiley of Berkeley Research Group regarding tenant direction letters (.10); telephone and e-mail communications with Jim Kiley regarding tenant direction letters (.20) ; revise UCC lien tracker with Dentons' Comments (.80); draft UCC3 Amendments for NSF Leasing (.20); compose e-mail to attorneys regarding to whom cure letters should go when there are two (2) secured parties (.10) .
11/05/19	M.M. Welch	0.10	26.78	B250	Read email from Carolyn Richter: Re: Verity - email address for notice of cure letters Read email from Carolyn Richter: RE: Verity - email address for notice of cure letters Read email from Carolyn Richter: Re: Verity - email address for notice of cure letters
11/05/19	C. Richter	1.00	646.00	B250	Call with Allen Sussman and Margaret Welch regarding cure letters and equipment leases being assumed (.5); call with Jim Kiley at BRG and Margaret Welch regarding goodbye letters to tenants and hello letters from the buyer, KPC Hospital Holdings, LLC (.5).
11/12/19	M.M. Welch	1.60	428.40	B250	Read email from Joe Vizzini of Berkeley Research Group regarding Financial Pacific Leasing POC and UCC-1 (.10) ; draft UCC# Amendment forFinancial Pacific Leasing POC (.50) review revised UCC lien tracker received from Joe Vizzini at Berkeley Research Group (1.00).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/13/19	M.M. Welch	5.00	1,338.75	B250	Read email from Joe Vizzini at Berkeley Research Group regard the GE HFS and NSF Leasing (.10) review UCC1 Filings for De Lage Landen Financial (.50); revise UCC3 Amendments for St. Vincent De Lage Landen Financial Services, Inc.(.50); revise UCC3 Amendments for St. Vincent Siemens Diagnostic Finance Co LLC (.50); draft UCC3 Amendments to St. Vincent Siemens Diagnostic Finance Co LLC. #10-7221028467 (.30); review UCC Search Results dated June 2018 to locate additional UCC1 initial filings; (1:00); review cure letter for Siemens Healthcare Diag Inc. (.20) review UCC1 initial filings for Siemens Healthcare Diag Inc. (.20); review and draft UCC3 Amendment for St. Vincent Siemens Diag Healthcare Inc. (.20); draft St. Vincent Siemens Diag Healthcare Inc. #18-7639943454 - UCC3 Amendment - Change Debtor name (.20); draft UCC3 Amendment to St. Vincent to Siemens Diag Healthcare Inc. #18-7639943575(.30); draft Siemens Diagnostic Finance Co LLC. #10-7221028467 - UCC3 Amendment - Change Debtor name(.20); draft UCC3 Amendment for Verity Health System to Dell Finance (.30); draft cure letters for Siemens Diagnostic Finance Co and Siemens Healthcare Diag Inc.(.50).
11/14/19	M.M. Welch	2.90	776.48	B250	Review revised UCC Lien tracker received from Joe Vizzini (1:20); revise cure letter and Exhibit A attachments for Seton to GE HFS (.70); review and respond to e-mails from Joe Vizzini at Berkeley Research Group (.50).; review lease for Zimmer US Inc. received from Joe Vizzini at Berkeley Research Group (.50).
11/15/19	J.A. Moe, II	0.40	214.20	B250	Confer with Margaret Welch on conference call, then join conference call with Ms. Welch, Elspeth Paul and Joe Vizzini (.20); confer with Carolyn Richter on proceeding with letters, reviewing with Ms. Richter the conference call and Elspeth Paul's subsequent E-Mail (20).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/15/19	M.M. Welch	4.20	1,124.55	B250	Continue to draft UCC3 Amendments (3:00); circulate cure letters with UCC3 Amendment to Joe Vizzini at Berkeley Research Group (:70); telephone conversation with Elspeth Paul, Joe Vizzini and John Moe regarding time line for sending cure letters (.50)
11/15/19	S. Harmelech	0.60	193.80	B250	Conference with A. Dondoyano regarding background of the deal, what real estate matters are involved, and what real estate documents need to be drafted.
11/15/19	C. Richter	2.50	1,615.00	B250	Conference with Margaret Welch re cure letters (.4); call with John Moe re same (.5); review numerous emails from Joe Vissini re equipment leases (1.0); call with Joe Vissini re same (.5); set up call with Verity working group for Monday evening (.1).
11/17/19	N. Moges	1.10	476.85	B250	Review diligence documents and identify key issues.
11/18/19	M.M. Welch	8.40	2,249.10	B250	Telephone conference with Elspeth Paul, Joe Vizzini, and Carolyn Richter regarding cure letters (.50); revise and draft cure letters to lessors to circulate to Joe Vizzini at Berkeley Research Group; (3:70); draft UCC 3 Amendments to attach to cure letters (4:00) respond to e-mails from Joe Vizzini at . Berkeley Research Group(.20)
11/18/19	N. Moges	1.50	650.25	B250	Conference with S. Harmelech to review diligence materials; review Owner's affidavit.
11/18/19	C. Richter	9.00	5,814.00	B250	Review chart tracker and draft letters and UCC amendments and exhibits files (2.0); meeting with Margaret Welch re same (.5); conference call with client group (Elspeth Paul and Joe Vizzini) re cure letters to equipment lessors (1.0); finalize cure letters to equipment lessors and distribute to Allen Sussman, counsel to KPC Hospital Holdings (4.5); breaking up large files of equipment lessor letters and redistributing to Allen Sussman (1.0).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/18/19	S. Harmelech	2.60	839.80	B250	Conference with N. Moges regarding what documents need to be reviewed and what needs to be revised; review all 593C Forms to ensure completed and that no information is left blank review all FIRPTA Certificates to ensure completed and that no information is left blank; and revise all Owner's Affidavits and GAP Undertakings to capture improvements and construction completed at the properties.
11/19/19	C. Richter	8.50	5,491.00	B250	Revise and finalize and distribute cure letters to Air Liquide (1.0); Cardinal Health (1.0), De Lage Landed Financial Servicers (.5); Financial Pacific Leasing (.5); GE HFS (.5), NFS Leasing and People's United Bank (1.0); Olympus America (1.0), Phillips Medical Capital (1.0), Siemens Healthcare Diagnostics (.5) NFS Leasing and People's United (.5); Zimmer and U.S. Bank (1.0).
11/19/19	M.M. Welch	7.70	2,061.68	B250	Telephone conversation with Joe Vizzini of Berkeley Research Group regarding cure letters (.20); revise cure letters and re-circulate revised cure letters to Allen Sussman at Loeb & Loeb LLP and Joe Vizzini (1.00); telephone conversations with Carolyn Richter (.50); continue reviewing and revising cure letters (5:00); draft cure letters for U.S. Bank Equipment Finance (1.0).
11/19/19	S. Harmelech	0.10	32.30	B250	Conference call with A. Dondoyano to discuss drafting the Quit Claim Deeds and what is needed from the legal descriptions from the title company.
11/20/19	M.M. Welch	4.30	1,151.33	B250	Review e-mail communication s regarding Phillips Medical Capital and organize in tracking folder (.50); review e-mail communication regarding executed cure letter for Olympus America and organize in tracking folder (.50) ; revise tracking folder with updated comments for responses to cure letters (3:00); e-mail communications with Ms. Paul at Verity Health Systems following up with date e-mail with cure letters were sent to Allen Sussman.(.30)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/21/19	M.M. Welch	3.70	990.68	B250	E-mail communications regarding cure letters (1:00); revise tracker to indicate response to cure letters (2:50); telephone conversation with Claude Montgomery and Carolyn Richter regarding mechanics lienholders and other service contracts being assumed (.20).
11/22/19	M.M. Welch	4.10	1,097.78	B250	At the request of attorney Montgomery, perform research in the Draft of Contract Description for lienholders.
11/25/19	M.M. Welch	2.60	696.15	B250	Input data of response from Lessors regarding cure letters into Tracker (2.30); e-mail communications from lessors (.30) .
11/26/19	M.M. Welch	4.60	1,231.65	B250	Revise Tracker for executed Cure Letters and responses received (1:30); Respond to e-mails from Lessors forwarding executed Cure Letters (.20); review redline comparison of Cure Letter from Michael Caruso regarding Cardinal Health 110 (.20); e-mail communications with Joe Vizzini regarding receipt of Cure letters (.10); organize and collate UCC3 Amendments to be recorded with California Secretary of State (2:80).
Subtotal		80.60	30,244.31		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B300 - Claims and Plan

Date	Timekeeper	Hours	Amount	Task	Narrative
11/21/19	T. Moyron	0.40	207.40	B300	Weekly claims call.
	Subtotal	0.40	207.40		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	R. Richards	0.40	289.20	B310	Work on second wave of claims objections.
11/05/19	K. Murphy	0.30	124.95	B310	Analyze email from Elina Tillman seeking information on various listed individuals re whether an administrative claim exists (.1); confer with John Moe to review existing administrative claims to answer Ms. Tillman's inquiry (.1); and draft responsive email to Ms. Tillman re results of search (.1).
11/05/19	K. Murphy	0.10	41.65	B310	Draft email to Andreas Estrada at KCC requesting additional information re Proof of Claims for various individuals per information request from Elina Tillman.
11/05/19	R. Richards	0.50	361.50	B310	Emails re AR a Minor order (0.2); call with defense counsel in AR a Minor (0.1); call and emails with John Emerson of BRG re response to California Tax supplemental request and claims processing status (0.2)
11/05/19	J.A. Moe, II	0.20	107.10	B310	Review with Karleen Murphy all Administrative Claims as to whether anyone of nine Claimants has an Administrative Claim (.10); review exchange of E-Mails with Karleen Murphy and Elina Tilman on determination of no Administrative Claims filed by any of nine Claimants (.10).
11/05/19	J.A. Moe, II	0.10	53.55	B310	/Objections to Claims/ Review Docket Entries on upcoming Objections to Claims.
11/05/19	J.A. Moe, II	0.20	107.10	B310	Review and order all Administrative Claims filed in response to the Bar Date.
11/05/19	J.A. Moe, II	0.10	53.55	B310	Review Elina Tilman's E-Mail on Proofs Of Claim filed by nine Claimants and whether Admin Claims were filed.
11/05/19	P. Maxcy	0.30	221.85	B310	Review draft settlement motion.
11/05/19	N. Koffroth	6.80	3,410.20	B310	Research and analyze statutory and case law concerning estimation of litigation claims for plan purposes
11/07/19	S. Alberts	0.20	160.00	B310	Claims. Confer with J. Moe about settlement of employment claims.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	M. Wege	0.80	632.40	B310	Review list of issues from prior call and correspond with J. Emerson concerning same (.3); review claims of trade creditors and prepare for call (.5)
11/07/19	R. Richards	0.50	361.50	B310	Prepare generic form of 503(b)(9) resolution stipulation and related cover email
11/07/19	T. Moyron	0.20	103.70	B310	Analyze for stipulation and correspondence regarding same re 503(b)(9) claims.
11/08/19	J.A. Moe, II	0.60	321.30	B310	/Objections To Claims/ Prepare for (.10) and conference call with Robert Richards, David Galfus, Jon Emerson and Mark Wege (.50) on Claims and Objections to Claims.
11/08/19	M. Wege	1.10	869.55	B310	Correspond with J. Moe (.1); review charts in advance of call (.5); attend weekly claims call (.5)
11/08/19	R. Richards	2.50	1,807.50	B310	Calls with Emerson of BRG re claims processing issues (0.2); revise and circulate generic form of Section 503(b)(9) resolution stipulation (0.2); emails re claims processing and review update claims charts (1.1); weekly call re claims (0.5); emails with California Tax re conference call (0.1); emails re rejection damages claims from SCC sale and review and forward key pleadings from same (0.4).
11/08/19	N. Koffroth	0.60	300.90	B310	Participate in call analyzing issues concerning potential claim objections with R. Richards, D. Galfus, et al.
11/11/19	R. Richards	0.90	650.70	B310	Work on second wave claims analysis (0.8); review and forward Morris withdrawal of proofs of claim (0.1).
11/11/19	M. Wege	2.50	1,976.25	B310	Extended work on analysis of claims objection categories and forward information to J. Emerson (2.0); review correspondence with J. Emerson on De Lage Laden lease status and review/forward claim (.3); correspond with R. Richards (.1); telephone conference with R. Richards on claims analysis (.1).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	J.A. Moe, II	1.50	803.25	B310	/Analysis of Claims/ Prepare for conference call on Claims, including review of Charts on Claims (.20); conference call with Bob Richards and Jon Emerson on analysis of value of Claims (.30); commence review of and annotate Jon Emerson Chart (.30); telephone call with Karleen Murphy continuing to review and annotating Emerson Chart (.40); create list of Claims and range of exposure for Mr. Emerson (.30).
11/11/19	J.A. Moe, II	0.10	53.55	B310	Review Mark Wege's detailed E-Mail on status of and Objections to Claims.
11/12/19	M. Zeefe	0.80	384.20	B310	Emails with S. Alberts re PBGC settlement motion (0.2); revise same (0.5); circulate same to L. Butler (0.1).
11/14/19	R. Richards	0.50	361.50	B310	Call with California tax and Verity re request for additional information to amend claims (0.3); follow up on additional information for open large employee claim (0.2)
11/18/19	R. Richards	0.20	144.60	B310	Check docket re claims objection responses and emails re preparing disallowance orders.
11/18/19	N. Koffroth	0.40	200.60	B310	Calls with T. Moyron x2 re Committee's objection to secured lenders' claims (0.2, 0.2)
11/18/19	T. Moyron	0.30	155.55	B310	Analyze objection to claim (.2); exchange emails with Committee counsel regarding same (.1).
11/19/19	J.A. Moe, II	0.10	53.55	B310	Review Tentative Rulings disallowing five Claims.
11/19/19	J.A. Moe, II	0.10	53.55	B310	Review Omnibus Objection to the Claims of U.S. Bank, UMB Bank and Wells Fargo Bank.
11/19/19	J.A. Moe, II	0.20	107.10	B310	/Administrative Claims: MCG Health/ Telephone call from Michelle McMahon, on right to file and background to MCG Health Administrative Claim, and review of E-Mail.
11/19/19	S. Maizel	0.30	240.00	B310	Email to C. Montgomery re UCC objection to secured claims.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	C. Montgomery	0.20	160.00	B310	Review Committee objection to UMB Bank and US Trust claims.
11/19/19	R. Richards	1.50	1,084.50	B310	Call with Jon Emerson of BRG re litigation claims (0.2); review and comment on drafts of claim disallowance orders (0.2); diligence re remaining litigation claims for disclosure statement claims estimate (0.8); review Committee objection to trustee claims (0.2); emails re strategy re same (0.1).
11/19/19	K.M. Howard	0.20	50.15	B310	Conference with John Moe regarding review of certain proofs of claim.
11/19/19	K.M. Howard	0.60	150.45	B310	Analysis of the court's notice setting a hearing on UCC's objections to numerous proofs of claim filed by UMB Bank, US Bank, Wells Fargo, brief review of claims and reviewed and revised Critical Dates Memorandum accordingly.
11/19/19	G. Miller	1.10	486.20	B310	Draft orders approving claim objections.
11/20/19	K.M. Howard	3.40	852.55	B310	Analysis of various charts identifying litigants who filed proofs of claim, reviewed proofs of claim for each litigant and prepared Notice Chart for Litigant Claimants.
11/20/19	R. Richards	0.50	361.50	B310	Review and forward further information to California tax (0.3); follow up on next waves of claims objections and November 20 claims disallowance orders (0.2).
11/21/19	K.M. Howard	1.90	476.43	B310	Analysis of various charts identifying litigants who filed proofs of claim, reviewed proofs of claim for each litigant, prepared Notice Chart for Litigant Claimants and revised and finalized Chart(1.3); prepared second notice chart of litigant claimants (.6).
11/21/19	M. Wege	0.70	553.35	B310	Review summary charts prior to claims call (.3); attend weekly claims call (.4)
11/21/19	G. Miller	0.40	176.80	B310	Call with H. Kevane re negotiations with payors re cure objections.
11/21/19	N. Koffroth	0.40	200.60	B310	Participate in weekly call analyzing strategy with respect to claims objections with T. Moyron, R. Richards, et al.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/21/19	J.A. Moe, II	0.30	160.65	B310	/Administrative Claims: Medimpact/ Review proposed Stipulation and exchange E-Mails with Jon Emerson on approval of Stipulation (.20); transmit Stipulation to Geoffrey Miller for review (.10).
11/21/19	J.A. Moe, II	0.40	214.20	B310	/Analysis on Amount of Claims/ Weekly conference call with Bob Richards, Mark Wege, Tania Moyron, Nick Koffroth and Jon Emerson on Objections to Claims, focusing on amount of Clams for the Disclosure Statement.
11/22/19	K.M. Howard	0.20	50.15	B310	Telephone conference with creditor regarding the status of the bankruptcy and filing a proof of claim.
11/25/19	J.A. Moe, II	0.30	160.65	B310	/Administrative Claim: MedImpact/ Telephone call to Lori Winkelman on proposed Stipulation (.10); E-Mail to Tania Moyron on approval of the proposed Stipulation (.20).
11/26/19	R. Richards	0.40	289.20	B310	Call from Vasquez counsel (0.1), follow up on insurance coverage for claim and review same (0.3).
11/27/19	R. Richards	0.30	216.90	B310	Call and email with Vasquez plaintiff attorney (0.1); review and forward email and attachment regarding Premier settlement and impact on pending filed proofs of claim by Premier (0.2)
Subtotal		36.20	20,156.18		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

B320 - Plan and Disclosure Statement (incl. Business Plan)

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	K. Murphy	0.10	41.65	B320	/ Insured Claims/ Analyze email from John Moe to Andreas Estrada from KCC re request for research on whether there are proof of claims filed for Bethany Duncan, Anne-Marie Bialeu, Maria Grace Tanglao, and Sara Modugno and response re same.
11/01/19	K. Murphy	0.10	41.65	B320	/ Insured Claims/ Analyze further email from John Moe to Andreas Estrada from KCC re request for research on whether there is a proof of claim for Mr. Arellana, and response re same.
11/04/19	C. Montgomery	0.20	160.00	B320	Communications with N Koffroth regarding 502(c) estimation of claims for okan outposes (.2).
11/04/19	C. Montgomery	2.60	2,080.00	B320	Communications regarding Committee call and plan issues (.1); phone call from D Galfus regarding PBGC and Committee plan problems and liquidation analysis (.3); review Plan B and compare to liquidation analysis models (1.0); phone calls with S Maizel, S Alberts, T Moyron and R Richards regarding plan log jam issues (1.2) .
11/04/19	N. Koffroth	1.80	902.70	B320	Research and analyze statutory and case law concerning settlement of litigation claims
11/04/19	N. Koffroth	1.00	501.50	B320	Call concerning strategy related to amendments to plan and disclosure statement with T. Moyron, S. Alberts, et al.
11/04/19	N. Koffroth	3.60	1,805.40	B320	Research and analyze issues concerning estimation of litigation claims for plan purposes.
11/04/19	S. Maizel	0.20	160.00	B320	Telephone conference with Tania Moyron re plan issues.
11/04/19	S. Maizel	1.10	880.00	B320	Telephone conference with T. Moyron, etc. re plan issues.
11/04/19	S. Maizel	1.50	1,200.00	B320	Research re estimation of claims re confirmation of plan.
11/04/19	R. Richards	1.00	723.00	B320	Call re plan strategy and issues.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	S. Alberts	1.20	960.00	B320	Plan. Confer with working group about plan confirmation issues (1.0) and follow up (.2).
11/04/19	T. Moyron	1.80	933.30	B320	Internal conference call regarding plan matters (1.0); analyze matters related to plan (.6); exchange emails with M. Shinderman re exclusivity (.1); exchange emails with BRG (.1).
11/05/19	T. Moyron	4.40	2,281.40	B320	Conference call with BRG, et al., regarding plan matters (.9); call with M. Shinderman, et al., regarding order, SGM and plan (1.3); analyze committee's objection (.3); research and analyze cases cited in Committee objection (.8); analyze plan matters (1.1).
11/05/19	S. Alberts	1.70	1,360.00	B320	Plan. Receive and review S. Maizel's comments to potential claim estimation strategy (.4); review 502(c) and Colliers on same (.6); follow up communication with working group by emails (.2) and call (.5).
11/05/19	J.A. Moe, II	0.10	53.55	B320	Review the Creditors' Committee's Response to the Debtors' Motion To Extend Exclusivity.
11/05/19	N. Koffroth	1.00	501.50	B320	Call with D. Galfus, P. Chadwick, et al. concerning analysis of recovery models
11/05/19	C. Montgomery	1.90	1,520.00	B320	Communications with S Alberts regarding 502(c) research (.1); communications with N Koffroth re same (.1); phone call with T Moyron, S Maizel, D Galfus and P Chadwick regarding plan issue update (1.0); attention to remediation insert for disclosure statement (.7).
11/06/19	C. Montgomery	1.20	960.00	B320	Phone conference with T Moyron, S Alberts, P Ricotta, D Bleck regarding plan issues (.7); phone conference with T Moyron and N Koffroth re plan tactics and disclosure statement (.5).
11/06/19	S. Maizel	0.20	160.00	B320	Telephone conference with D. Galfus re liquidation analysis (x2).
11/06/19	N. Koffroth	1.80	902.70	B320	Draft outline of omnibus reply in support of motion for approval of disclosure statement

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/06/19	N. Koffroth	0.50	250.75	B320	Call with T. Moyron and C. Montgomery analyzing issues concerning omnibus reply in support of motion to approve disclosure statement
11/06/19	S. Alberts	0.60	480.00	B320	Plan. Confer with co-counsel and Mintz about plan and claim resolution.
11/06/19	T. Moyron	2.70	1,399.95	B320	Conference call with lenders' counsel (.7); conference call with C. Montgomery re omnibus reply (.5); meeting with N. Koffroth regarding Committee's objections, Omnibus reply and other matters (1.2); correspond with P. Chadwick regarding timeline (.1); analyze timeline and adjust for plan filing (.2).
11/06/19	N. Koffroth	0.70	351.05	B320	Call with D. Bleck, P. Ricotta, et al. analyzing issues concerning recovery models
11/07/19	T. Moyron	2.00	1,037.00	B320	Call with BRG, et al. re Plan (.9); conference call with C. Montgomery regarding plan and Committee matters (.6); analyze matters related to disclosure statement response and prepare related correspondence (.4); Analyze email from Drew S. McGehrin (.1).
11/07/19	S. Alberts	0.50	400.00	B320	Plan. Confer with working group.
11/07/19	G. Marsh	1.00	621.00	B320	Consult on plan issues and research regarding same.
11/07/19	N. Koffroth	0.90	451.35	B320	Participate in call analyzing issues concerning plan of liquidation with D. Galfus, P. Chadwick, et al.
11/07/19	N. Koffroth	1.40	702.10	B320	Draft omnibus reply in support of motion to approve disclosure statement

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	C. Montgomery	4.10	3,280.00	B320	Phone calls with D Galfus regarding disclosure statement (1.3); phone call with S Alberts and D Galfus regarding disclosure statement issues (.8); phone call with T Moyron regarding inability to confirm plan under Committee theory (.6); communications with D Galfus regarding intercompany cash flows and petition date balances (.1); review estate recovery presentation (.6); phone conference with T Moyron and D Bleck and P Ricotta regarding 2005 holder approach to disclosure statement issues (.7).
11/08/19	K. Murphy	0.10	41.65	B320	/ Insured Claims / Analyze email from Ted Hopper re claims for Ypil, Doyle, and Perla.
11/08/19	C. Montgomery	0.20	160.00	B320	Phone call with T Moyron and N Koffroth regarding "even of" approach to response to Committee objections to disclosure statement.
11/08/19	N. Koffroth	3.60	1,805.40	B320	Draft omnibus reply in support of motion to approve disclosure statement
11/08/19	S. Alberts	0.70	560.00	B320	Plan. Review Secured draft argument on mootness of UCC objection and otherwise began work to aid in reply pleading (.5); communicate with working group about reply (.2).
11/08/19	T. Moyron	0.30	155.55	B320	Conference call with E. Paul and R. Adcock re DS and plan issues (.3).
11/08/19	T. Moyron	4.20	2,177.70	B320	Analyze and prepare omnibus reply.
11/09/19	S. Alberts	3.70	2,960.00	B320	Plan. Review UCC's objection to confirmation and Debtors' draft reply and communicated follow up questions and begin assessing relevant authority.
11/09/19	R. Richards	1.00	723.00	B320	Review draft of new Liquidation Analysis and comment on same (0.3); review draft of omnibus response to Disclosure Statement objections (0.7).
11/09/19	N. Koffroth	0.40	200.60	B320	Participate in call with D. Galfus and T. Moyron concerning issues related to recovery models

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/09/19	N. Koffroth	0.30	150.45	B320	Call with S. Alberts concerning research issues related to omnibus reply in support of motion to approve disclosure statement
11/09/19	N. Koffroth	7.10	3,560.65	B320	Draft omnibus reply in support of motion to approve disclosure statement
11/09/19	C. Montgomery	0.10	80.00	B320	Communications with T Moyron and N Koffroth re disclosure statement responses.
11/09/19	C. Doherty, Jr.	3.50	1,309.00	B320	Research for reply to UCC Disclosure Statement Objection.
11/09/19	S. Maizel	2.00	1,600.00	B320	Drafting reply to DHCS and CMS opposition to disclosure statement.
11/09/19	S. Maizel	0.20	160.00	B320	Telephone conference with D. Galfus, etc. re liquidation analysis.
11/10/19	S. Maizel	2.60	2,080.00	B320	Drafting inserts for omnibus reply to committee opposition to disclosure statement.
11/10/19	C. Doherty, Jr.	0.20	74.80	B320	Review emails regarding research for reply to UCC Disclosure Statement Objection.
11/10/19	N. Koffroth	7.10	3,560.65	B320	Draft omnibus reply in support of motion to approve disclosure statement
11/10/19	N. Koffroth	0.30	150.45	B320	Draft ninth stipulation continuing insurers' objection deadline re motion to approve disclosure statement
11/10/19	N. Koffroth	2.40	1,203.60	B320	Research and analyze issues concerning confirmation timeline and related rules (0.8); draft memorandum concerning the same (1.6)
11/10/19	R. Richards	0.80	578.40	B320	Review checklist (0.1), work on analysis of claims estimates for Disclosure Statement (0.7).
11/10/19	S. Alberts	2.70	2,160.00	B320	Plan. Review research, DIP Order and provide comments concerning Disclosure Statement reply (2.2); confer with T. Moyron and N. Koffroth regarding Reply (.5).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/10/19	T. Moyron	4.20	2,177.70	B320	Research cases and analyze cases re Omnibus Reply (1.7); coordinate, analyze and prepare omnibus reply (1.8); analyze and prepare project memo re Disclosure Statement and Plan (.6); prepare internal emails regarding same (.1).
11/10/19	T. Moyron	1.70	881.45	B320	Conference call with lender's counsel (.4); correspondence with D. Galfus re numbers (.2); correspondence regarding omnibus reply (.3); conference call with D. Galfus regarding plan matters (.8).
11/10/19	C. Montgomery	4.70	3,760.00	B320	Phone call with T Moyron re disclosure statement response(.2); communications with c kearns regarding approach yo expert witness issues(.6); review disclosure Statement liquidation analysis(.1); review Disclosure statement settlement article(.2); review omnibus response to objections(3.6)
11/11/19	C. Montgomery	5.10	4,080.00	B320	Communications with T Moyron regarding disclosure statement timeline and settlement theory(.1); communications with P Chadwick regarding witness roles (.1); phone conference S Alberts, D Galfus and J Schlant regarding petition date collateral values and response to Committee challenges(2.1); continue work on Disclosure statement omnibus Reply (1.5);phone conference with T Conner regarding petition date cash balances (.9) ; review adequate protection payment. Summary (.2) ; phone call D Galfus re postpetition cash reserves (.2)
11/11/19	J.A. Moe, II	0.10	53.55	B320	/Analysis Of Claims/ Exchange E-Mails with Jon Emerson and Tania Moyron on obtaining range of numbers on amount of Claims for the Disclosure Statement.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	J.A. Moe, II	0.40	214.20	B320	Review Charts on Assignments and E-Mails to Robert Richards, Geoffrey Miller and Tania Moyron on assignments for the Omnibus Reply and the Plan and Disclosure Statement (.10); telephone call with Robert Richards on assignments, an commencing work on Ballots and insert on books and records (.10); commence work on assembling last draft of the Ballots and assembling pleadings on disposition of books and records (.20).
11/11/19	J.A. Moe, II	0.20	107.10	B320	Exchange E-Mails on the PBGC Claims, separate treatment under the Plan and the separate Ballot.
11/11/19	J.A. Moe, II	0.20	107.10	B320	In regard to call with Bob Richards, exchange E-Mails with Bob Richards and Lee Whidden on Confirmation Hearing Notice and Notices of Non-Voting Accepting Status and Non Voting Rejecting Status.
11/11/19	J.A. Moe, II	1.50	803.25	B320	/Ballots/ Commence collection of Ballots and exchange E-Mails with Tania Moyron on Ballots (.30); review and revise -- through two iterations -- the Ballots (.90); review and make two sets of additional revisions to the Ballots (.30).
11/11/19	G. Medina	1.00	293.25	B320	Received request from B. Richards to obtain form Confirmation Hearing Notice, Notice of Non-voting Accepting Status and Notice of Non-voting Rejecting Status (0.1) Obtained, converted to word and sent to B. Richards per his request (0.9).
11/11/19	J.A. Moe, II	0.90	481.95	B320	Assemble and review pleadings on records, then prepare revised draft on an insert for the Omnibus Reply and for the Disclosure Statement and Plan on records retention and destruction (.40); review and revise -- through five iterations -- the insert on records (.50).
11/11/19	C. Doherty, Jr.	1.80	673.20	B320	Research for citations requested by team for disclosure statement reply.
11/11/19	N. Koffroth	0.10	50.15	B320	Draft stipulation to continue deadline for insurers to file objections to disclosure statement motion

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	N. Koffroth	2.90	1,454.35	B320	Draft omnibus reply in support of disclosure statement motion and in response to objections to disclosure statement
11/11/19	N. Koffroth	1.50	752.25	B320	Draft motion to continue hearing on disclosure statement motion
11/11/19	N. Koffroth	0.30	150.45	B320	Participate in call analyzing recovery model issues with E. Paul, P. Chadwick, et al.
11/11/19	N. Koffroth	0.30	150.45	B320	Draft proposed order granting motion to continue hearing on disclosure statement
11/11/19	T. Moyron	3.10	1,607.35	B320	Conference call with P. Chadwick regarding plan issues and other matters (.4); Conference call with BRG, E. Paul, et al., re Plan issues (.3); correspond regarding omnibus reply (.6); analyze and prepare aspects of omnibus reply (1.6); correspond with D. Galfus regarding costs of segregating funds (.2).
11/11/19	T. Moyron	0.30	155.55	B320	Conference call with D. Galfus regarding plan.
11/11/19	T. Moyron	1.20	622.20	B320	Analyze matters related to ballots, tax issues, reservation of rights, Seton, etc.
11/11/19	T. Moyron	1.20	622.20	B320	Analyze, prepare and finalize motion to continue and declaration in support thereof re Disclosure Statement (.9); correspond with R. Adcock, et al., regarding same (.3).
11/11/19	M. Zeefe	0.10	48.03	B320	Email to S. Alberts re RPHE claims for Plan.
11/11/19	S. Alberts	9.70	7,760.00	B320	DS. Draft insert for DS and DS Reply on PBGC and RPHE and circulate to internal team (1.5); work up insert for Reply on why UCC's objection should be overruled, including review certain case information (5.7); receive, review and comment on motion to extend DS reply deadline (.2); confer with BRG and C. Montgomery regarding secured creditor claims and available resources (1.6); confer with T. Moyron and team about potential settlement with secureds (.3) and follow up on next steps (.2); confer with D. Galfus regarding reply issues (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	K. Murphy	0.50	208.25	B320	Telephone call with John Moe re analysis of claims for Plan purposes.
11/11/19	R. Richards	4.70	3,398.10	B320	Review and annotate specific claims chart for claims range estimates in disclosure statement (0.7); call with Emerson of BRG re same (0.3); follow up emails re same (0.1); review filed plan solicitation procedures motion (0.5); work on tax inserts for Disclosure Statement (0.3); work on reservation of rights insert for disclosure statement (0.3); revise form of Disclosure Statement order (1.4); review updated draft of DS adequacy response (0.4); work on draft insert to respond to Committee's books and records objection and review relevant plan provisions re same (0.7).
11/12/19	M. Wege	1.70	1,343.85	B320	Review claims chart for Disclosure Statement analysis and extended work on same for trade claims (1.5); correspond with R. Richards on claims work/analysis (.2)
11/12/19	K.M. Howard	0.40	100.30	B320	Analysis of Debtors' emergency motion to extend Debtors' reply deadlines in support Disclosure Statement Motion and reviewed and revised Critical Dates Memorandum accordingly.
11/12/19	S. Alberts	3.50	2,800.00	B320	Plan. Review cases and materials in preparation of reply to UCC objection to Disclosure Statement, request additional research and began reading supplemental research.
11/12/19	R. Richards	3.80	2,747.40	B320	/Ballots/Review and comment on forms of ballots (1.5); emails re same (0.1); review and comment on forms of Record Retention Orders (0.2); work on forms of confirmation notice, publication notice and notices to non-voting creditors (1.5); work on insert on Committee's objection on records retention in Plan (0.2), further revise and circulate disclosure statement approval order (0.3).
11/12/19	R. Millner	0.10	80.00	B320	Teleconference, J. Moe re plan provisions as to insurance.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/12/19	T. Moyron	1.10	570.35	B320	Conference call with lenders' counsel re Plan issues (.3); conference call with D. Galfus regarding same (.1); analyze regarding deposit accounts re Disclosure Statement (.3); conference call with C. Montgomery regarding same (.4).
11/12/19	T. Moyron	0.70	362.95	B320	Analyze language in DS and issues related thereto.
11/12/19	T. Moyron	0.50	259.25	B320	Conference call with lenders, BRG, etc. re Plan Matters.
11/12/19	S. Maizel	0.50	400.00	B320	Telephone conference with Secured Creditors re disclosure statement issues.
11/12/19	J.A. Moe, II	0.30	160.65	B320	Telephone calls with Geoffrey Miller and Robert Milner on revised language on insured claims, reviewing previously prepared Chart on how to reformulate the Plan and Statement.
11/12/19	G. Miller	0.30	132.60	B320	Calls with J. Moe re incorporating insurance language into plan.
11/12/19	J.A. Moe, II	2.00	1,071.00	B320	/Ballots/Initially review and consider Bob Richards' comments on the Ballots (.10); review and revise the Ballots in conformity with proposed revisions and make additional revision, and await completion of the revisions (1.80); review transforming the Ballots (.10).
11/12/19	J.A. Moe, II	0.50	267.75	B320	Review insert for the Omnibus Reply and for the Plan and Disclosure Statement on records retention and destruction, and E-Mail to Bob Richards on addition (.10); confer with Mr. Richards on insert and language of the Plan (.10); review section 7.12 of the Plan (.10) review and make minor revision to the insert, and transmit the insert and Plan for internal review (.20).
11/12/19	N. Koffroth	0.60	300.90	B320	Call with D. Bleck, P. Ricotta, et al. re recovery models
11/12/19	C. Doherty, Jr.	3.10	1,159.40	B320	Research for citations requested by team for Disclosure Statement Reply.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/12/19	C. Montgomery	9.80	7,840.00	B320	Communications with T Moyron and C Doherty regarding omnibus reply to disclosure statement objections (.2); continue drafting cash balance reply(4.1); continue drafting HQAF response to Omnibus reply (4.4); phone call with T Moyron regarding Lender settlement and disclosure statement reservation of rights (.5); phone call with Lenders and Dentons regarding disclosure statement evidence and related issues (.4); phone call with D Galfus and J Schlant regarding presentation for Disclosure statement (.1); communications with T Conner regarding trustee cash balances (.1)
11/12/19	N. Koffroth	3.00	1,504.50	B320	Draft omnibus reply in support of disclosure statement motion and in response to objections (1.4); draft Kearns declaration in support of omnibus reply (1.6)
11/13/19	C. Montgomery	6.20	4,960.00	B320	Phone conference with C Kearns regarding Valuation and Estimation support for disclosure statement values (1.0); phone call with S Alberts re same (.1);review Kearns declaration and Phone conference with C Kearns re Same (3.7); phone conference with S Alberts re same (.3); phone conferences with T Moyron D Galfus and J Schlant re disclosure statement response isseus (.6); phone call with T Moyron regarding open valuation and disclosure statement number presentation and lender settlement(.5)
11/13/19	C. Doherty, Jr.	2.70	1,009.80	B320	Revise insert for reply in support of disclosure statement regarding case citations (.8); prepare research memos regarding disclosure statement reply (1.6); gather and annotate cases cited in reply (.3)
11/13/19	N. Koffroth	0.10	50.15	B320	Call with D. Bleck, P. Ricotta, et al. analyzing issues re recovery models
11/13/19	N. Koffroth	0.10	50.15	B320	Call with D. Galfus, C. Montgomery, et al. re issues related to omnibus reply in support of disclosure statement motion
11/13/19	N. Koffroth	0.40	200.60	B320	Call with R. Adcock, E. Paul, et al. re recovery models

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/13/19	N. Koffroth	0.40	200.60	B320	Call with R. Adcock and T. Moyron re issues related to plan settlements
11/13/19	J.A. Moe, II	1.10	589.05	B320	Preliminarily review Robert Richards' additional minor revisions to the Ballots (.20); review and mark the proposed changes, also review the Plan Of Liquidation for the description of Convenience Claims (.90).
11/13/19	J.A. Moe, II	0.90	481.95	B320	Preliminarily review the proposed Order Approving Disclosure Statement, the Notice Of Approval Of Disclosure Statement, and Notices of Accepting and Rejecting Classes (.60); telephone call with Robert Richards on preliminary review of proposed documents (.10); review Judge Robles Calendar, and E-Mail to Mr. Richards on dates in proposed Order (.20).
11/13/19	J.A. Moe, II	0.30	160.65	B320	Review and revise Chart on Claims on amount on range of likely obligation/payment on Claims.
11/13/19	T. Moyron	1.80	933.30	B320	Conference calls with C. Montgomery and D. Galfus re plan matters (.6); meeting with E. Paul regarding plan and other matters (.6); analyze language for omnibus reply (.4); correspond regarding same (.2).
11/13/19	T. Moyron	0.60	311.10	B320	Conference call with D. Galfus re Plan issues (.2); conference call with C. Montgomery re Plan issues (.4).
11/13/19	R. Richards	0.80	578.40	B320	Calls with J. Moe re comments on forms of ballots and notices (0.2), finalize and circulate disclosure statement order and exhibits (0.6).
11/13/19	S. Alberts	7.20	5,760.00	B320	Plan. Work on Disclosure Statement Objection and circulate (6.3); follow up with C. Montgomery about financial exhibits in support (.4) and with D. Galfus (.2) and C. Doherty (.1) and T. Moyron (.2).
11/13/19	M. Zeefe	1.90	912.48	B320	Research and revise response to Committee objection re segregated funds (1.6); emails and call re same (0.3).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	M. Zeefe	6.00	2,881.50	B320	Continue researching and revising response to Committee objection re segregated funds (5.7); emails and call re same (0.2); emails re Committee objection re separate unsecured classes (0.1).
11/14/19	S. Alberts	8.40	6,720.00	B320	Disclosure Statement about potential settlement (.7) and follow up with T. Moyron (.2); confer with D. Galfus, T. Moyron and C. Montgomery about potential settlement with secured Lenders and treatment in Disclosure Statement (1.3); review new case authority and made changes to Disclosure Statement Reply and circulate (2.6); follow up call with Lenders (.5); draft Galfus Declaration and made changes to Reply insert (1.7); pre-call with working group before call with UCC (.3); confer with UCC (.5); follow up call with working group (.4); follow up with D. Galfus (.2).
11/14/19	R. Millner	0.50	400.00	B320	Review Chubb policy materials.
11/14/19	R. Millner	0.40	320.00	B320	Review plan provisions relating to insurance.
11/14/19	R. Millner	0.30	240.00	B320	Review Chubb disclosure statement objection.
11/14/19	R. Millner	0.30	240.00	B320	Review relevant case law as to neutrality and other insurance points relating to plan.
11/14/19	S. Maizel	0.20	160.00	B320	Telephone conference with T. Moyron re Kearns declaration re disclosure statement.
11/14/19	S. Maizel	1.00	800.00	B320	Telephone conference re Kearns declaration in support of disclosure statement.
11/14/19	S. Maizel	0.50	400.00	B320	Telephone conference with UCC re disclosure statement hearing issues.
11/14/19	S. Maizel	0.50	400.00	B320	Telephone conference with BRG, etc. re UCC issues on disclosure statement.
11/14/19	S. Maizel	0.70	560.00	B320	Telephone conference with C. Montgomery, etc. re disclosure statement issues.
11/14/19	S. Maizel	0.30	240.00	B320	Review and respond to emails re omnibus reply to opposition to disclosure statement.
11/14/19	S. Maizel	0.20	160.00	B320	Review and revise Kearns declaration on collateral value.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	S. Maizel	0.10	80.00	B320	Review and revise Galfus declaration re disclosure statement.
11/14/19	T. Moyron	1.70	881.45	B320	Conference call with Committee regarding Plan matters (.3); conference call with R. Adcock (.2), C. Montgomery, S. Maizel, et al., (.8), and D. Galfus regarding conference call with Committee counsel (.4).
11/14/19	T. Moyron	3.30	1,711.05	B320	Analyze omnibus reply and provide comments thereto.
11/14/19	T. Moyron	0.50	259.25	B320	Conference call with M. Shinderman, FTI, BRG, etc. re Plan issues.
11/14/19	T. Moyron	0.70	362.95	B320	Analyze Committee issues.
11/14/19	T. Moyron	0.40	207.40	B320	Conference call with BRG, S. Maizel, etc. re Plan matters.
11/14/19	K.M. Howard	0.40	100.30	B320	Analysis of the stipulation continuing deadlines related to responses to Debtors' Motion to Approve Disclosure Statement filed by Old Republic and Chubb and reviewed and revised Critical Dates Memorandum accordingly.
11/14/19	J.A. Moe, II	0.80	428.40	B320	Exchange E-Mails with Tania Moyron on section of the Plan on insured Claims (.10); telephone call with Geoffrey Miller and Robert Milner on revised sections of the Plan (.20); review insert on destruction of records relating to notice to insurance carriers (.10); exchange E-Mails with Nick Koffroth on the insurance section of the Plan and Disclosure Statement (.10); preliminarily review revised Section 4.13 and exchange of E-Mails on proposal (.30).
11/14/19	J.A. Moe, II	0.10	53.55	B320	E-Mail proposed revised Ballots to Bob Richards and exchange E-Mails with Mr. Richards on changes.
11/14/19	J.A. Moe, II	0.20	107.10	B320	/Ballots/ Exchange E-Mails with Tania Moyron, review Class 2 Ballots, then prepare E-Mail to Claude Montgomery on status of the Ballot.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	J.A. Moe, II	0.40	214.20	B320	/Assessment of Claims/ Review Claims Chart on exposure to include in BRG Analysis, then prepare E-Mail to and exchange E-Mails with Bob Richards on Analysis (.20); exchange E-Mails with John Emerson on Claim of Jarmaine Johns, reviewing the Claims Chart and UNAC settlement (.20).
11/14/19	J.A. Moe, II	0.20	107.10	B320	/Chubb Insurance/ Review Chubb Insurance's Objection to the Disclosure Statement, and confer with Geoffrey Miller on Response.
11/14/19	J.A. Moe, II	0.20	107.10	B320	/Ballots/Review Class 10 and Class 11 Ballots, in regard to Convenience Claims and description in the Plan.
11/14/19	J.A. Moe, II	0.30	160.65	B320	/Ballots/Review and mark Ballots as to Class 10 and Class 11, in terms of reference to and accuracy of description of Class 11 in the Plan.
11/14/19	J.A. Moe, II	0.20	107.10	B320	/Ballots/Confer with Bob Richards on one additional change to some of the Ballots, then review last page of each Ballot to make revision or insure revision has been completed.
11/14/19	J.A. Moe, II	0.40	214.20	B320	In regard to the Omnibus Reply, the Disclosure Statement and the Plan: review and transmit for the Reply the insert on records, review and transmit for the Statement the Ballots (and E-Mail to Nick Koffroth on Convenience Claims) and E-Mail to Messrs Richards, Milner and Miller for review and reconciliation the two additions to Plan Section 7.12.
11/14/19	G. Miller	1.40	618.80	B320	Review Chubb disclosure statement objection and research re same
11/14/19	G. Miller	1.40	618.80	B320	Revise plan and disclosure statement re insurance issues.
11/14/19	N. Koffroth	0.80	401.20	B320	Draft plan and disclosure statement provisions re insurance claims
11/14/19	N. Koffroth	0.40	200.60	B320	Draft order and stipulation continuing deadline for Old Republic to file objections to disclosure statement motion

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	N. Koffroth	9.80	4,914.70	B320	Draft omnibus reply in support of disclosure statement motion and in response to objections to disclosure statement motion
11/14/19	N. Koffroth	0.40	200.60	B320	Call with D. Bleck, P. Ricotta, et al. re issues related to plan
11/14/19	C. Doherty, Jr.	0.80	299.20	B320	Research for insert for reply in support of disclosure statement.
11/14/19	C. Montgomery	9.10	7,280.00	B320	Review and comment on Kearns declaration (1.4); communications with J Schlant regarding Verity Business Services (.1); communications with T Conner regarding GL allocation of 2005 bonds (.2); work on Remediation computations and discussions for Disclosure statement and reply(3.0); participate in confereence call with CKearns, T Moyron, S Maizel regarding Kearns Declaration (1.0); participate in conference call with D Bleck. P Ricotta, A Turnbull (.6); communications with S Maizel and T Moyron regarding committee foreclosure response(.2); conference call with DGlafus, S Alberts, T Moyron and CKearns regarding exhibit support issues and impact of possible settlement(1.4); phone call with T Moyron re attendance at hearing (.2); phone call with T Moyron and R Adcock regarding approach to committee on settlement and fee objection issues (.3) ; phone conference with T Moyron and S Maizel regarding conversation with M Shinderman and expected challenges to Kearns declaration (.7)
11/14/19	T. Moyron	2.70	1,399.95	B320	Conference call with S. Maizel regarding plan issues (.4); analyze C. Kerns declaration and exhibits and related correspondence (.3); conference call with BRG, etc. regarding C. Kearns declaration (1.0); conference call with lenders (.8); conference call with S. Alberts regarding plan and reply matters (.2).
11/14/19	T. Moyron	1.70	881.45	B320	Conference call with BRG regarding D. Galfus declaration (1.1); conference call with lenders' counsel (.4); conference call with C. Montgomery and. R. Adcock (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	T. Moyron	1.90	985.15	B320	Analyze QAF response to Committee's argument and prepare comments (.4); analyze response to Committee's foreclosure argument (.2); conference call with H. Kevane re books and records and related litigation (.4); call with S. Alberts re reply (.2); analyze revised insurance language for plan and DS (.4); exchange emails with G. Millerk, et al., regarding same (.3).
11/14/19	T. Moyron	0.70	362.95	B320	Conference call with lenders, BRG, etc.; (.4); analyze reply to disclosure statement objection re Committee (.3).
11/15/19	T. Moyron	0.90	466.65	B320	Conference call with Trust Board and Trustee re Radians' offer (.8); correspondence with A. Ruegger regarding same (.1).
11/15/19	J.A. Moe, II	0.50	267.75	B320	Telephone call to Robert Richards on merging two inserts on insurance issues into Section 7.12 of the Plan (.10); telephone call to Geoffrey Miller and Robert Milner on Section 7.12 of the Plan, then prepare Section 7.12 with both inserts (.30); review revised Section 7.12 and transmit to Geoffrey Miller and Robert Milner (.10).
11/15/19	J.A. Moe, II	0.20	107.10	B320	Telephone call to Geoffrey Miller and Robert Milner on insuring that previously entered Orders on relief from stay are not abrogated by the Plan.
11/15/19	J.A. Moe, II	0.40	214.20	B320	Review the Omnibus Reply To Objection To Motion Of The Debtors For An Order Approving Proposed Disclosure Statement, Solicitation, Notice And Objection Procedures And Related Relief.
11/15/19	J.A. Moe, II	0.10	53.55	B320	Review Geoffrey Miller's E-Mail and proposed insert in Section 4.13 of the Plan, and return E-Mail on approval.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/15/19	C. Montgomery	5.70	4,560.00	B320	Draft insert regarding Kearns Declaration for omnibus reply (2.2); communications with T Moyron regarding revision to same (.1) 5:05 am CST start review calculation remediation insert and draft same(2.2); review Galfus Declaration and communications with D Galfus, S Alberts and T Moyron re same (.6) ; phone calls with T Moyron re disclosure responses(.4); phone calls with C Kearns re declaration(.2)
11/15/19	J.A. Moe, II	0.50	267.75	B320	Review and make one further revision to Ballots in regard to Convenience Class Claims (.20); review completed Ballots and transmit for attachment to the Omnibus Reply, creating E-Mail addressing description (.30).
11/15/19	J.A. Moe, II	1.20	642.60	B320	Prepare draft of a Chart on Timeline for Confirmation (.70); in regard to Timeline, telephone calls to/with David Hartie and from/with Andres Estrada, on time to serve Ballots (.30); review and revise draft -- through two iterations -- of the timeline (subject to further modifications and additions) (.20).
11/15/19	J.A. Moe, II	0.10	53.55	B320	Review Elspeth Paul's comments on the proposed revisions on insurance related issues in the Plan.
11/15/19	J.A. Moe, II	1.20	642.60	B320	/Chubb Insurance/ Commence review of the Response to the Chubb Objection to the Disclosure Statement (.10); telephone call to Geoffrey Miller and Robert Milner on Chubb liability on litigation claim (.10); telephone call to Ted Hopper on Chubb Insurance (.10); review balance of Response to Chubb Objection (.10); await Policy and second call to Mr. Hopper on transmittal (.40); telephone call to Geoffrey Miller and Robert Milner on reinsurance (.10); telephone call to Geoffrey Miller on transmittal of, and transmit insurance information to Mr. Miller and Mr. Milner (.20); confer on possible conflict and review E-Mail of representation (.10);

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/15/19	J.A. Moe, II	0.50	267.75	B320	Review E-Mail from Tania Moyron and confer with Nick Koffroth on status of SGM purchase of Hospitals (.20); conferences with Kathryn Howard on hearing on Disclosure Statement (.10); confer with Mr. Koffroth on hearing on November 20th (.10); review Motion to continue hearing on Disclosure Statement and set Status Conference (.10); .
11/15/19	C. Doherty, Jr.	0.80	299.20	B320	Revise insert for impairment regarding disclosure statement reply based upon comments from Ms. Moyron.
11/15/19	N. Koffroth	0.40	200.60	B320	Call with D. Bleck, P. Ricotta, et al. re issues concerning proposed plan of liquidation
11/15/19	N. Koffroth	4.00	2,006.00	B320	Draft omnibus reply in support of disclosure statement motion and in response to related objections
11/15/19	N. Koffroth	2.90	1,454.35	B320	Draft motion to continue hearing on disclosure statement motion
11/15/19	N. Koffroth	0.10	50.15	B320	Call with R. Adcock, E. Paul, et al. re motion to continue hearing on disclosure statement motion
11/15/19	N. Koffroth	0.40	200.60	B320	Call with T. Moyron, S. Maizel, et al. re issues related to SGM sale and motion to continue hearing on disclosure statement motion
11/15/19	G. Miller	1.60	707.20	B320	Review Chubb disclosure statement objection and research re same.
11/15/19	G. Miller	4.90	2,165.80	B320	Draft response to Chubb disclosure statement objection.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/15/19	R. Richards	3.00	2,169.00	B320	Review emails and reply on insert on Liquidating Trust assets and recoveries and review related provisions in the current Disclosure Statement (0.4); review convenience class analysis chart and email re same (0.1); draft inserts on plan classification and treatment for omnibus reply and revised Disclosure Statement (0.8); emails re plan confirmation developments and strategy (0.3); review and comment on draft of omnibus response (0.8); review Malka Zeefe research and insert on classification law (0.6).
11/15/19	T. Moyron	3.40	1,762.90	B320	Conference calls with P. Chadwick re Plan matters (.3); conference call with R. Adcock regarding plan and SGM (.2); conference call with S. Maizel re Plan and SGM (.1); conference call with lenders' counsel re Plan and SGM (.4); conference call with Committee counsel re Plan (.1); conference call with Committee re plan (.1); conference call with Committee counsel regarding SGM sale (.1); conference call with P. Chadwick regarding SGM and plan (.2); conference call with C. Montgomery and P. Chadwick regarding SGM sale and plan (.3); conference call with N. Koffroth regarding motion to continue and other matters (.2); analyze and prepare motion to continue (.4); conference call with E. Paul re SGM sale and plan (.4); conference call with BRG, Verity, etc. re SGM and plan (.4); conference call with G. Miller re insurance re Plan (.2).
11/15/19	T. Moyron	0.90	466.65	B320	Conference call with S. Maizel, et al. re Plan and SGM sale (.4); analyze order re motion to continue (.1); analyze issues related to Chubb (.2); analyze and prepare comments to objection (.2).
11/15/19	S. Maizel	0.40	320.00	B320	Review and respond to emails re continuing disclosure statement hearing.
11/15/19	R. Millner	0.20	160.00	B320	Telecon J. Moe re Chubb insurance.
11/15/19	R. Millner	4.20	3,360.00	B320	Draft response to Chubb disclosure statement objection.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/15/19	R. Millner	0.60	480.00	B320	Telecon P. Anderson (Old Republic) re plan provisions relating to insurance.
11/15/19	S. Alberts	3.20	2,560.00	B320	Confer with T. Moyron about status of discussions with UCC and Lenders (.4); work on D. Galfus charts and declaration (.3); receive and review lenders draft reply (.3); receive and review M. Zeefe's comments to Reply insert and forward to lenders (.3); follow up with M. Zeefe on possible motion to reschedule disclosure statement hearing (.2); confer with N. Koffroth about obtaining last motion to extend disclosure statement hearing (.1); receive prior motion, revise motion and declaration to include new relief (1.0) and follow up (.6).
11/15/19	K.M. Howard	0.40	100.30	B320	Analysis of order approving stipulation continuing deadlines related to responses to Debtors' Motion to Approve Disclosure Statement filed by Old Republic and Chubb and reviewed and revised Critical Dates Memorandum accordingly.
11/15/19	K.M. Howard	0.30	75.23	B320	Analysis of Debtors' Motion to Convert Hearing to Approve Disclosure Statement to Status Conference.
11/15/19	M. Zeefe	1.70	816.43	B320	Follow up research re response to Committee objection re separate unsecured classes (0.8); emails re same (0.4); call with T. Moyron re various Plan and Disclosure Statement issues (0.5).
11/15/19	L. Macksoud	1.40	612.85	B320	Review omnibus reply to disclosure statement objections and draft declaration of P. Chadwick in support of same.
11/16/19	M. Zeefe	0.70	336.18	B320	Revise response to Committee objection re separate unsecured classes.
11/16/19	R. Millner	0.20	160.00	B320	Telecon G. Miller re Chubb filing as to disclosure statement.
11/16/19	R. Millner	0.60	480.00	B320	Review materials from J. Moe relating to Marillac and reinsurance.
11/16/19	G. Miller	0.50	221.00	B320	Draft response to Chubb disclosure statement objection.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/17/19	R. Millner	0.30	240.00	B320	Attention to administrative claim provisions in plan as relates to insurance.
11/17/19	J.A. Moe, II	0.60	321.30	B320	/Chubb Insurance/ In office, review latest version of Debtors' Response To Objection To The Chubb Companies To The Debtors' Disclosure Statement Describing Debtors' Chapter 11 Plan of Liquidation and Declaration to be filed in support of the Response (.20); review status of the potential conflict and review filing (.20); exchange E-Mails with Tania Moyron on contacting Pachulski and telephone call returned from Geoffrey Miller on Response (.20).
11/17/19	C. Montgomery	1.40	1,120.00	B320	Phone calls with T Moyron regarding Lender settlement issues (.3); communications with T Moyron regarding disclosure statement process next week (.1) ;draft spreadsheet for settlement sensitivity(1.0)
11/18/19	C. Montgomery	0.80	640.00	B320	Phone call with C Kearns regarding diminution analysis (.5); phone call with D Riley regarding disclosure statement hearing (.1); begin review of Sabine lien challenge and adequate protection cases(.2)
11/18/19	N. Koffroth	0.50	250.75	B320	Call with T. Moyron, S. Maizel, et al. re Court's memorandum of decision
11/18/19	J.A. Moe, II	1.30	696.15	B320	Review E-Mails from Tania Moyron and Geoffrey Miller on responding to Chubb Insurance (.10); telephone call to Henry Kevane and telephone call with Shirley Cho on representation of Verity as to Chubb (.20); telephone call to Geoffrey Miller on conference call on November 18th (.10); assemble conflict information and transmit to Shirley Cho (.20); conference telephone call with Shirley Cho and Geoffrey Miller, joined by Robert Milner, on Reply to Chubb Response on the Disclosure Statement (.70).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/18/19	T. Moyron	1.60	829.60	B320	Conference call with D. Galfus re plan matters, SGM, Court's memorandum, etc. (.3); analyze email from E. Paul re Seoul (.1); analyze Court's tentative ruling re exclusivity motion (.1); exchange emails with M. Shinderman regarding same (.1); analyze matters related to Chubb (.4); prepare email to S. Cho regarding same (.1); analyze issues related to plan and Committee's objection to lender claims (.4); exchange emails with M. Shinderman re telephone call with clients, etc. (.1).
11/18/19	J.A. Moe, II	0.30	160.65	B320	Revise (inverting descriptive titles), add new time requirement and update the Chart on Deadlines to take action in regard to the Disclosure Statement and Plan.
11/18/19	R. Millner	0.30	240.00	B320	Telecon G. Miller and A. Chou re Chubb disclosure statement objection.
11/18/19	R. Millner	0.20	160.00	B320	Read email from A. Chou re questions as to plan insurance provisions.
11/18/19	R. Millner	0.20	160.00	B320	Review administrative claim provisions in plan.
11/18/19	G. Miller	0.30	132.60	B320	Draft response to Chubb disclosure statement objection.
11/18/19	G. Miller	1.10	486.20	B320	Call and emails with S. Chou re response to Chubb disclosure statement objection.
11/18/19	K.M. Howard	0.40	100.30	B320	Analysis of Motion for Approval of Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
11/19/19	R. Millner	0.30	240.00	B320	Teleconferences, J. Moe and G. Miller re disclosure statement objection response as to insurance.
11/19/19	C. Doherty, Jr.	0.70	261.80	B320	Review court tentatives (.3) and prepare order for exclusivity motion (.2); review motion to continue disclosure statement filed this day (.2)
11/19/19	C. Doherty, Jr.	0.10	37.40	B320	Attention to emails regarding disclosure statement reply and assignment.
11/19/19	N. Koffroth	2.60	1,303.90	B320	Prepare motion to continue and analyze related issues

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	N. Koffroth	0.20	100.30	B320	Calls with R. Adcock and T. Moyron re disclosure statement issues
11/19/19	N. Koffroth	0.30	150.45	B320	Analyze emails re motion to continue hearing on disclosure statement motion
11/19/19	N. Koffroth	1.00	501.50	B320	Calls with BRG et al. re disclosure statement matters x3 (0.3, 0.2, 0.5)
11/19/19	N. Koffroth	2.10	1,053.15	B320	Draft memorandum analyzing issues concerning plan timeline
11/19/19	N. Koffroth	0.40	200.60	B320	Call with A. Estrada and J. Moe concerning service of plan documents and related timing issues
11/19/19	L. Macksoud	1.20	525.30	B320	Draft and revise declaration of P. Chadwick in support of disclosure statement reply (.8), confer with N. Koffroth re same (.2), email with T. Moyron re additional research necessary for reply (.2)
11/19/19	S. Alberts	3.10	2,480.00	B320	Plan. Review and revise insert for Reply and Galfus Declaration and circulate (.9); receive and review comments thereto (.1); confer with working group about Reply (.5) and confer with working group regarding KPC assertions that challenge closing and plan (1.1); follow up with D. Galfus to amend declaration in case Reply is filed (.2); follow up communications with co-counsel about not filing Reply and in lieu thereof, motion to request further delay of disclosure statement hearing (.3).
11/19/19	M. Zeefe	2.00	960.50	B320	Revise and continue researching response to committee objection to plan settlement authority (1.2); call with Dentons and BRG re committee objection overview (0.5); emails re same (0.3).
11/19/19	J.A. Moe, II	1.00	535.50	B320	Confer with Tania Moyron and Nick Koffroth, and with Sam Alberts for part of the conference, on status of the SGM transaction, and now how to proceed (.40); await review, review and confer with Nick Koffroth on the Motion To Continue The Hearing On The Disclosure Statement (.60).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	J.A. Moe, II	0.30	160.65	B320	/Chubb Insurance/ Review Voice Mail from Duane Morris and telephone call with Geoffrey Miller and Robert Milner, on dealing with Chubb Insurance's requests for changes to the Plan and Disclosure Statement, and necessity to file Reply (.20); review and transmit Order on the Disclosure Statement hearing to Shirley Cho (.10).
11/19/19	J.A. Moe, II	0.80	428.40	B320	/Chubb Insurance/ Telephone call from Shirley Cho on reluctance to file Response to Chubb (.10); E-Mail to Geoffrey Miller and Robert Milner on Nelson Hardiman (.10); confer with Robert Milner on Nelson Hardiman and telephone call to Larry Gill's office (.10); telephone call with Geoffrey Miller on Nelson Hardiman and receive and transmit information to Larry Gill (.10); telephone call with Larry Gill on response to Chubb (.20); telephone call to Geoffrey Miller on Nelson Hardiman responding to Chubb and responding to Duane Morris (.10); telephone call from Larry Gill on pressing forward with Response (.10).
11/19/19	J.A. Moe, II	1.60	856.80	B320	/Ballots & Solicitation/Review Andres Estrada E-Mail on Balloting an commence preparing a Response (.10); confer with Nick Koffroth on timing on Ballots (.10); revise and update internal Chart on dates related to the Plan (.20); exchange E-Mails with Andres Estrada and telephone call with Nick Koffroth on conferring with KCC (.10); conference call with Nick Koffroth and Andres Estrada on time to transmit the Ballots and issues of addresses (.40); telephone call with Nick Koffroth on solicitation and dates (.10); confer with Kathryn Howard on addresses for the solicitation packages (.10); telephone calls with Ted Hopper on the addresses for insured claimants (.20); Identify and transmit Chart on Insured Claims to Ted Hopper (also conferring with Karleen Murphy on Chart) (.20); exchange E-Mails with Ted Hopper on addresses (.10).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	C. Montgomery	2.40	1,920.00	B320	Study Sabine adequate protection and valuation opinion (1.6); review administrative claims estimate (.1); communications with T Moyron and S Maizel regarding Committee claims objection (.2); communication with T Moyron regarding C Doherty insert (.1); outline disclosure issues to accomplish (.2); draft adequate protection analysis (.2)
11/19/19	S. Maizel	0.50	400.00	B320	Telephone conference with BRG, etc. re disclosure statement issues.
11/19/19	T. Moyron	5.10	2,644.35	B320	Analyze and prepare omnibus reply (4.5); analyze related emails and prepare same (6).
11/19/19	T. Moyron	6.70	3,473.95	B320	Prepare motion to continue disclosure statement and analyze related issues (2.6); call with Committee counsel, et al., re DHCS, CMS, and SGM (.4); calls with R. Adcock re SGM and Disclosure Statements matters (.2); internal Dentons meeting regarding SGM matters (1.5); additional internal meeting regarding timing of reply and disclosure matters (.7); exchange emails with R. Adcock, et al., re motion to continue (.3); calls with BRG, et al., re Disclosure Statement x 3 (.3), (.2), (.5).
11/20/19	L. Whidden	0.70	535.85	B320	Review email from R. Richards re: notices to non voting classes (.1); review ballots (.5); confer with J.Castillo re: same (.1)
11/20/19	J.A. Moe, II	0.30	160.65	B320	/Soliciting and Balloting/ Review Ted Hopper's E-Mail on names and addresses for Class 12 (.10); confer with Ted Hopper on list of "closed cases" (.10); E-Mail to Andres Estrada on list and whether claimants were scheduled (.10).
11/20/19	J.A. Moe, II	0.30	160.65	B320	/Chubb Insurance/ Review revised Response and exchange E-Mails with Rosa Shirley, Geoffrey Miller and Robert Milner on the Response (.20); telephone call with Geoffrey Miller on Response (.10).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/20/19	J.A. Moe, II	0.20	107.10	B320	Telephone call with Geoffrey Miller on status of the Disclosure Statement and Plan, and review affect on assumption or rejection of contracts (.10); confer with Kathryn Howard on status of the case and proceeding with addresses of insured claimants (.10).
11/20/19	D. Pina	1.50	478.13	B320	Pull and distribute copies of Sabine Oil cases (1) Assocs. Commercial Corp. v. Rash and (2) Fin. Sec. Assurance Inc. v. T-H New Orleans L.P and generate reports identifying the top citing references for each case (.4); highlight all 9th Circuit references for attorney review (.6); attempt to establish if the citing references are in the context of 506(a) or adequate protection claims (.3); circulate summary and copies of documents (.2).
11/20/19	C. Montgomery	2.30	1,840.00	B320	Continued work on committee recovery analysis (.8); communications with C Richter regarding GRAAs and role vis Directed deposits (.2);confer with T Moyron regading court adjourments of adversary proceeding oral argument and plan issues (.2) ; communications with S Maizel regarding supplemental DIP fiancing (.1); communications with T Moyron re committee plan conversations with Klausner (.1); phone call with D Galfus regarding remediation reserves(.1); communications with D Galfus re same (.7); communications with C Kearns re valuation report (.1)
11/20/19	S. Alberts	0.30	240.00	B320	Plan. Review motion to extend time (.2) and order rescheduling hearing (.1).
11/20/19	K.M. Howard	0.40	100.30	B320	Analysis of November 20, 2019 tentative ruling regarding the Court extending the Exclusivity deadlines and reviewed and revised Critical Dates Memorandum.
11/20/19	K.M. Howard	0.40	100.30	B320	Analysis of Motion to Continue Hearing on Motion to Approve Disclosure Statement and to hold a Status Conference and reviewed and revised Critical Dates Memorandum accordingly.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/20/19	K.M. Howard	0.40	100.30	B320	Analysis of Order Approving Debtors' Motion to Continue the Hearing to Approve the Disclosure Statement and to hold a Status Conference and reviewed and revised Critical Dates Memorandum accordingly.
11/20/19	R. Millner	0.10	80.00	B320	Telecons G. Miller re disclosure statement objection and response.
11/20/19	G. Miller	0.50	221.00	B320	Call with R. Millner and J. Moe re revisions to response to Chubb objection and comment on same.
11/21/19	G. Miller	0.70	309.40	B320	Calls and emails with R. Millner, J. Moe, T. Moyron and Nelson Hardiman re Chubb proposed revisions to plan and disclosure statement.
11/21/19	S. Alberts	0.60	480.00	B320	Plan. Confer with C. Montgomery about potential next steps and Plan B alternatives.
11/21/19	R. Richards	2.40	1,735.20	B320	Review best/worst allowed claims analysis (0.3); review backup for same (1.7); call with BRG re same (0.3); follow up emails (0.1).
11/21/19	C. Montgomery	3.10	2,480.00	B320	Phone call with C Kearns regarding valuation issues in diminution and reserve analysis (.3); communications with T Moyron, D Galfus and C Kearns re Friday valuation discussions (.1); phone call with D Galfus regarding valuation issues (.7); Continued study of valuation issues for disclosure statement (2.0)
11/21/19	J.A. Moe, II	0.30	160.65	B320	/Chubb Insurance/ Review Chubb proposed additions to the language in the Plan and Disclosure Statement, then confer with Geoffrey Miller on proposed language and conference call on November 22nd (.20) ; exchange E-Mails with Rosa Shirley on Response (.10).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/21/19	J.A. Moe, II	0.50	267.75	B320	/Class 12 Claimants/ Continue to work on assembling list of insured claimants to receive Disclosure Statement and Plan, reviewing list from Andres Estrada and transmitting to Matthew Hopper (.20); telephone call with Mr. Hopper on continuing work to complete List (.10); confer with Kathryn Howard on collecting addresses for parties who filed Claims and deleting resolved Claims (.10); review completed List on portion of Class 12 Claimants and transmit to Andres Estrada (.10).
11/22/19	C. Montgomery	6.20	4,960.00	B320	Continued review of valuation issues for plan purposes (.8); review draft status report to court (1.8); continued study of plan B issues and communications with T Moyron re same (.5); review liquidation analysis update from D Galfus and communication re same (.5); phone conference BRG/Dentons/Cain/Debtors regarding Plan B (1.4); communications with T Moyron re motion to seal (.2); phone call with D Galfus regarding interim financing (.6); follow up communications on motion to seal (.1); communications with J Schlant regarding liquidation analysis (.3)
11/22/19	D. Pina	0.30	95.63	B320	Communications regarding coordination of court ordered filings scheduled for Sunday.
11/22/19	D. Pina	0.80	255.00	B320	Further assist L. Macksoud and C. Montgomery with copies of Sabine Oil cases , top citing references and 9th Circuit references for attorney review.
11/22/19	S. Alberts	1.70	1,360.00	B320	Plan. Receive and review Plan waterfall analysis (.4), receive, review and comment on BA charts for assessment of Plan B and request supplementing of same (.3), conference with working group about Plan B issues 9.5), receive and began review letter from KPC asserting alleged APA breaches (.3), and join call regarding same (.7).
11/22/19	G. Miller	0.60	265.20	B320	Calls with L. Gill and R. Millner re Chubb proposed revisions to plan and disclosure statement.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/22/19	R. Millner	0.50	400.00	B320	Telecon G. Miller and L. Gill re insurance issues relating to plan and disclosure statement.
11/24/19	D. Pina	2.00	637.50	B320	Communications, electronic filing and distribution of file copy of Status Report Regarding Order Granting Motion to (A) Continue Hearing on Motion of the Debtors for an Order Approving: (I) Proposed Disclosure Statement, (II) Solicitation and Voting Procedures, (III) Notice and Objection Procedures for Confirmation of Debtors Plan, and (IV) Granting Related Relief; (B) Continue the Reply Deadline With Respect to Disclosure Statement Objections; and (C) Use the November 26, 2019, 10:00 A.M. Hearing Date for a Status Conference on this Matter.
11/25/19	C. Montgomery	1.00	800.00	B320	Phone calls with C Kearns and D Galfus regarding diminution analysis.
11/25/19	J.A. Moe, II	0.10	53.55	B320	Review E-Mail from Elspeth Paul on Independent Contractor Agreement.
11/25/19	J.A. Moe, II	0.20	107.10	B320	/Chubb Insurance/ Confer with Geoffrey Miller on telephone call with Larry Gill on November 22nd, and review of Status Conference on November 26th (.10); review multiple E-Mails on Status Conference on November 26th and Larry Gill conferring with Chubb Insurance (.10).
11/26/19	C. Montgomery	0.10	80.00	B320	Communications with J Schlant regarding excluded cash schedule.
11/26/19	J.A. Moe, II	0.20	107.10	B320	Review revised List of Class 12 Insured Claimants, then forward to Andres Estrada for service of Plan related documents (.10); review the E-Mail from Ted Hopper and telephone call and E-Mail to Andres Estrada on yet an additional list (.10).
11/27/19	T. Moyron	0.60	311.10	B320	Analyze matters related to plan and C. Kerns declaration (.4); emails regarding same (.2).
11/27/19	K.M. Howard	0.20	50.15	B320	Conference with John Moe and Andres Estrada regarding the status of the approval of the Disclosure Statement and pending mailing.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/27/19	C. Montgomery	2.50	2,000.00	B320	Review draft C Kearns declarations and communications with C Kearns re same (1.9); review revised draft (.6)
11/27/19	J.A. Moe, II	0.10	53.55	B320	/Ballots/ Review and respond to Elspeth Paul's E-Mail on conferring with Ted Hopper and Karen Chapman on List of Insured Claimants who are entitled to Ballots.
11/29/19	C. Montgomery	3.30	2,640.00	B320	Review equity cushion draft declaration (2.0); phone conference with S Maizel, T Moyron and N Koffroth re same (1.1); communications with T Moyron and S Maizel regarding relevance of Sabine Oil decision (.2)
11/29/19	N. Koffroth	1.10	551.65	B320	Call concerning analysis of recovery models with D. Galfus, C. Montgomery, et al.
11/30/19	C. Montgomery	0.10	80.00	B320	Communications with C Kearns regarding Equity Cushion report.
	Subtotal	377.20	234,096.21		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

EMP - Employee matters

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	C. Doherty, Jr.	2.90	1,084.60	EMP	Prepare 1113 and 1114 motion regarding filing process (2.6); draft update and going-forward email to team regarding same (.3)
11/04/19	S. Alberts	0.40	320.00	EMP	1113. Inquire into status of motion (.1) and follow up with C. Doherty concerning open questions (.2) and follow up with S. Sharrer (.1).
11/05/19	S. Alberts	0.10	80.00	EMP	1113. Communications about status of 1113/1114 motion and filing of same.
11/05/19	C. Doherty, Jr.	2.50	935.00	EMP	Prepare 1113 and 1114 motion (1.2); draft update and going-forward email to team regarding same (.2); draft email regarding plan for exhibits to staff (.7); review exhibits as sent by D.C. officer (.4)
11/06/19	C. Doherty, Jr.	3.60	1,346.40	EMP	Prepare 1113 and 1114 motion regarding filing process (1.3); work with Ms. Sanchez regarding gathering and finalizing exhibits (1.0); redact CBAs for filing (1.2); call with Ms. Moyron regarding same (.1)
11/06/19	C. Doherty, Jr.	0.20	74.80	EMP	Prepare orders for lodging regarding motions ruled on by court.
11/06/19	A. Shiran	1.10	565.95	EMP	Receipt and review of correspondence from client regarding COBRA correspondence; review proposed COBRA letter; correspondence with Tania Moyron regarding same; revise letter and provide revisions to client.
11/06/19	S. Alberts	0.70	560.00	EMP	1113. Communications about obtaining final approvals and changes to motion and related pleadings.
11/06/19	T. Moyron	0.30	155.55	EMP	Analyze COBRA letter (.1); conference call with E. Paul regarding same (.1); analyze E. Paul, et al., emails regarding same (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/06/19	S. McCandless	1.70	1,358.30	EMP	Review and analyze initial draft of COBRA coverage termination notice for plan participants received from S. Sharrer (.60); instructions to A. Youssefi regarding revisions to same and for provision to client (.30); numerous follow up communications with E. Paul, H. Catton, R. Adcock, and S. Sharrer regarding revisions and background to same to finalize same for distribution and related further review of same (.70); final communication with S. Sharrer as related to distribution of same (.10).
11/07/19	C. Doherty, Jr.	1.00	374.00	EMP	Prepare 1113/1114 motion package for filing.
11/07/19	C. Doherty, Jr.	0.20	74.80	EMP	Work with paralegal to lodge orders for motion ruled on by court (.1); arrange call with creditor regarding question with case (.1)
11/08/19	C. Doherty, Jr.	1.30	486.20	EMP	Draft status email to team regarding CBA Motion (.2); organize filing packet for 1113/1114 motion (.4); implement comments into 1113/1114 motion (.5); draft email and distribute KEIP order to BRG team (.2)
11/08/19	S. Alberts	0.70	560.00	EMP	1113. Review and comment on redline to 1113/1114 motion (.4) and follow up (.3).
11/09/19	N. Koffroth	0.20	100.30	EMP	Call with S. Alberts analyzing issues concerning termination of defined contribution plans
11/11/19	C. Doherty, Jr.	1.70	635.80	EMP	Prepare 1113 and 1114 motion regarding changes requested by buyer (1.3); draft emails to team regarding redaction options (.2); discuss Rabbi Trust motion with Mr. Alberts (.1); respond to emails from client regarding Rabbi Trust Motion (.1)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/12/19	C. Doherty, Jr.	1.10	411.40	EMP	Draft email regarding revised section 1113 and 1114 motion regarding changes requested by buyer and timetable (.2); discuss filing process and plan with paralegal (.2); review exhibits sent and prepared by paralegal (.3); review emails from team regarding filing and finalization plans (.2); search for and attention to emails regarding most recent PGBC motion in light of request from opposing counsel (.2)
11/13/19	C. Doherty, Jr.	2.90	1,084.60	EMP	Calls with Ms. Moyron regarding finalizing 1113 motion (.2); calls and discussions with paralegal regarding finalizing and filing 1114 motion (.2); finalize motion for filing 1113 (1.8); review filed 1114 motion (.2); prepare materials in emails for filing team and re-check exhibits regarding 1113/1114 motion (.5)
11/13/19	N. Koffroth	1.60	802.40	EMP	Draft omnibus motion re approval of settlement with unions
11/13/19	G. Medina	0.40	117.30	EMP	Review and file Omnibus Motion For Approval of Settlement Agreements With Labor Unions, Assumption and Assignment of Modified Collective Bargaining Agreements To SGM.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	S. McCandless	2.90	2,317.10	EMP	Communicate with S. Sharrer regarding details of current status and known timing for update to and effectuation of WARN notice strategy for remaining employees and related legal analysis for same (.70); conference call with S. Martin and A. Youssefi regarding latest developments in court proceeding for decisionmaking process and related strategy (.40); instructions to A. Youssefi regarding legal analysis in context of latest developments (.20); discuss results of research (.20); conference call with S. Sharrer and A. Youssefi regarding status, strategy, and handling of WARN Act matters in context of latest developments (.40); review related communication from R. Adcock with instructions (.20); write and forward detailed response to same in context of WARN window and related legal implications (.60); conference call with R. Adcock, T. Moyron, and A. Youssefi regarding WARN rules and further extension notice (.20).
11/14/19	A. Shiran	3.30	1,697.85	EMP	Correspondence with Steve Sharrer regarding further WARN Notice (.3); detailed analysis and evaluate of further permissible WARN extension and impact of new notice if needed (. 9) ; telephone conference with Tania Moyron, Steve Adcock and Sandra McCandless regarding WARN process and further extension notice (.2); begin drafting further extension letters. (1.9)
11/14/19	T. Moyron	0.30	155.55	EMP	Conference call regarding WARN with R. Adcock, et al.
11/15/19	A. Shiran	2.50	1,286.25	EMP	Evaluate and analyze strategy for further extension letter to hospital employees and evaluate language for inclusion therein; begin drafting further extension letter to hospital employees.
11/15/19	S. McCandless	0.90	719.10	EMP	Review and revise WARN further extension letter to hospital employees (.60); communicate with T. Moyron regarding same (.30).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/18/19	T. Moyron	0.40	207.40	EMP	Analyze WARN letter and related emails (.2); prepare comments to WARN letter and email regarding same (.2).
11/18/19	S. McCandless	0.70	559.30	EMP	Prepare for client conference call regarding WARN notice decisions to be made in context of current sale situation (.20); review and analyze T. Moyron's proposed edits to current version of WARN notice to employees for next phase (.30); communicate with T. Moyron regarding same (.20).
11/18/19	A. Shiran	0.80	411.60	EMP	Begin drafting WARN extension letters to union representatives.
11/19/19	A. Shiran	1.10	565.95	EMP	Revise further WARN extension letter to hospital employees (.3); Draft further WARN extension letters to government entities for three separate hospital locations (.8)
11/19/19	S. McCandless	0.60	479.40	EMP	Edit WARN Act extension letter for hospital employees (.30); communicate with T. Moyron regarding same (provide related legal information) (.30).
11/20/19	S. McCandless	0.80	639.20	EMP	Discuss strategy, handling, and language of WARN letters for corporate employees with A. Youssefi (.40); respond to S. Martin's questions regarding WARN extension options (.40).
11/20/19	A. Shiran	0.80	411.60	EMP	Prepare further WARN extension letter to corporate employees.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/21/19	A. Shiran	3.00	1,543.50	EMP	Receipt and review of correspondence from Rich Adcock regarding further WARN extension (.1); telephone conference with Steve Sharrer and Sandra McCandless regarding same (.3) evaluate and analyze potential impact of further WARN extension and potential additional extension under federal WARN requirements (1.4) telephone conference with Elspeth Paul and Sandra McCandless regarding same (.3); begin drafting and revising hospital employee WARN letters based on new WARN window provided by client (.3) update government letters based on new WARN window provided by client (.3); draft and update union WARN letters based on new WARN window (.3).
11/21/19	S. McCandless	1.70	1,358.30	EMP	Email from R. Adcock regarding further WARN extension (.10); telephone call with S. Sharrer and A. Youssefi to discuss background to and planning for same and related legal issues (.30); discuss legal issues posed by current scenario with A. Youssefi in context of additional analysis (.60); conference call with E. Paul and A. Youssefi to discuss current scenario for revision of certain current language in WARN extension letters for hospital employees (.30); prepare for conference call (.20); review and analyze E. Paul's draft of revisions to letters (.20).
11/21/19	C. Doherty, Jr.	0.60	224.40	EMP	Prepare chart regarding CBAs and notes for Mr. Alberts.
11/21/19	S. Alberts	0.30	240.00	EMP	Union. Receive reply from UCC concerning union settlement motion and follow ups.
11/22/19	C. Doherty, Jr.	0.60	224.40	EMP	Update CBA chart regarding comment from Mr. Alberts (.4); review comments regarding rabbi trust motion from Ropes and Gray (.2)
11/22/19	S. Alberts	0.20	160.00	EMP	1113/1114. Communicate about upcoming 1113/1114 hearing.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/22/19	S. McCandless	1.50	1,198.50	EMP	Discuss, review, and finalize letters to hospital employees with A. Youssefi (.40); review draft of letters to corporate employees (.20); communicate with T. Moyron regarding letter for corporate employees (.20); communications with S. Sharrer regarding letter for corporate employees and moving forward on hospital employee letters (.30); conference call with S. Sharrer, E. Paul, and A. Youssefi to draft additional language for letter for corporate employees (.20); finalize letter for corporate employees with E. Paul, S. Sharrer, and A. Youssefi (.20).
11/22/19	A. Shiran	3.00	1,543.50	EMP	Finalize letters to hospital employees (.2) finalize three letters to government entities related to termination of hospital employees (.7); correspondence with client relating to same (.2); draft letters to corporate VBS and VHS employees (.9) draft government letters for VHS employees (.4) draft government letters for VBS employees (.4); discuss language for corporate letters with Elpseth Paul, Steve Sharrer, and Sandra McCandless (.2)
11/25/19	C. Doherty, Jr.	1.60	598.40	EMP	Prepare and respond to emails regarding 1113 and 1114 motion strategy (.6); prepare order granting motion (1.0)
11/25/19	A. Shiran	0.10	51.45	EMP	Correspondence with Steve Sharrer regarding Further WARN Extension notices to employees and government entities.
11/25/19	S. McCandless	0.20	159.80	EMP	Follow up with S. Sharrer regarding latest WARN notifications.
11/26/19	S. McCandless	0.20	159.80	EMP	Review governmental responses to S. Sharrer re WARN notices.
Subtotal		52.70	28,039.75		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

INS - Insurance

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	J. Adolf	0.40	234.60	INS	Review tail insurance quotes (.2); communicate with Lockton re same(.2).
11/01/19	T. Moyron	0.80	414.80	INS	Analyze matters related to retention application re Lockton (.2); analyze L. Wall, et al., re tail and coverage (.3); analyze correspondence from R. Corbi and attached documents and related emails re SPA (.3).
11/01/19	G. Miller	0.70	309.40	INS	Review changes to Lockton retention application and revise the same.
11/04/19	J. Adolf	0.30	175.95	INS	Review email discussion re Marillac tail premium (.2); forward with analysis to T. Moyron (.1).
11/04/19	O. Pinkas	0.10	80.00	INS	Attn to Marillac sale
11/05/19	O. Pinkas	0.90	720.00	INS	Working group calls on next steps in Marillac sale.
11/05/19	T. Moyron	0.50	259.25	INS	Conference call with counsel for Old Republic, et al. re Marillac.
11/05/19	J. Adolf	1.80	1,055.70	INS	Call with L. Wall to discuss bid status and next steps (.2); draft email for Dentons team re Marillac bid process and next steps (.2); call with O. Pinkas and T. Moyron re stalking horse, ORIC and next steps (.5); draft email to P. Anderson to set call re Marillac (.1); draft email with responses to L. Wall re bid process (.3); call with P. Anderson, O. Pinkas & T. Moyron to discuss agenda for call with stalking horse bidder and ORIC assumption agreement (.5).
11/06/19	J. Adolf	1.50	879.75	INS	Review SPA for ORIC related provisions (.2); call with L. Wall to preview ORIC call and discuss stalking horse process and bid (.3); call with ACG, ORIC and Lockton to discuss worker's compensation policy, assumption and ORIC requirements (.5); call with Compre re Marillac (.5);
11/06/19	J. Fisher	1.00	378.00	INS	Conference regarding Marillac sale process and follow-up correspondence.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	J. Adolf	0.50	293.25	INS	Discuss ORIC and ACG with L. Wall (.2); communicate with T. Moyron and O. Pinkas issues with ORIC and timing of bid (.2); review emails from bidders (.1).
11/07/19	T. Moyron	0.20	103.70	INS	Analyze L. Wall, et al., emails re Marillac.
11/08/19	J. Adolf	0.60	351.90	INS	Review bidder status (.1); communications from L. Wall re Riverstone (bidder) (.1); review ORIC draft assumption agreement (.4).
11/11/19	J. Adolf	1.50	879.75	INS	Review ORIC program agreement and 2019 renewal (.4); evaluate ACG stalking horse bid (.3); evaluate Lockton valuation (.3); call with ACG and Lockton to discuss bid (.5);
11/11/19	O. Pinkas	0.60	480.00	INS	Call with ACG on revised bid.
11/12/19	G. Miller	0.80	353.60	INS	Revise Lockton retention application.
11/12/19	J. Adolf	2.60	1,524.90	INS	Evaluate ACG proposal and create comparison of proposals (.9); evaluate ACG red-line to SPA (.5); draft memo re concerns with ACG proposal (.9); discuss ACG proposal with L. Wall (.1); work with T. Hopper to schedule call re D&O (.1); review emails re coverages in event of delay in closing (.1).
11/13/19	G. Miller	1.00	442.00	INS	Revise and file Lockton retention application.
11/13/19	J. Adolf	0.20	117.30	INS	Review D&O coverage issues.
11/13/19	K.M. Howard	0.40	100.30	INS	Analysis of Debtors' Application to Employ Kansas City Series of Lockton Companies as Advisor to Debtors in the deposition of Marillac Insurance Company and reviewed and revised Critical Dates Memorandum accordingly.
11/14/19	J. Adolf	0.50	293.25	INS	Call with Lockton and client re D&O insurance.
11/15/19	J. Adolf	0.40	234.60	INS	Call with R. Millner and G. Miller to work on plan language re insurance (.3); email correspondence with Dentons team re ACG bid status (.1).
11/15/19	O. Pinkas	0.20	160.00	INS	Emails with working group on analysis and call on ACG's SPA comments.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	J. Fisher	1.00	378.00	INS	Conference regarding stalkinghorse bid process; correspondence pertaining to same.
11/19/19	O. Pinkas	1.10	880.00	INS	Reviewed and considered bid comparison (.3); and wall with Lockton and working group on negotiations with ACG in light of revised offer (.8).
11/19/19	T. Moyron	0.40	207.40	INS	Conference call with L. Wall, et al. re Marillac
11/19/19	J. Adolf	1.40	821.10	INS	Email correspondence with L. Wall re ACG bid (.1); evaluate ACG stalking horse bid (.4); call with Dentons team and L. Wall to evaluate stalking horse and bid process and determine next steps (.9).
11/20/19	J. Adolf	0.50	293.25	INS	Review ORIC assumption agreement (.2); evaluate ACG red-line to assumption agreement (.3).
11/20/19	O. Pinkas	0.50	400.00	INS	Prepared for and call with ACG's counsel on revised bid for Marillac.
11/21/19	J. Adolf	0.60	351.90	INS	Review Fleming Re indicative proposal for Marillac (.3); draft comparison Marillac bids (.3).
11/22/19	J. Adolf	0.30	175.95	INS	Call with L. Wall re ACG.
11/23/19	O. Pinkas	0.30	240.00	INS	Reviewed and considered Fleming Re IOI, and email to working group with thoughts thereon.
11/25/19	J. Adolf	0.40	234.60	INS	Evaluate and compare Marillac bids.
11/27/19	J. Adolf	0.30	175.95	INS	Review emails re Marillac bids and status.
Subtotal		24.30	14,000.15		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

MED/DHC- Medi-Cal/DHCS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	N. Koffroth	0.80	401.20	MED/DHCS	Draft motion re DHCS offsets
	Subtotal	0.80	401.20		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

REP - Reporting

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	K.M. Howard	0.40	100.30	REP	Reviewed and revised Critical Dates Memorandum to reflect deadlines to file Monthly Operating Reports in 2020.
11/13/19	K.M. Howard	0.20	50.15	REP	Reviewed email from Norman Haslun regarding the October Monthly Operating Report and stay orders issued by the court (.1) and prepared response thereto (.1).
11/13/19	J.A. Moe, II	0.30	160.65	REP	Review E-Mails from Herman Au, exchange E-Mails with Tania Moyron, and multiple E-Mails to Peter Chadwick on U.S. Trustee Fees.
11/14/19	J.A. Moe, II	0.10	53.55	REP	Exchange E-Mails with Andrew Ferrero Peretti, on payment of fees and contact with the U.S. Trustee Office (Gary Badin and Herman Au).
11/22/19	K.M. Howard	0.20	50.15	REP	Email exchanges with Norm Haslun regarding the October 2019 Monthly Operating Report.
11/27/19	N. Koffroth	0.40	200.60	REP	Draft October 2019 Monthly Operating Report.
11/27/19	J.A. Moe, II	0.40	214.20	REP	Confer with Kathryn Howard on last day to file MOR and exchange E-Mails with Tania Moyron on filing the MOR (.10); continue to review status of filing the MOR with Ms. Howard and review E-Mails with Tania Moyron and Nick Koffroth on filing the MOR (.20); confirm on November 30th the filing of the MOR (.10).
11/30/19	G. Medina	0.40	117.30	REP	Communication with N. Koffroth regarding filing MOR, review filed and send e filed copy to team.
Subtotal		2.40	946.90		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2230639

December 16, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
APP	Appellate Proceedings	28,497.02
B100	Administration	3,797.38
B110	Case Administration	6,750.90
B130	Asset Disposition	3,574.85
B150	Meetings of and Communications with Creditors	1,257.15
B160	Fee/Employment Applications	15,758.18
	Less Discount to Client	(6,832.00)
B170	Fee/Employment Objections	18,382.00
B190	Other Contested Matters (excl. assumption/rejection motions)	5,356.53
B195	Non-Working Travel	14,592.10
	Less Discount to Client	(14,592.10)
B200	Operations	51.85
B210	Business Operations	1,819.00
B220	Employee Benefits/Pension	5,552.70
B230	Financing/Cash Collections	1,760.18
B240	Tax Issues	4,877.70
B250	Real Estate	30,244.31
B300	Claims and Plan	207.40
B310	Claims Administration and Objections	20,156.18
B320	Plan and Disclosure Statement (incl. Business Plan)	234,096.21
EMP	Employee matters	28,039.75
INS	Insurance	14,000.15
MED/DHCS	Medi-Cal/DHCS Issues	401.20
REP	Reporting	946.90
	Total This Matter	\$418,695.54

Verity Health System of California, Inc.
Invoice #: 2230639

December 16, 2019

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	92.00	\$73,600.00
G. Marsh	\$621.00	1.00	\$621.00
O. Pinkas	\$800.00	3.70	\$2,960.00
S. Alberts	\$800.00	56.80	\$45,440.00
S. Maizel	\$800.00	17.70	\$14,160.00
S. Martin	\$760.75	9.00	\$6,846.75
B. Davison	\$800.00	3.80	\$3,040.00
J. Adolf	\$586.50	13.80	\$8,093.70
L. Whidden	\$765.50	0.70	\$535.85
M. Maryn	\$800.00	0.40	\$320.00
P. Maxcy	\$739.50	0.80	\$591.60
R. Richards	\$723.00	25.70	\$18,581.10
S. McCandless	\$799.00	11.20	\$8,948.80
T. Moyron	\$518.50	81.30	\$42,154.05
T. Santoli	\$799.00	2.30	\$1,837.70
J.A. Moe, II	\$535.50	52.40	\$28,060.20
M. Wege	\$790.50	6.80	\$5,375.40
C. Richter	\$646.00	21.00	\$13,566.00
K. Murphy	\$416.50	8.00	\$3,332.00
R. Millner	\$800.00	9.30	\$7,440.00
M. Zeefe	\$480.25	13.20	\$6,339.32
A. Shiran	\$514.50	15.70	\$8,077.65
G. Miller	\$442.00	18.40	\$8,132.80
J. Fisher	\$378.00	3.50	\$1,323.00
N. Koffroth	\$501.50	89.60	\$44,934.40
C. Doherty, Jr.	\$374.00	36.70	\$13,725.80
C. Heddesheimer	\$433.50	0.30	\$130.05
L. Macksoud	\$437.75	57.20	\$25,039.33
N. Moges	\$433.50	2.60	\$1,127.10

Verity Health System of California, Inc.
Invoice #: 2230639

December 16, 2019

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
A. Dondoyano	\$323.00	0.10	\$32.30
S. Harmelech	\$323.00	3.30	\$1,065.90
S. Schrag	\$336.00	48.60	\$16,329.60
M. Ciziunas	\$280.50	0.40	\$112.20
D. Pina	\$318.75	5.30	\$1,689.39
G. Medina	\$293.25	2.40	\$703.80
K.M. Howard	\$250.75	34.90	\$8,751.24
M. Sanchez	\$255.00	11.10	\$2,830.50
M.M. Welch	\$267.75	<u>53.30</u>	<u>\$14,271.11</u>
Totals		814.30	\$440,119.64

Fee Total \$ 418,695.54

Invoice Total \$ 418,695.54

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230640

Matter: 15800425-000004
O'Connor Hospital

Payment Due Upon Receipt

Total This Invoice \$ 1,857.45

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300US_Active\113861513\V-1

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230640

For Professional Services Rendered through November 30, 2019:

Matter: 15800425-000004
O'Connor Hospital

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
11/22/19	C. Montgomery	0.10	80.00	B130	Communications with R Fuller re Benson Trust.
	Subtotal	0.10	80.00		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2230640

December 16, 2019

B150 - Meetings of and Communications with Creditors

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	S. Maizel	0.10	80.00	B150	Telephone conference with Creditor re pending issues.
	Subtotal	0.10	80.00		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2230640

December 16, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	K. Murphy	0.10	41.65	B190	/Thomson/ Prepare update to Verity Deadline Chart re Arbitration Review Conference on 2/6/2020.
11/05/19	K. Murphy	0.90	374.85	B190	/ Thomson / Attended Case Management Conference (.8) and prepare report (.1).
11/14/19	K. Murphy	0.20	83.30	B190	/ Thomson / Analyze court website to locate minute order from 11/5/19 status conference (.1) and telephone call with co-defendant re the same (.1).
11/14/19	J.A. Moe, II	0.20	107.10	B190	/Greenwood v. O'Connor/ Exchange E-Mails with Elina Tilman on DEFH and evaluation of the claim (.10); confer with Ahn Ruda on exposure valuation (.10).
11/18/19	J.A. Moe, II	0.10	53.55	B190	/Swain v. O'Connor/ Exchange E-Mails with Karen Chapman and Kathleen Conway on status of relief from stay.
11/18/19	K. Murphy	0.10	41.65	B190	/ Swain/ Analyze and respond to emails from John Moe and Kathleen Conway re status of case as stayed and intent to appear at upcoming status conference.
11/25/19	K. Murphy	0.40	166.60	B190	/Swain/ Prepare for drafting Status Conference Statement re Bankruptcy by analyzing report of prior conference and confirm upcoming conference date on court website (.1); confirm date for filing notice of automatic stay (.1); and draft/finalize Status Conference Statement (.2).
Subtotal		2.00	868.70		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2230640

December 16, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
11/08/19	D. Pina	2.60	828.75	B310	Analyze docket and court filings regarding identification of contract rejections related to the sales (1.8); identify sequence of filings related to sale to Santa Clara County and provide R. Richards with contract rejection papers (.8).
	Subtotal	2.60	828.75		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2230640

December 16, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B130	Asset Disposition	80.00
B150	Meetings of and Communications with Creditors	80.00
B190	Other Contested Matters (excl. assumption/rejection motions)	868.70
B310	Claims Administration and Objections	828.75
Total This Matter		\$1,857.45

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	0.10	\$80.00
S. Maizel	\$800.00	0.10	\$80.00
J.A. Moe, II	\$535.50	0.30	\$160.65
K. Murphy	\$416.50	1.70	\$708.05
D. Pina	\$318.75	<u>2.60</u>	<u>\$828.75</u>
Totals		4.80	\$1,857.45
Fee Total	\$	1,857.45	
Invoice Total	\$	<u>1,857.45</u>	

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230641

Matter: 15800425-000005
St. Vincent Medical Center

Payment Due Upon Receipt

Total This Invoice

\$ 8,396.79

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693

Account Name: Dentons US LLP

Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230641

For Professional Services Rendered through November 30, 2019:

Matter: 15800425-000005
St. Vincent Medical Center

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	T. Moyron	0.80	414.80	B110	Conference call with E. Paul, et al., re St. Vincent re disclosure (.7); analyze related emails (.1).
	Subtotal	0.80	414.80		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2230641

December 16, 2019

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
11/05/19	K.M. Howard	0.30	75.23	B185	Analysis of the tentative ruling regarding Seoul Medical Group's contract renewal and prepared email to Sam Maizel regarding the matters before the court on November 6, 2019.
11/05/19	S. O'Brien	0.50	400.00	B185	Emails with counsel for SVIPA regarding status of negotiations over cure objections; emails with T. Moyron regarding negotiations with buyer over the claims in the cure objections.
11/06/19	S. O'Brien	0.60	480.00	B185	Emails with Henry Kevane and Gary Klausner regarding buyer's intentions about the cure objections of the various IPAs.
11/06/19	K.M. Howard	0.40	100.30	B185	Analysis of the Order approving the Stipulation between Debtors and Seoul Medical Group to continue the hearing and reviewed and revised Critical Dates Memorandum accordingly.
11/11/19	S. O'Brien	0.50	400.00	B185	Emails with Henry Kevane regarding status of negotiations with buyer and SVIPA regarding cure objections.
11/13/19	S. O'Brien	0.30	240.00	B185	Emails with Henry Kevane regarding summaries of status of negotiations provided to counsel for the buyer for direct negotiations with SVIPA.
11/18/19	K.M. Howard	0.20	50.15	B185	Assembled the tentative ruling regarding Seoul Medical Group and prepared email to Geoffrey Miller regarding same.
11/18/19	K.M. Howard	0.30	75.23	B185	Analysis of Status Report in support of Order Approving Stipulation Continuing the hearing on Seoul Medical Group's Amended Motion and cross-referenced same to Critical Dates Memorandum.
11/19/19	K.M. Howard	1.10	275.83	B185	Analysis of and culling of all pleadings relevant to the November 20, 2019 hearing regarding Seoul Medical Group's Motion for Specified Period to Assume/Reject Executory Contract between St. Vincent Medical Center and Seoul Medical Group and prepared hearing binders.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2230641

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	S. O'Brien	0.30	240.00	B185	Review email from Don Kirk to Gary Klausner regarding status of negotiations with SVIPA claims,
11/21/19	S. O'Brien	0.40	320.00	B185	Review case law regarding hospital bankruptcy and risk pool expenses.
	Subtotal	4.90	2,656.74		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2230641

December 16, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	K. Murphy	0.20	83.30	B190	/Dwight Rapp/ Research email to locate email from Elspeth Paul re case status (.1) and draft email to Ted Hopper and Elina Tillman re same (.1).
11/01/19	K. Murphy	0.10	41.65	B190	/Davila/ Confer with John Moe re emails from An Ruda re post petition claim and settlement discussions.
11/01/19	K. Murphy	0.20	83.30	B190	/Davila/ Analyze minute order re ruling on co-defendant Kforce's demurrer with leave to amend entire complaint (.1) and confer with Elina Tilman to discuss strategy to address the stayed causes of action against VHS and SVMC. (.1).
11/01/19	K. Murphy	0.80	333.20	B190	/Davila/ Draft notice of ruling re trial setting to clarify that trial should only proceed as to the non-stayed causes of action (.4); draft email to Elina Tilman with initial draft for review (.1); prepare edits to the same per comments from Ms. Tillman (.2); and confer with John Moe re initial draft and revised draft (.1).
11/01/19	J.A. Moe, II	0.50	267.75	B190	/Davila v. St. Vincent/ Review Ahn Ruda's E-Mail on payment of the settlement, the review status of background on the case concerning coverage (.20); telephone call to Ahn Ruda on engaging Henry Kevane (.10); telephone call to Henry Kevan's office (.10); exchange E-Mails with Elspeth Paul on obtaining answer from AIG (.10).
11/01/19	J.A. Moe, II	0.10	53.55	B190	/Davila v. St. Vincent/ Review and revise the Case Statement to be filed in the Superior Court.
11/02/19	K. Murphy	0.20	83.30	B190	/Davila/ Analyze and respond to email from Elina Tilman re request to check for filing of Proof of Claim or Administrative Claim (.1); and review KCC website for the same (.1).
11/04/19	J.A. Moe, II	0.10	53.55	B190	/Davila v. St. Vincent/ Review the revised Notice Of Ruling Re Trial Setting Conference.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2230641

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	J.A. Moe, II	1.00	535.50	B190	/Davila v. St. Vincent/ Telephone call from Henry Kevane on the insurance payment on settlement (.10); telephone call to Ahn Ruda on engaging Henry Kevane on AIG (.10); telephone call with Ahn Ruda to Henry Kevane on contacting AIG on coverage (.40); research and confer with Karleen Murphy and E-Mail to Ahn Ruda and Henry Kevane on relief from stay (.20); additional conference with Karleen Murphy on status of the stay (.10); exchange E-Mails with Henry Kevane clarifying that there is no relief from stay (.10).
11/04/19	J.A. Moe, II	0.10	53.55	B190	/Millage v. St. Vincent/ Telephone call with Karleen Murphy on responding to discovery and correspondence directed to propounding attorneys.
11/04/19	J.A. Moe, II	0.70	374.85	B190	/Maurice Bray v. St. Vincent/ Exchange multiple E-Mails on status of the Bray Claim and insurance coverage (.10); conference call with Karen Chapman, Kathleen Conway and St. Vincent Claims Representative on background to, insurance coverage on and statute of limitations on claim (.40); telephone call to Alex Watson on Statute of Limitations (.10); exchange E-Mails with Karen Chapman on negotiating a resolution (.10).
11/04/19	K. Murphy	0.40	166.60	B190	/Millage/ Analyze further documents served re notices of deposition and discovery to various parties (.1); confer with John Moe re preparing notice to all counsel to remove Dentons from the service list (.1); draft email to all counsel of record with request for removal (.1); and further analyze and respond to email from co-counsel re same (.1).
11/04/19	K. Murphy	0.10	41.65	B190	/Davila/ Confer with John Moe re status of causes of action not stayed per limited Answer and confirm that no motion for relief from the automatic stay was filed.
11/05/19	K. Murphy	0.10	41.65	B190	/Davila/ Analyze conformed Notice of Ruling and draft email to Elina Tillman enclosing copy of the same.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2230641

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/06/19	K.M. Howard	0.40	100.30	B190	Analysis of deposition notices in Millage v. St. Vincent Medical Center and reviewed and revised Litigation Management accordingly.
11/07/19	J.A. Moe, II	0.10	53.55	B190	/Kanique Thomas v. St. Vincent/ In regard to conference call on November 6th, review and transmit Minute Order from September 9th to Karleen Murphy.
11/07/19	K. Murphy	0.10	41.65	B190	/Davila/ Analyze emails from Elina Tilman re minute order of ruling on Kforce's demurrer and motion to strike as omitting language of the restriction of filing amended complaint as to stayed causes of action against St. Vincent; and analyzed John Moe's response re same.
11/07/19	K. Murphy	0.20	83.30	B190	/Davila/ Analyze emails from Elina Tilman advising of case settlement (.1); and update Verity Litigation Management Charts re same (.1).
11/07/19	K. Murphy	0.30	124.95	B190	/Kanique Thomas/ Analyze minute order continuing case review conference (.1); analyze and respond to email from John Moe re same (.1) and prepare updates to Verity Litigation Chart with continued conference date (.1).
11/08/19	K. Murphy	0.60	249.90	B190	/Kanique Thomas/ Confer with John Moe and Glenda Spratt re Notice of Further Non-Appearance Case Review per court order (.1); draft/finalize notice of the same (.3); review complaint to determine if VHS is a named defendant (.1); and update Verity Litigation Management Chart re named defendant as St. Vincent only (.1).
11/08/19	J.A. Moe, II	0.10	53.55	B190	/Davila v. St. Vincent/ Review E-Mails from Ahn Ruda and AIG on AIG's payment of settlement.
11/08/19	J.A. Moe, II	0.10	53.55	B190	/Kanique Thomas v. St. Vincent/ Review and exchange E-Mails with Karleen Murphy on Notice of Case Management Conference.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2230641

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	K.M. Howard	0.40	100.30	B190	Analysis of the Court's tentative ruling regarding the continuance of the status conference in St. Vincent v. LA Health Care Plan and reviewed and revised Critical Dates Memorandum accordingly.
11/11/19	J.A. Moe, II	0.10	53.55	B190	/Davila v. St. Vincent/ Exchange E-Mails with Elina Tilman on Karleen Murphy on resolution of issues.
11/18/19	K. Murphy	0.10	41.65	B190	/ Kanique Thomas/ Draft email to John Moe advising of filing and service of notice of continued non-appearance case review per court order.
11/26/19	K. Murphy	0.30	124.95	B190	/Curtis Millage / Analyze dismissal paperwork and emails from insurance counsel re closing file (.1); analyze court website for date of OSC re dismissal (.1); and prepare updates to Verity Litigation Management Chart re case settlement and OSC (.1).
11/27/19	K. Murphy	0.20	83.30	B190	/Myung Soo Han / Analyze multiple emails re case status from Janee Tomlinson and Karen Chapman.
Subtotal		7.60	3,377.90		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2230641

December 16, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
11/06/19	J.A. Moe, II	0.20	107.10	B310	/Administrative Claim: Olympus/ Review Joseph Florczak's E-Mail on status of the Olympus cure amount, then E-Mail to Jon Emerson on review and conclusion on the amount due (.10); E-Mail to Mr. Florczak on obtaining answer to inquiry (.10).
11/08/19	J.A. Moe, II	0.10	53.55	B310	/Administrative Claim: Olympus/ Review and respond to E-Mails with Mark Wege and Jon Emerson on obligations to Olympus.
11/08/19	J.A. Moe, II	0.50	267.75	B310	/Olympus - St. Vincent (and Seton)/ Review and annotate Joseph Florczak's E-Mail, then review Jon Emerson's response (.20); E-Mail to Jon Emerson on conclusions and question, and suggesting how to proceed (.20); E-Mail to Mr. Florczak on attention to the Claim (.10).
11/25/19	J.A. Moe, II	0.10	53.55	B310	/Administrative Claim: Olympus/ Review Carolyn Richter's E-Mail on resolution of amount due Olympus and telephone call to Geoffrey Miller's office on determining the amount due, also reviewing Tania Moyron's E-Mail.
11/25/19	G. Miller	0.30	132.60	B310	Calls and emails with J. Moe re Olympus leases and status of case.
11/26/19	G. Miller	0.10	44.20	B310	Call with J. Moe to discuss Olympus.
11/26/19	J.A. Moe, II	1.10	589.05	B310	/Administrative Claim: Olympus - St. Vincent and Seton/ Telephone call to Geoffrey Miller and review documents from Joe Florczak, Mark Wege and Carolyn Richter on reconciling the amount due (.20); exchange E-Mails with Jon Emerson on amount due Olympus (.10); review and outline prior E-Mails on amount due Olympus, then review Joe Florczak's E-Mail, then E-Mail to Carolyn Richter on reconciliation of the amount due (.20); telephone call with Jon Emerson and Joe Vizinni on resolution of the prepetition Claims (.20); telephone call to Carolyn Richter on intended resolution (10); telephone call to Geoffrey Miller on contacting Olympus Counsel and telephone

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2230641

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
					call to Joe Florzcak's office on resolution (.10); telephone call with Mr. Florzcak on resolution on amounts due, telephone call to Carolyn Richter on necessity for letter, and return call to Mr. Florzcak on letter to Ms. Richter (.20).
11/27/19	J.A. Moe, II	0.10	53.55	B310	/Administrative Claim - Olympus - St Vincent and Seton/ Exchange E-Mails on claim.
11/29/19	C. Richter	1.00	646.00	B310	Email correspondence with Joe Vizzini and Olympus America (.5); review order of the court compelling the closing (.5).
	Subtotal	3.50	1,947.35		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2230641

December 16, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B110	Case Administration	414.80
B185	Assumption/Rejection of Leases and Contracts	2,656.74
B190	Other Contested Matters (excl. assumption/rejection motions)	3,377.90
B310	Claims Administration and Objections	1,947.35
Total This Matter		\$8,396.79

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
S. O'Brien	\$800.00	2.60	\$2,080.00
T. Moyron	\$518.50	0.80	\$414.80
J.A. Moe, II	\$535.50	5.00	\$2,677.50
C. Richter	\$646.00	1.00	\$646.00
K. Murphy	\$416.50	3.90	\$1,624.35
G. Miller	\$442.00	0.40	\$176.80
K.M. Howard	\$250.75	<u>3.10</u>	<u>\$777.34</u>
Totals		16.80	\$8,396.79

Fee Total \$ 8,396.79

Invoice Total \$ 8,396.79

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230642

Matter: 15800425-000006
St. Francis Medical Center

Payment Due Upon Receipt

Total This Invoice \$ 372,449.54

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230642

For Professional Services Rendered through November 30, 2019:

Matter: 15800425-000006
St. Francis Medical Center

AGI - Attorney General Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	S. Martin	1.10	836.83	AGI	Email regarding proposals to reach settlement with Attorney General and SGM on terms or stipulation and order regarding supplemental sale; review revisions to proposed order; confer with T. Moyron and clients regarding same.
11/01/19	C. Montgomery	1.80	1,440.00	AGI	Communications with T Moyron regarding AG response to proposal on section 8.6 (.2); communications with T Moyron regarding Buyer proposed order settlement language (.1); communications with G Klausner regarding deed of trust releases and research same (.5); review most recent AG language (.1); Phone conference with T Moyron regarding AG order and closing issues (.6); conference call with T Moyron and G Klausner regarding title issues (.2); conference call with T Moyron and S Maizel regarding end of day AG development (.1)
11/05/19	S. Maizel	0.10	80.00	AGI	Telephone conference with T. Moyron re AG order.
11/05/19	S. Maizel	0.50	400.00	AGI	Telephone conference with T. Moyron, etc. re AG order issues.
11/05/19	S. Maizel	0.40	320.00	AGI	Telephone conference with UCC counsel re AG order issues.
11/05/19	S. Maizel	0.20	160.00	AGI	Telephone conference with T. Moyron re AG order issues.
11/05/19	S. Maizel	0.30	240.00	AGI	Review and comment on correspondence re SGM issues re AG order.
11/06/19	S. Maizel	0.50	400.00	AGI	Review and respond to emails re issues over AG enforcement motion order.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/08/19	N. Koffroth	0.80	401.20	AGI	Participate in calls concerning issues related to order granting motion to enforce sale order with: D. Eldan and T. Moyron (0.2); R. Adcock, E. Paul, et al. (0.5); S. Martin and T. Moyron (0.1)
11/08/19	S. Maizel	0.40	320.00	AGI	Telephone conference with D. Elden, Cal. AG office re order on enforcement motion.
11/08/19	S. Maizel	0.50	400.00	AGI	Review and respond to emails re order on AG enforcement motion.
11/08/19	S. Maizel	0.20	160.00	AGI	Review and revise notice re AG stipulation.
11/08/19	S. Maizel	0.50	400.00	AGI	Review and respond to emails re AG order issues.
11/08/19	C. Montgomery	0.30	240.00	AGI	Participate in team call on AG settlement (.2); communications with T Moyron re AG settlement acceptance delay (.1).
11/08/19	S. Alberts	0.20	160.00	AGI	Sale. Communicate about AG order and potential impact.
11/08/19	T. Moyron	1.10	570.35	AGI	Follow-up conference calls with D. Elden and approval to lodge orders and file pleadings (.2); exchange emails regarding same (.1); final review of documents and coordinate filing and order of same (.8).
11/08/19	T. Moyron	0.20	103.70	AGI	Prepare email to D. Eldan regarding filed versions of pleadings and lodging of orders (.1); prepare emails to G. Klausner and clients regarding same (.1).
11/11/19	J.A. Moe, II	0.10	53.55	AGI	Review Stipulation with the Attorney General on Debtors' Motion For Entry Of An Order Authorizing Sale To SGM.
11/12/19	S. Maizel	0.10	80.00	AGI	Telephone conference with D. Eldon, etc. re AG enforcement order.
Subtotal		9.30	6,765.63		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

APP - Appellate Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	T. Moyron	0.40	207.40	APP	Analyze appeal issues.
11/01/19	K.M. Howard	0.80	200.60	APP	Analysis of Appellant's Designation of Record on Appeal and reviewed docket in the Medi-Cal appeal.
11/01/19	N. Koffroth	1.50	752.25	APP	Draft memorandum analyzing issues re DHCS appeal and related timeline (1.2); calls with T. Moyron re same (0.3)
11/04/19	K.M. Howard	2.00	501.50	APP	Analysis of pleadings relied upon by the court in adjudicating Debtors' Sale of Medi-Cal Agreements (.4); further analysis of Appellants' Designation of Record on Appeal and determined additional documents to include in the record (.7); prepared Appellees' Counter-Designation of Record on Appeal (.9).
11/05/19	K.M. Howard	0.10	25.08	APP	Prepared email to Sam Maizel regarding Debtors' Designation of Record on Appeal in the Medi-Cal Appeal.
11/05/19	K.M. Howard	1.90	476.43	APP	Further analysis of pleadings relied upon by the court in adjudicating Debtors' Sale of Medi-Cal Agreements including further analysis of Appellants' Designation of Record on Appeal and cross-referenced to all documents filed with the court pertaining to medi-cal issues and reviewed and revised Appellees' Counter-Designation of Record on Appeal.
11/06/19	K.M. Howard	0.60	150.45	APP	Telephone conference with Sam Maizel regarding his review of Appellee's Counter-Designation of the Record on Appeal including subsequent emails regarding same (.4) and coordinated delivery of key materials to Sam Maizel to review (.2).
11/06/19	K.M. Howard	0.30	75.23	APP	Culled all documents and pleadings pertaining to Appellees' Counter-Designation of Record on Appeal (.2) and prepared email to T. Moyron regarding same (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/06/19	K.M. Howard	0.40	100.30	APP	Brief analysis of Appellee's streamlined requests (x2) to extend time to file their responsive briefs and reviewed Critical Dates Memorandum regarding same.
11/06/19	S. Maizel	0.30	240.00	APP	Review designation of supplemental record on Medi-Cal appeal.
11/06/19	K.M. Howard	0.40	100.30	APP	Finalized and filed Appellees' Designation of Additional Items to be Included in the Record on Appeal
11/06/19	K.M. Howard	0.40	100.30	APP	Reviewed and revised Appellees' Designation of Additional Items to be Included in the Record on Appeal (.3) and emailed same to Sam Maizel and Tania Moyron for final review (.1).
11/06/19	J.A. Moe, II	0.30	160.65	APP	Conferences with Kathryn Howard on preparing, having reviewed and completing the Counter Designation of Record on Appeal.
11/07/19	D. Pina	2.70	860.63	APP	Communications with L. Macksoud regarding documents included in 9th Circuit filing as appendix and identified as excerpts of the record were in fact designated items (.3); pull excerpts, dockets for 9th Circuit case, District Court cases and Bankruptcy cases and review for designations (1.8); circulate documents and dockets to L. Macksoud (.2); related follow-up communications with L. Macksoud (.2); update electronic case records (.2).
11/07/19	C. Montgomery	0.20	160.00	APP	Confer with L. Macksoud regarding designation of the record (.1); communications with D. Pina regarding admission to 9th Circuit (1.).
11/07/19	K.M. Howard	0.30	75.23	APP	Telephone conference with Lauren Macksoud regarding the Ninth Circuit Appeal and designation of the record on appeal (.2) and prepared followup email regarding same (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	K.M. Howard	0.70	175.53	APP	Analysis of Certificate of Readiness and Completion of Record on Appeal from USBC (.1); analysis of Notice re: Bankruptcy Record Complete filed by the United States District Court (.1); analysis of Federal Rule of Bankruptcy Procedure 8018 to deadline briefing deadlines in the Medi-Cal appeal (.2) and reviewed and revised Critical Dates Memorandum accordingly (.3).
11/07/19	K.M. Howard	0.70	175.53	APP	Analysis of scheduling order and notice from the court regarding briefing schedule (.3) and reviewed and revised Critical Dates Memorandum accordingly (.4).
11/12/19	K.M. Howard	0.20	50.15	APP	Telephone conference with Lauren Macksoud regarding the appellate court extending appellee's deadline to file their responsive briefs.
11/12/19	C. Montgomery	0.30	240.00	APP	Confer with L. Macksoud regarding Ninth circuit brief structure (.2); review docket change of briefing schedule (.1)
11/14/19	K.M. Howard	0.60	150.45	APP	Analysis of the enforcement order, determined notice of appeal deadlines and reviewed and revised Critical Dates Memorandum accordingly.
11/18/19	D. Pina	0.60	191.25	APP	Assist L. Macksoud with complete set and electronic copy of Appellants excerpts from Record on Appeal.
11/29/19	S. Maizel	0.40	320.00	APP	Review SGM notice of appeal re AG order (.1); review and respond to emails re same (.3).
Subtotal		16.10	5,489.26		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
11/06/19	T. Moyron	2.00	1,037.00	B110	Analyze and prepare correspondence re SGM and other matters (.8); enter additional time (1.2).
	Subtotal	2.00	1,037.00		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	R. Garms	1.10	663.85	B130	Review and discuss closing checklist documents related to delivery of title (0.7); e-mails and follow up regarding same (0.4).
11/01/19	T. Moyron	4.40	2,281.40	B130	Internal emails regarding sale order and next steps (.3); analyze correspondence regarding UCC filings (.2); analyze D. Galfus, et al., emails re DHCS letter (.2); analyze matters related to DHCS appeal (.6); analyze email and order from G. Klausner (.1); prepare email to AG Deputy counsel regarding same (.1); analyze email from AG deputy counsel and attached order (.1); analyze same and redline and prior versions (.4); prepare emails to E. Paul, et al. regarding same (.1); prepare email to G. Klausner regarding same (.1); conference call with E. Paul, D. Galfus, et al. re order status (.3); conference call with G. Klausner regarding sale order (.2); conference call with AG Deputy Counsel regarding same (.3); follow up calls regarding same (.2); prepare email to G. Klausner regarding same (.1); follow up correspondence from D. Eldan and G. Klausner regarding same (.1); exchange emails with lenders' counsel regarding status of sale order (.1); analyze email from BRG re tenant lease and prepare email regarding same (.1); analyze section 1113/1114 motions (.6); analyze H. Levy-Biehl, et al., email re Seton (.2).
11/01/19	N. Koffroth	0.50	250.75	B130	Review and analyze issues re revised version of order granting motion to enforce sale motion (0.2); call with R. Adcock, E. Paul, et al. re same (0.3)
11/01/19	S. Martin	1.20	912.90	B130	Confer with T. Armada regarding status of additional investigation regarding facilities allegations (.6); review additional documents regarding same (.5); prepare summary outline of response to SGM facilities questions (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	A. Dondoyano	1.10	355.30	B130	Review internal closing checklist (.4); call with N. Nguyen re the same (.3); confer with M. Garms regarding the PTR finalizations and Tenant Lease Letters (.4).
11/04/19	S. Martin	1.70	1,293.28	B130	Confer with T. Moyron, E. Paul and Nelson Hardiman regarding facilities issues (.6); initial review of documents relating to same (1.1).
11/04/19	S. Maizel	0.10	80.00	B130	Telephone conference with Peter Benvenuti re SGM sale issues.
11/04/19	T. Moyron	0.30	155.55	B130	Exchange emails with S. Kulka re sale inquiry (.1); exchange emails with G. Klausner re order granting enforcement motion (.1); prepare emails regarding same (.1).
11/04/19	R. Garms	1.50	905.25	B130	Review and discuss transaction documents.
11/04/19	J. Fisher	1.00	378.00	B130	Review and summarize comments to ancillary documents (0.7); follow-up correspondence regarding same (0.3).
11/05/19	T. Moyron	1.60	829.60	B130	Conference calls with R. Adcock regarding SGM re order (.3); prepare email to G. Klausner re order (.1); analyze email from G. Klausner and attached order (.2); analyze redlines and various versions of the order (.3); conference calls with D. Eldan re order (.2); exchange emails with D. Eldan (.2); conference call with E. Paul and R. Adcock (.3).
11/05/19	S. Maizel	0.50	400.00	B130	Review CMS settlement proposal.
11/05/19	N. Koffroth	0.60	300.90	B130	Draft order granting motion to enforce sale order
11/05/19	N. Koffroth	2.10	1,053.15	B130	Draft correspondence to G. Klausner concerning issues related to draft order granting motion to enforce sale order
11/05/19	G. Miller	0.20	88.40	B130	Work on Nant Works stipulation.
11/05/19	C. Montgomery	0.50	400.00	B130	Communications with T Moyron regarding draft letter to Purchaser.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/05/19	S. Martin	0.90	684.68	B130	Review and comment on correspondence to and from SGM regarding proposed order and stipulation; confer with T. Moyron regarding revisions to same; review and analyze competing versions from AG and SGM and impact on APA provisions regarding timing.
11/05/19	S. Martin	0.20	152.15	B130	Email with E. Paul, T. Moyron and H. Levy-Biehl regarding facilities issues and communications with SGM.
11/06/19	S. Martin	1.60	1,217.20	B130	Review and revise order and stipulation regarding AG conditions (.4); further review APA provisions impacting same (.6); review correspondence from SGM regarding same (.2); confer with T. Moyron, C. Montgomery and N. Koffroth regarding same (.4).
11/06/19	S. Martin	1.60	1,217.20	B130	Confer with H. Levy-Biehl, C. Johnson, E. Paul and T. Moyron regarding joint interest issues and exhibits to APA (.4); review additional facilities documents received from H. Levy-Biehl and analyze impact of same under APA (.9); confer with E. Paul regarding risk pool issues (.3).
11/06/19	A. Dondoyano	0.50	161.50	B130	Revise closing checklist.
11/06/19	K.M. Howard	0.40	100.30	B130	Analysis of stipulation to continue hearing and applicable deadlines regarding NantWorks' Objection to Debtors' Motion for Order Approving Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
11/06/19	C. Montgomery	1.80	1,440.00	B130	Communications with T Moyron, E Paul and R Adcock regarding correspondence Plan with SGM and AG (.1); review revised stipulation for AG and proposed order (.3); research and communications with T Moyron and S Maizel re rationale for modifications re same (1.4).
11/06/19	N. Koffroth	0.60	300.90	B130	Calls analyzing issues concerning order granting motion to enforce sale order with: D. Galfus and T. Moyron (0.2); C. Montgomery (0.1); S. Maizel and T. Moyron (0.1); R. Adcock, E. Paul, et al. (0.2); T. Moyron

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/06/19	N. Koffroth	2.60	1,303.90	B130	Draft order granting motion to enforce sale order
11/06/19	N. Koffroth	0.30	150.45	B130	Draft stipulation and order continuing Nant cure objection
11/06/19	N. Koffroth	1.20	601.80	B130	Draft correspondence with G. Klausner concerning issues related to order granting motion to enforce sale order
11/06/19	N. Koffroth	0.70	351.05	B130	Draft omnibus stipulation continuing cure objections
11/06/19	T. Moyron	5.50	2,851.75	B130	Conference call with R. Adcock regarding status of order (.1); prepare email to R. Adcock regarding APA (.1); prepare correspondence regarding enforcement order and analyze related matters (1.2); conference calls with Deputy Attorney General re order (.2); conference calls with N. Koffroth regarding stipulation (.2); analyze and prepare stipulation and order and analyze prior versions (1.1); analyze and prepare section 1113/1114 motions (1.3); conference call with R. Adcock and E. Paul regarding redacted CBAs and 1113/1114 motions and timing (.3); analyze and prepare supplemental designation of record (.2); correspond with P. Chadwick regarding risk pool agreements and analyze related emails (.2); conference call with H. Levy-Biehl regarding disclosure letter (.3); analyze APA in connection therewith (.3).
11/06/19	R. Garms	2.20	1,327.70	B130	Review and revise non-disclosure agreements (1.7); e-mails and call regarding same (0.5).
11/07/19	R. Garms	2.30	1,388.05	B130	Call regarding closing checklist and follow up regarding various open items (0.8); further revisions to non-disclosure agreements (0.9); call regarding transaction issues and review documents in connection with same (0.6).
11/07/19	T. Moyron	0.20	103.70	B130	Analyze M. Goldberg email re UCCs (.1); analyze E. Goldstein email re AppleCare (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	T. Moyron	7.60	3,940.60	B130	Analyze correspondence from G. Klausner and prepare response thereto (.7); conference call with D. Eldan regarding order and stipulation to be circulated (.1); analyze email from D. Eldan and attached documents (.3); prepare correspondence to BRG and Verity regarding same (.2); prepare notice regarding order and stipulation re enforcement motion (.3); conference call with H. Levy-Biel, et al. re Seton (.6); conference call with D. Eldan regarding order and call with SGM (.1); analyze emails regarding K. Wang and settlement (.3); analyze email from D. Besikof and response thereto re cure (.1); conference call with G. Klausner, D. Eldan, et al. re order (.5); analyze previous versions of order circulated (.3); correspond regarding Nant's objection (.1); analyze R. Adcock, et al., emails regarding SGM (.2); analyze email from R. Westhoff re identified facility issues (.2); prepare emails regarding same (.2); analyze L. Schneider, et al., emails regarding conference call re CenturyLink (.1); analyze issues related to CBAs and redactions (.2); conference call with G. Klausner, et al., re proposed order (.4); exchange emails with E. Paul, et al., re Seton pharmacy matters (.2); analyze J. Vizzini, et al., emails regarding cure amounts and other matters (.2); analyze matters related to updated schedule re SGM (.2); conference call with R. Adcock, et al., re de-brief on call with Deputy Attorney General and SGM (.4); analysis regarding APA (.6); prepare email to R. Adcock re Section 8.6 (.1); analyze G. Klausner email regarding service of motion (.1); analyze G. Klausner email regarding title (.1); analyze A. Ruda emails regarding CBAs (.1); prepare email to G. Klausner regarding CBAs (.1); analyze H. Levy Biehl, et al., emails re CMS (.1); analyze correspondence related to Seton (.2); exchange further emails with G. Klausner regarding CBAs (.1); prepare correspondence to A. Ruda regarding same (.1); exchange emails with E. Levy re settlement and reply deadlines (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	N. Koffroth	2.20	1,103.30	B130	Participate in calls analyzing issues related to drafting proposed order granting motion to enforce sale order with: G. Klausner, S. Maizel, et al. (0.6); S. Martin and T. Moyron (0.1); T. Moyron and S. Maizel (0.2); R. Adcock and T. Moyron (0.6); G. Klausner, D. Eldan, et al. (0.5); D. Eldan, S. Maizel, et al. (0.2)
11/07/19	N. Koffroth	1.40	702.10	B130	Draft correspondence to G. Klausner concerning issues related to order granting motion to enforce sale order
11/07/19	N. Koffroth	0.30	150.45	B130	Participate in call with counsel to purchaser, Debtors' principals, et al. concerning outstanding issues related to closing SGM sale
11/07/19	N. Koffroth	3.20	1,604.80	B130	Draft notice concerning proposed order granting enforcement motion
11/07/19	S. Maizel	0.50	400.00	B130	Review SGM comments on CMS settlement proposal (/4); email to client re same (.1).
11/07/19	C. Montgomery	1.50	1,200.00	B130	Communications with T Moyron regarding SGM order dispute with Attorney General (.4); communications with J Vizzini regarding facility issues (.1); phone call with T Moyron and client regarding Attorney general issues (.2); phone call with T Moyron, S Maizel and S Martin regarding SGM and Attorney General Dispute (.8).
11/07/19	S. Maizel	1.30	1,040.00	B130	Telephone conference with AG counsel and G. Klausner re order on AG enforcement motion (.5); telephone conference with T. Moyron and G. Klausner re same (.5); revising correspondence to Klausner re same (.3).
11/07/19	K.M. Howard	0.40	100.30	B130	Analysis of Omnibus Stipulation to Continue Hearing and Deadlines on Objection to the Cure and Other Issues regarding the Sale to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	S. Martin	1.90	1,445.43	B130	Review and analyze email from SGM's counsel regarding itemized list of facilities issues and questions (.2); review and analyze APA provisions addressing amended Schedules and disclosure implications (.8); communications with Nelson Hardiman, T. Moyron, E. Paul, M. Garms and A. Dondoyano regarding same (.9).
11/07/19	S. Martin	2.40	1,825.80	B130	Review correspondence from SGM regarding proposed order and stipulation chronology, status and issues (.3); review and comment on correspondence and revised order and stipulation from Attorney General (.3); edit correspondence to SGM regarding same (.1); further evaluate relevant APA provisions (.3); call with Attorney General and SGM regarding order (.5); communications with Debtors' counsel regarding same (.4); communications with clients regarding same (.5).
11/07/19	A. Dondoyano	0.50	161.50	B130	Weekly closing checklist call and update closing checklist.
11/07/19	A. Dondoyano	0.70	226.10	B130	Confer with S. Martin and M. Garms re amending the schedules to the APA.
11/08/19	S. Martin	0.90	684.68	B130	Email with C. Montgomery and T. Moyron regarding title issues raised by SGM (.1); email from D. Galfus and T. Moyron regarding timing of order and stipulation (.1); confer with E. Paul and M. Garms regarding closing requirements under APA (.5); review closing checklist (.2).
11/08/19	S. Martin	1.70	1,293.28	B130	Review draft request for expedited entry of order on Attorney General dispute and comments on same (.3); review email to and from SGM, creditors and Attorney General regarding same (.1); confer with T. Moyron regarding status of order and stipulation(.5); communicate with clients and counsel regarding Union issues, order and next steps (.8).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/08/19	D. Pina	2.00	637.50	B130	Communications with T. Moyron regarding electronic filings (.2); review, revise and finalize documents being filed (.4); electronically file and distribute Stipulation Regarding Enforcement Order, Order Granting Enforcement Motion, Notice Regarding Stipulation and Order on Enforcement Motion, Order Approving Stipulation Regarding Enforcement Motion and Notice of Lodgment of Order Regarding Enforcement Motion (1.4).
11/08/19	S. Maizel	0.10	80.00	B130	Telephone conference with L. Reddy re SGM sale process.
11/08/19	N. Koffroth	1.10	551.65	B130	Meeting with S. Maizel and T. Moyron analyzing strategy and issues related to proposed order enforcing sale order
11/08/19	N. Koffroth	4.90	2,457.35	B130	Draft notice of proposed order granting motion to enforce sale order (2.8), draft notice of lodgment of proposed order (0.6), draft order granting motion to enforce sale order (0.9), draft stipulation concerning proposed form of order granting motion to enforce sale order (0.7)
11/08/19	A. Dondoyano	2.90	936.70	B130	Call with M. Garms, S. Martin and E. Paul re closing checklist (0.5); Draft closing conditions checklist (2.4).
11/08/19	T. Moyron	2.70	1,399.95	B130	Analyze and prepare notice re order (.2); prepare correspondence regarding same (.1); conference call with SGM, P. Chadwick, et al. re Risk Pool Agreements (1.3); analyze SVIPA matters (.1); follow up emails from S. Ved, et al., regarding same and amounts (.2); conference call with R. Adcock and P. Chadwick regarding status to constituents and sale order (.2); prepare notice of filing (.3); prepare email to Deputy AG regarding same (.1); prepare correspondence to constituents re sale order (.1); internal correspondence and conference call with S. Maizel regarding same (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/08/19	T. Moyron	2.10	1,088.85	B130	Conference call with E. Paul, D. Galfus, et al., regarding status of order (.5); follow up call with S. Martin (.1); conference call with D. Eldan, et al., regarding order (.1); meeting with S. Maizel and N. Koffroth regarding status of order, next steps and related matters (1.4).
11/08/19	R. Garms	2.20	1,327.70	B130	Call regarding closing issues and review documents regarding same (1.4); further calls and revisions regarding non-disclosure agreements (0.8).
11/09/19	S. Maizel	0.10	80.00	B130	Telephone conference with R. Adcock re SGM sale issues.
11/10/19	S. Martin	1.10	836.83	B130	Review and analyze email from SGM's counsel regarding facilities issues (.2); draft proposed response to same (.2); call and email with S. Maizel and T. Moyron regarding same (.3); review closing conditions checklist (.2); confer with S. Maizel and T. Moyron regarding delay timeline (.2).
11/10/19	R. Garms	1.30	784.55	B130	Review closing conditions and purchase agreement (0.7); follow up on open transaction issues (0.6).
11/11/19	S. Alberts	0.60	480.00	B130	Sale. Confer with S. Martin concerning Sale situation and potential issues with KPC (.2); receive and review proposed order resolving Cal AG objection (.2); receive and review objection to entry of that order from KPC (.2).
11/11/19	S. Martin	2.30	1,749.73	B130	Review SGM's objection to Attorney General order and supporting papers (.2); formulate strategy for response (.2); confer with T. Moyron and clients regarding response to same (.7); draft response to objection and supporting declaration (1); draft proposed order regarding objection (.2).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	C. Montgomery	0.50	400.00	B130	Review SGM objection to AG stipulation and order(.1); Phone call with T. Moyron regarding response to SGM objection(.1); review and comment upon drafts of same (.3); participate in client conference call regarding future communications with SGM(.1)
11/11/19	T. Moyron	4.70	2,436.95	B130	Analyze objection to proposed order filed by SGM (.3); analyze proposed form of order filed by SGM (.1); analyze prior orders against SGM's proposed form of order and related correspondence (.3); analyze, prepare and finalize response and declaration in support thereof to SGM's objection (2.7); meetings regarding same (.4); conference call with BRG, R. Adcock, et al. re response to SGM (.4); conference call with D. Eldan regarding SGM response (.1); follow up call with D. Eldan (.1); conference call with G. Klausner re CBAs (.1); analyze E. Paul, et al., emails regarding same (.2).
11/11/19	T. Moyron	0.20	103.70	B130	Analyze Committee response (.1); exchange emails with J. Behrens regarding same (.1) re SGM's objection re Proposed Order
11/11/19	T. Moyron	0.10	51.85	B130	Conference call with Chambers regarding objection and response to be filed.
11/11/19	J.A. Moe, II	0.20	107.10	B130	Review the SGM Objection to the proposed Order on the sale of the four Hospitals.
11/11/19	N. Koffroth	0.40	200.60	B130	Participate in call with T. Moyron, S. Maizel, et al. analyzing issues related to response to SGM objection to proposed form of enforcement order
11/11/19	N. Koffroth	3.70	1,855.55	B130	Draft response to SGM's objection to proposed form of enforcement order
11/11/19	N. Koffroth	0.20	100.30	B130	Draft omnibus stipulation to continue hearing on cure objections
11/11/19	S. Maizel	0.30	240.00	B130	Review and revise draft reply to SGM objection to AG enforcement order.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	K.M. Howard	0.40	100.30	B130	Analysis of the Order approving the stipulation to continue the hearing and extending objection deadlines for NantWorks regarding the Order approving the asset purchase agreement and reviewed and revised Critical Dates Memorandum accordingly.
11/11/19	K.M. Howard	0.40	100.30	B130	Analysis of Order approving Omnibus Stipulation continuing the hearing on objections to cure and other issues regarding the sale to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
11/11/19	K.M. Howard	0.40	100.30	B130	Analysis of Order granting Debtors' Fourth Motion to Extend Assumption / Rejection Deadlines and reviewed and revised Critical Dates Memorandum accordingly.
11/11/19	K.M. Howard	0.40	100.30	B130	Analysis of the stipulation resolving Debtors' Emergency Motion to Enforce the Sale to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
11/12/19	K.M. Howard	0.40	100.30	B130	Analysis of the court's order setting an emergency hearing on Strategic Global Management's objection to Debtors' Proposed Order Granting the Sale Enforcement Motion and reviewed and revised Critical Dates Memorandum.
11/12/19	K.M. Howard	1.20	300.90	B130	Reviewed docket and culled key pleadings for use at the emergency hearing on Strategic Global Management's objection to Debtors proposed order granting the Sale Enforcement Motion (.8); discussion with T. Moyron and culled additional pleadings (.4).
11/12/19	G. Miller	0.50	221.00	B130	Call with J. Wisler re resolution of Cigna objections.
11/12/19	S. Maizel	0.30	240.00	B130	Telephone conference with R. Adcock re AG enforcement order.
11/12/19	S. Maizel	0.30	240.00	B130	Review and respond to emails re CMS stipulation.
11/12/19	S. Maizel	0.70	560.00	B130	Email to Ken Wang re QAF fee reduction in APA.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/12/19	S. Maizel	0.40	320.00	B130	Telephone conference with S. Martin and T. Moyron re enforcement motion order.
11/12/19	J.A. Moe, II	0.10	53.55	B130	Review Creditors' Committee's Response to the SGM Objection to the proposed Order on sale/transfer of assets to SGM.
11/12/19	J.A. Moe, II	0.10	53.55	B130	Review the Bankruptcy Court's Order Setting Hearing on Order on sale/transfer of assets to SGM.
11/12/19	N. Koffroth	6.30	3,159.45	B130	Draft memorandum analyzing research in response to Court's tentative ruling on emergency hearing related to Attorney General stipulation and enforcement order (1.8); meeting with T. Moyron and S. Maizel re hearing preparation (0.8); research and analyze statutory and case law concerning Bankruptcy Rules 7052 and 9014 and Civil Rule 52 based on Court's tentative ruling (3.7)
11/12/19	N. Koffroth	0.40	200.60	B130	Call with R. Adcock, D. Galfus, et al. re analysis of issues concerning Cigna
11/12/19	T. Moyron	1.10	570.35	B130	Conference call with C. Montgomery re SGM Sale(.3); conference call with R. Adcock, C. Montgomery re SGM (.3); internal calls regarding call from G. Klausner (.4); conference call with E. Eldan (.1).
11/12/19	T. Moyron	0.30	155.55	B130	Conference call with M. Shinderman regarding Court's order (.1); conference call with M. Shinderman and J. Behrens re SGM Order and response (.2).
11/12/19	T. Moyron	1.40	725.90	B130	Analyze Court's order and exhibit (.3); conference call with D. Eldan re Order (.1); follow up conference call with D. Eldan (.2); research cases regarding 9014, 7052 and circumstances where Court did not issue findings and conclusions (.8).
11/12/19	T. Moyron	6.70	3,473.95	B130	Research issues regarding Federal Rules of Bankruptcy Procedure, Federal Rules of Civil Procedure and various amendments re Question No. 1 (2.6); analyze and research cases with respect to questions posed in order (2.8); prepare for hearing (1.3).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/12/19	C. Montgomery	1.30	1,040.00	B130	Phone call with T. Moyron regarding AG order dispute and SGM logic for opposition based upon price (.3); conference call with T. Moyron, R. Adcock and E. Paul regarding SGM order change request and pricing implications (.3); review Judge Robles proposed order and history of Rule 9014 and communication with T. Moyron re same (.4); conference call with Dentons team regarding Judge Robles hearing order (.3)
11/12/19	C. Doherty, Jr.	0.40	149.60	B130	Review Court's Emergency Order (.2); research legal issues regarding court's questions (.2)
11/12/19	A. Dondoyano	0.30	96.90	B130	Confer with S. Martin and M. Garms re amending the schedules to the APA.
11/12/19	S. Martin	3.70	2,814.78	B130	Review UCC's response to SGM's response to Attorney General stipulation and order (.1); confer with T. Moyron and S. Maizel regarding inquiries from SGM's counsel concerning proposed orders (.3); review and analyze order setting emergency hearing on supplemental sale order and questions posed to parties (.7); review and analyze rules cited therein and related case law (1.4); communications with debtors' counsel and clients regarding strategy for hearing (.8); review and analyze proposed statement of decision (.3); review tentative ruling for emergency hearing (.1).
11/12/19	S. Martin	0.30	228.23	B130	Review emails from E. Paul regarding facilities issues related to sale (.2); review WSJ article regarding SGM and failed transaction (.1).
11/12/19	S. Alberts	0.80	640.00	B130	Sale. Receive and review order setting emergency hearing and questions (.3); follow up with T. Moyron concerning addressing Court's question to Debtor on findings of fact and conclusions of law (.2); per order, call and left message about hearing with counsel to UNAC (.1) and SEIU (.1) and send copies of order to each (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/12/19	R. Garms	2.10	1,267.35	B130	Review and analyze revisions to transition services agreement (1.7); calls regarding non-disclosure agreements (0.4).
11/13/19	R. Garms	2.20	1,327.70	B130	Follow up regarding open transaction items (0.8); review updated closing documentation (1.2); e-mails regarding transaction (0.2).
11/13/19	S. Martin	5.30	4,031.98	B130	Email with T. Moyron and debtors' counsel regarding analysis of Question 1 in court's tentative ruling (.8); prepare for and attend emergency hearing regarding sale order (4.5).
11/13/19	S. Martin	0.80	608.60	B130	Review and circulate complaint filed against KPC in Promise Healthcare bankruptcy and related motion by KPC.
11/13/19	A. Dondoyano	1.00	323.00	B130	Review Disclosure Schedules 1.7(c) (0.4); confer with Verity and Dentons teams re same (0.2); revise closing checklist and circulate to the weekly checklist call group (0.4).
11/13/19	S. Martin	0.10	76.08	B130	Email with A. Dondoyano regarding finalization of ancillary documents relevant to APA transaction.
11/13/19	C. Doherty, Jr.	0.40	149.60	B130	Research legal issues regarding court's questions for emergency order and send email regarding same (.2); review court's opinion regarding SGM Sale and AG issues (.2)
11/13/19	T. Moyron	0.30	155.55	B130	Analyze order and redline re SGM (.1); exchange emails with D. Eldan regarding same (.1); prepare email to G. Klausner regarding same (.1).
11/13/19	T. Moyron	0.60	311.10	B130	Conference call with R. Adcock, BRG, et al., re SGM discussions (.2); follow up conference call with R. Adcock regarding SGM (.4).
11/13/19	T. Moyron	0.20	103.70	B130	Conference call with P. Chadwick re SGM Sale.
11/13/19	T. Moyron	3.60	1,866.60	B130	Meet clients prior to hearing and attend hearing.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/13/19	T. Moyron	2.10	1,088.85	B130	Analyze cases prior to hearing (1.4); internal correspondence regarding same (.4); exchange emails with M. Shinderman regarding same (.3).
11/13/19	T. Moyron	0.10	51.85	B130	Analyze order withdrawing memorandum.
11/13/19	N. Koffroth	3.80	1,905.70	B130	Preparation for emergency hearing on stipulation with Attorney General re enforcement motion (1.2); participate in hearing regarding the same (2.6)
11/13/19	N. Koffroth	0.20	100.30	B130	Draft order granting enforcement motion
11/13/19	C. Montgomery	3.20	2,560.00	B130	Communications with T. Moyron and L. Macksoud regarding authority to vacate opinion (.1); review Ninth Cir National Union opinion (.3); communications with T. Moyron regard Picht decision(.2); participate in Court call on emergency order request (2.2); phone conference with R. Adcock, T. Moyron, E. Paul regarding SGM reactions to court hearing (.4)
11/13/19	K.M. Howard	0.40	100.30	B130	Researched and culled the Bid Procedures Order and attachments thereto and the Bid Procedures Motion with the SGM Asset Purchase Agreement (.3) and prepared email to T. Moyron regarding same (.1).
11/13/19	K.M. Howard	0.20	50.15	B130	Analysis of the Order Vacating and Withdrawing the Memorandum of Decision Granting Debtors' Motion to Enforce the Sale.
11/13/19	K.M. Howard	0.20	50.15	B130	Email exchanges regarding the transcript of the hearing of November 13, 2019.
11/13/19	K.M. Howard	0.40	100.30	B130	Reviewed notice from the court and prepared Transcript Order Request Form (.3) and filed same (.1).
11/13/19	S. Maizel	3.50	2,800.00	B130	Prepare for hearing on order re AG enforcement motion (1.0); participation in hearing on AG enforcement motion order (2.5).
11/13/19	S. Alberts	0.40	320.00	B130	Sale. Receive call from UNAC (.1) and relay (.1); review report on Sale Order hearing (.2).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/13/19	L. Macksoud	1.60	700.40	B130	Research in preparation for emergency hearing on sale order and vacatur of court's prior order and confer with T. Moyron re same
11/13/19	M. Zeefe	1.80	864.45	B130	Research court question re findings and conclusions re sale order (1.6); call with T. Moyron re same (0.2).
11/14/19	A. Dondoyano	0.70	226.10	B130	Closing checklist call (0.3); Revise closing checklist (0.2); Review Closing Conditions Checklist (0.2).
11/14/19	A. Dondoyano	3.80	1,227.40	B130	Draft Assignment and Assumption of Leases, Owner's Affidavit and Gap Undertaking and FIRPTA Certificates.
11/14/19	S. Maizel	0.10	80.00	B130	Telephone conference with Bruce Bennett re Nantworks issue.
11/14/19	K.M. Howard	0.20	50.15	B130	Email exchanges with Tania Moyron regarding the hearing transcript on Debtors' Motion to Enforce the Sale.
11/14/19	K.M. Howard	0.30	75.23	B130	Email exchanges and followup telephone conference with Karen Persuad of Hyatt Court Reporting regarding the change in Debtors' request for the hearing transcript of the enforcement hearing.
11/14/19	K.M. Howard	0.40	100.30	B130	Brief analysis of section 8.6 of SGM's Asset Purchase Agreement, determined evaluation period deadlines and reviewed and revised Critical Dates Memorandum accordingly.
11/14/19	T. Moyron	1.20	622.20	B130	Analyze E. Paul, et al, emails regarding various SGM matters including TSA, checklist, UCC, etc (.6); analyze R. Adcock emails regarding SGM (.1); analyze email from Hooper re facility issues (.1); analyze G. Klausner and A. Sussman re amendment (.1); analyze G. Klausner email re cure inquiry (.1); exchange emails with BRG and H. Kevane regarding same (.2).
11/14/19	T. Moyron	0.20	103.70	B130	Conference call with R. Adcock and S. Martin re SGM.
11/14/19	T. Moyron	0.30	155.55	B130	E. Paul emails regarding CHOWs, Seton, etc.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	C. Montgomery	0.20	160.00	B130	Communications with P. Chadwick and C. Richter regarding the closing tracker (.1); communications with N. Koffroth regarding review period (.1).
11/14/19	N. Koffroth	0.20	100.30	B130	Draft notice of proposed order granting enforcement motion and related redline
11/14/19	S. Martin	0.40	304.30	B130	Review email relating to finalization of supplemental sale order (.1); evaluate timeline for final appealable order (.1); communicate with T. Moyron and R. Adcock regarding (.2).
11/14/19	S. Martin	0.50	380.38	B130	Review email from G. Klausner regarding cure cost issues (.1); email relating to facilities issues raised by SGM (.1); email relating to pharmacy license and CHOW delay (.1); review and analyze closing conditions checklist (.2).
11/14/19	R. Garms	2.10	1,267.35	B130	Work on closing documents and open items and call regarding same (0.9); call regarding transition services agreement and follow up regarding same (1.2).
11/15/19	R. Garms	1.90	1,146.65	B130	Work on transition services agreement.
11/15/19	N. Koffroth	0.40	200.60	B130	Call with R. Adcock, D. Galfus, et al. re status of SGM sale
11/15/19	C. Montgomery	0.10	80.00	B130	Communications with M Garms regarding TSA revisions.
11/15/19	T. Moyron	1.80	933.30	B130	Conference call with E. Paul and R. Adcock re discussion with SGM (.3); analyze email from G. Klausner re evaluation period (.1); conference calls with S. Martin regarding SGM APA, evaluation period and related matters x 7 (1.4).
11/15/19	T. Moyron	0.30	155.55	B130	Exchange emails with E. Paul re CMS (.1); correspond regarding stipulation to extend time (.2).
11/15/19	A. Dondoyano	1.40	452.20	B130	Draft Quitclaim Deeds (0.9); Confer with Dentons team re drafting of real estate ancillary closing documents (0.5).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/15/19	T. Moyron	2.50	1,296.25	B130	Conference calls with R. Adcock and S. Martin (.2); analyze and prepare motion to continue and declaration (1.0); exchange emails regarding same (.4); analyze APA (.2); follow up conference calls with R. Adcock and correspondence re updated motion to continue and declaration (.3); follow up conference call with lenders' counsel re motion to continue (.1); conference call with other lender's counsel regarding motion to continue (.2); follow up conference call with Verity, BRG, et al., re language in order (.1).
11/15/19	T. Moyron	3.40	1,762.90	B130	Analyze inserts for omnibus reply and prepare comments and correspond regarding same re insurance, ballot, impairment, PBGC, Committee, etc. (3.4).
11/15/19	S. Maizel	0.30	240.00	B130	Telephone conference with E. Paul re SGM issues (.1); telephone conference with R. Adcock, etc. re same (.1); telephone conference with T. Moyron re same (.1).
11/15/19	S. Maizel	0.40	320.00	B130	Telephone conference with C. Montgomery, etc. re SGM issues.
11/15/19	S. Maizel	0.30	240.00	B130	Telephone conference with Mintz, etc. re SGM issues.
11/15/19	K.M. Howard	0.30	75.23	B130	Analysis of the transcript of the November 13, 2019 hearing (.1); incorporated the transcript and prepared email to Verity team regarding same (.2).
11/15/19	S. Martin	3.00	2,282.25	B130	Review email from R. Adcock and E. Paul regarding communications with SGM about closing (.2); review articles regarding lawsuit against KPC for failed transaction (.1); confer with T. Moyron regarding status of lender and buyer negotiations (.2); review related email from UCC counsel (.1); review and comment on draft motion to continue confirmation hearing (.6); calls and emails with debtors and counsel regarding strategy for same (1); review email from SGM regarding evaluation period (.1); draft response to same (.5); confer with T. Moyron regarding next steps (.2).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/15/19	K.M. Howard	0.90	225.68	B130	Analysis of Asset Purchase Agreement to determine pending deadlines for inclusion into Critical Dates Memorandum and reviewed and revised Critical Dates Memorandum accordingly.
11/16/19	S. Martin	2.10	1,597.58	B130	Review and draft email exchange with SGM regarding evaluation period and threatened appeal (.9); and communicate with debtors' team regarding same (.5); review research regarding standing to appeal and waiver(.2); analysis regarding status of close and strategy regarding same (.3); email with T. Moyron and S. Maizel regarding same (.2).
11/17/19	S. Martin	0.30	228.23	B130	Email relating to cure costs (.1); confer with S. Maizel regarding closing strategy issues with SGM (.2).
11/17/19	A. Dondoyano	0.50	161.50	B130	Confer with N. Moges and S. Harmelech re drafting of the real estate closing documents.
11/17/19	S. Maizel	0.20	160.00	B130	Telephone conference with Sonia Martin re SGM sale issues.
11/18/19	S. Maizel	0.10	80.00	B130	Review Court's memorandum opinion re SGM closing the sale,
11/18/19	A. Dondoyano	1.30	419.90	B130	Confer with M. Garms re title reports (0.2); Review drafts of ancillary real estate closing documents from S. Harmelech and finalize the same (1.0); Review the Memorandum decision re SGM sale (0.1).
11/18/19	S. Martin	2.60	1,977.95	B130	Review email from SGM relating to AR issues (.1); email with G. Klausner regarding waiver issues (.2); email with R. Cuthbertson regarding facilities issues (.2); confer with debtors' counsel regarding Medi-Cal issues (.6); review administrative claims estimate (.1); review and analyze court's order regarding Section 8.6 and SGM sale (.4); communicate with debtors and their counsel regarding next steps (.7); review closing conditions checklist and emails relating to same (.3).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/18/19	S. Alberts	0.60	480.00	B130	Sale. Receive and review communications between KPC and S. Martin about waiver issue (.2); receive and review decision and order on KPC sale closing and disclosure statement status and consider next steps (.3) and communications about next steps (.1).
11/18/19	R. Garms	5.10	3,077.85	B130	Review transition services agreement revisions and work on agreement (2.2); call and follow up regarding same (0.7); work on closing documents (1.7); e-mails regarding transaction (0.5).
11/18/19	C. Montgomery	5.80	4,640.00	B130	Review E Paul Communication regarding TSA issues(.2); review draft TSA (3.7); communications with Garms re same(.1); communications with T Moyron and R Adcock regarding developing closing disputes over accounts receivable (.1); communications with T Conner and H Levy - Biehl regarding flow of funds (.1); phone conference with M Garms and H Levy-Biehl regarding TSA (1.3); communications with T Moyron and S Martin regarding SGM appeal rights (.1); communications with T Moyron regarding TSA (.1) ; phone call with C Richter regarding cure letters (.1)
11/18/19	K.M. Howard	0.60	150.45	B130	Analysis of the Memorandum of Decision and Order Finding that SGM is Obligated to Promptly Close the SGM Sale and Granting Debtors' Motion to Continue the Hearing to Approve the Disclosure Statement and reviewed and revised Critical Dates Memorandum accordingly.
11/18/19	C. Doherty, Jr.	0.50	187.00	B130	Call with counsel for Centurylink regarding stipulation (.3); review court memorandum regarding SGM Sale (.2)
11/18/19	T. Moyron	7.20	3,733.20	B130	Analyze emails from E. Paul re Seton mitigation letter (.2), facility matter (.2); TSA (.2),closing conditions (.1); conference call with K. Wang re settlement (.3); conference calls with P. Chadwick re data for DHCS (.2); conference call with K. Wang regarding timing of BRG data (.1); conference call regarding TSA with Nelson Hardiman, et al. (.9); conference with E.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
					Paul re Medi-Cal (.5); analyze Court's memorandum re Section 8.6 (.2) and related order (.1), conference call with A. Sussman re data room (.1); analyze email regarding same (.1); prepare email to Verity, Cain, et al. re same and analyze responses (.1); prepare email to A. Sussman (.1); conference call with E. Paul re timing of close (.1); conference calls with S. Martin x 2 (.2); conference call with E. Paul, et al. re Court's memorandum (.4); analyze emails from J. Schlant and attached analysis (.2); prepare emails regarding same (.1); conference call with J. Schlant (.1); call regarding cure letters from equipment lessors (.9); conference call with S. Maizel regarding DHCS (.1); conference call with C. Richter re letter to lessor, cover email, etc. (.3); analyze supplements for SGM and related emails re cure amounts (.3); analyze updated version of CMS settlement and related emails (.2); conference call with E. Levey re CMS settlement agreement and SGM sale (.3); analyze email from E. Levey and prepare email and attachments (.2); analyze C. Richter, E. Paul, et al., emails re UCC letters (.2); analyze email related to Seoul (.1); exchange emails with Committee counsel re memorandum (.1).
11/18/19	S. Maizel	0.10	80.00	B130	Telephone conference with T. Moyron e SGM sale issues.
11/18/19	K.M. Howard	0.20	50.15	B130	Prepared email to Verity Team regarding Judge Robles' Memorandum of Decision that SGM is obligated to close the sale.
11/18/19	K.M. Howard	0.20	50.15	B130	Assembled the court's tentative rulings for the November 29th hearings before Judge Robles (.1) and prepared email to the Verity Team regarding same (.1).
11/18/19	P. Maxcy	0.50	369.75	B130	Respond to lease questions.
11/18/19	G. Miller	1.70	751.40	B130	Review list of contracts designated for assumption and assignment and comment on same.
11/19/19	G. Miller	0.20	88.40	B130	Draft stipulation continuing Nant Works objection deadline.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	K.M. Howard	0.30	75.23	B130	Analysis of the tentative ruling regarding cure objection hearing and cross-referenced same to Critical Dates Memorandum.
11/19/19	K.M. Howard	0.30	75.23	B130	Reviewed and incorporated transcript of November 13, 2019 hearing (.2); prepared email to Verity Team regarding same (.1).
11/19/19	K.M. Howard	0.20	50.15	B130	Prepared tentative rulings for all matters before the court on November 20, 2019 and prepared email to Verity Team regarding same.
11/19/19	S. Maizel	2.60	2,080.00	B130	Telephone conference with BRG, etc. re SGM sale issues (.50); telephone conference with R. Adcock, etc. re SGM sale issues (.3); meeting with C. Montgomery, etc. re same (1.4); telephone conference with M. Shinderman re same (.40).
11/19/19	S. Maizel	0.20	160.00	B130	Review and revise CMS settlement agreement.
11/19/19	C. Montgomery	3.60	2,880.00	B130	Phone call with T Moyron P Chadwick and R Adcock re SGM developments (.4); meeting with S Maizel, T Moyron N Koffroth re Developments with SGM (1.5); phone conference with Team and C Beith re communications from SGM (.4); phone call With M Shinderman re same (.3); phone call with S Alberts and S Martin re same (.5); phone calls with R Adcock re follow up letter and response to Court re same (.2); meeting with T Moyron and N Koffroth regarding renewed motion to adjourn based on today's communications(.3)
11/19/19	C. Montgomery	0.20	160.00	B130	Communications with E Paul and P Chadwick regarding TSA issues and conditions precedent fulfillment (.1) ; communications with T Moyron regarding closing set up (.1)
11/19/19	R. Garms	7.20	4,345.20	B130	Work on transition services agreement (5.7); review order and closing documents (1.2); e-mails regarding transaction (0.3).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	A. Dondoyano	4.00	1,292.00	B130	Finalize ancillary real estate closing documents (1.8); Confer with Chicago Title re status of PTR finalization (0.2); Draft Quitclaim Deeds (1.0); Confer with Dentons and Verity team re additional leases added to the schedules (1.0).
11/19/19	N. Koffroth	0.40	200.60	B130	Call with Committee counsel et al. re DHCS, CMS, and SGM
11/19/19	N. Koffroth	2.20	1,103.30	B130	Internal Dentons meeting regarding SGM matters (1.5); additional internal meeting regarding timing of reply in disclosure statement matters (0.7)
11/19/19	S. Martin	2.50	1,901.88	B130	Further review order regarding Section 8.6 of APA and SGM objection (.2); email relating to TSA and closing conditions (.1); email relating to CMS settlement (.1); communicate with stakeholders and counsel regarding threats to SGM close (1.3); draft demand letter to SGM (.8).
11/20/19	K.M. Howard	0.40	100.30	B130	Analysis of Stipulation continuing the hearing on NantWorks' Objection to Debtors' Motion for Order Approving Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
11/20/19	N. Koffroth	0.20	100.30	B130	Conference call with counsel to Nant re SGM sale
11/20/19	N. Koffroth	0.40	200.60	B130	Draft closing checklist re status of items re SGM sale
11/20/19	N. Koffroth	0.30	150.45	B130	Call with D. Galfus and P. Chadwick re status of SGM sale and issues related to status report

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/20/19	S. Martin	4.60	3,499.45	B130	Review request to continue plan hearing and related press coverage (.3); review correspondence from SGM regarding A/R and draft response (.2); review and respond to email relating to APA schedule amendments (.2); confer with M. Garms and E. Paul regarding TSA issues (.5); revisions to draft letter to SGM regarding closing (.4); attention to WARN notice (.2); review and analyze orders continuing hearing on motions and setting status conference (.2); review correspondence from SGM regarding communications among clients and prepare response to same (.3); communicate with debtors and debtors' counsel regarding same (1.7); confer with S. McCandless regarding WARN issues (.2); review and comment on closing checklist and related email (.4).
11/20/19	N. Koffroth	4.50	2,256.75	B130	Prepare letter to counsel for SGM concerning status of closing and analysis of issues re the same
11/20/19	N. Koffroth	0.50	250.75	B130	Internal meeting with C. Montgomery re SGM sale issues
11/20/19	N. Koffroth	1.40	702.10	B130	Call with R. Adcock, E. Paul, et al. re plan and SGM sale
11/20/19	R. Garms	4.20	2,534.70	B130	Revise transition services agreement (2.4); work on transaction documents (1.8).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/20/19	C. Montgomery	4.30	3,440.00	B130	Review draft letter to SGM (.4) ; review TSA draft (.3); review draft reply to Klausner regarding communication blockades (.2) ; further revisions to demand letter and communications regarding business day issues (.5); conference call with N. Koffroth regarding adequate assurance and time is of the essence research for demand letter (.9); communications with N. Koffroth, S. Maizel and T. Moyron regarding drop dead date in demand Letter(.3); communications with E. Paul and C. Richter regarding Mechanics lien versus contract assumption (.3) communications regarding follow up communications with T. Moyron re demand letter (.1); confer with T. Moyron and N. Koffroth re plan B tactics (.3); participate in client conference call with P. Chadwick, R. Adcock, E. Paul, T. Moyron, S. Maizel J. Moloney (1.0)
11/20/19	C. Richter	3.00	1,938.00	B130	Calls with various lease parties regarding letters distributed.
11/20/19	A. Dondoyano	0.40	129.20	B130	Revise closing checklist.
11/20/19	T. Moyron	6.00	3,111.00	B130	Analyze and prepare SGM letter (1.2); analyze related issues (.4); internal correspondence (.4); internal meeting regarding SGM matters (.5); analyze G. Klausner email (.1); prepare response (.2); analyze related emails (.2); exchange emails with R. Adcock, BRG, et al., re SGM letter (.2); call regarding letter and status conference with Verity, BRG, etc al. (1.4); call with K. Wang (.1); conference call with lenders' counsel regarding SGM reaching out to Nant (.2); conference call with lenders' counsel re SGM x 2 (.4) and (.3); review closing checklist and prepare comments (.4).
11/20/19	T. Moyron	0.30	155.55	B130	Conference call with BRG, et al. re SGM sale and status report.
11/20/19	S. Maizel	0.30	240.00	B130	Telephone conference with counsel for Swinerton re status conference.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/20/19	S. Maizel	1.30	1,040.00	B130	Telephone conference with R. Adcock, etc. re SGM letter (.3); review and revise SGM letter (.3); internal meeting re SGM issues (.50); review and respond to emails re same (.2).
11/20/19	A. Dondoyano	0.90	290.70	B130	Finalize ancillary real estate closing documents and email to A.Sussman re the same (0.7); Confer with Verity and Dentons teams re changes to real property schedules (0.2).
11/20/19	S. Maizel	1.40	1,120.00	B130	Telephone conference with BRG, etc. re SGM sale issues.
11/20/19	S. Maizel	0.20	160.00	B130	Telephone conference with Bruce Bennett re SGM sale issues.
11/20/19	S. Maizel	0.10	80.00	B130	Review and respond to email from G. Klausner re SGM issues.
11/21/19	A. Dondoyano	0.80	258.40	B130	Confer with Dentons and Verity teams re the closing checklist and revise the same.
11/21/19	T. Moyron	3.90	2,022.15	B130	Analyze E. Paul, et al., emails regarding WARN (.4); conference call with E. Paul, et al., re same (.5); conference call with D. Galfus, et al., re Plan B per Court's request (1.6); analyze and prepare Plan B per Court's request (.4); analyze Plan B analysis (.2); analyze G. Klausner emails (.1); analyze E. Paul, et al., emails re closing checklist call (.1); prepare email to G. Klausner re same (.1); join closing checklist call (.1); conference call with A. Sussman (.2); conference call with E. Paul, et al. x 2 re closing checklist call and related issues (.2).
11/21/19	C. Montgomery	1.10	880.00	B130	Communications with J Vizzini re closing check list (.1); communications with T Moyron regarding Klausner and Shinderman (.1); communications with T Moyron regarding Union positions on plan issues (.3); telephone call with S Alberts re Plan B issues and unions (.6).
11/21/19	N. Koffroth	4.70	2,357.05	B130	Draft "Plan B" in support of status report re status of SGM Sale

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/21/19	N. Koffroth	1.60	802.40	B130	Participate in meeting with T. Moyron and S. Maizel re "Plan B" in support of status report re status of SGM Sale
11/21/19	L. Whidden	1.70	1,301.35	B130	Confer with C Montgomery re: asset disposition issues (.2) research re: same (1.5)
11/21/19	R. Garms	2.50	1,508.75	B130	Continue work on transaction closing and related documents.
11/21/19	T. Moyron	4.10	2,125.85	B130	Analyze matters and correspondence related to SGM (1.0); analyze G. Klausner emails re SGM (.2); analyze matters related to Plan B (1.1); prepare correspondence to constituents re SGM (.2); prepare correspondence re SGM (.3); exchange correspondence re Committee (.2); analyze correspondence and employee matters (.5); analyze P. Chadwick, et al., re VMG (.2); analyze correspondence re SOAR (.2); analyze Committee response re union settlements (.2).
11/21/19	S. Martin	1.60	1,217.20	B130	Communications with debtors and debtors' counsel regarding communications with SGM, closing checklist and paperwork, WARN notices (.8); call with T. Armada regarding facilities issues (.4); review email and charts regarding same (.4).
11/21/19	S. Maizel	0.10	80.00	B130	Telephone conference with Elan Levey re CMS settlement.
11/21/19	S. Maizel	0.10	80.00	B130	Telephone conference with E. Paul re CMS settlement.
11/21/19	S. Maizel	0.20	160.00	B130	Review and respond to emails re CMS settlement agreement.
11/21/19	S. Maizel	0.30	240.00	B130	Review and revise CMS settlement agreement.
11/22/19	S. Martin	1.20	912.90	B130	Review and analyze SGM demand letter.
11/22/19	S. Maizel	1.30	1,040.00	B130	Review Klausner Nov. 22 letter re SGM sale issues (.50); telephone conference with BRG, R. Adcock, etc. re Klausner letter (.8).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/22/19	R. Garms	1.10	663.85	B130	Review transition services agreement schedule (0.6); follow up on closing deliverables (0.5).
11/22/19	M. Zeefe	1.60	768.40	B130	Review and revise ex parte motion to seal Plan B as part of Court-ordered status report.
11/22/19	N. Koffroth	1.40	702.10	B130	Call with P. Chadwick, D. Galfus, et al. re Plan B and Status Report re SGM Sale
11/22/19	N. Koffroth	4.20	2,106.30	B130	Draft motion for authority to file Plan B under seal and related order
11/22/19	T. Moyron	6.20	3,214.70	B130	Meeting with R. Adcock, E. Paul, et al., regarding Plan B, SGM sale, and other matters (3.0); continued meeting with R. Adcock, et al., re Plan B, motion to seal, etc (3.2).
11/22/19	T. Moyron	1.40	725.90	B130	Conference call regarding letter from SGM (.6); analyze letters from SGM (.4); conference call with J. Moloney re letter (.1); conference call with E. Paul re same (.1); analyze and prepare correspondence re SGM letter (.2).
11/22/19	A. Dondoyano	0.40	129.20	B130	Revise internal closing conditions checklist.
11/22/19	N. Koffroth	0.50	250.75	B130	Review and analyze correspondence from counsel to SGM re SGM Sale
11/22/19	N. Koffroth	0.20	100.30	B130	Call with M. Shinderman and J. Behrens re SGM Sale
11/22/19	N. Koffroth	1.20	601.80	B130	Draft status report re status of SGM Sale
11/22/19	S. Maizel	0.20	160.00	B130	Review and revise ex parte motion to seal status report.
11/22/19	C. Richter	2.00	1,292.00	B130	Review and analyze cure letter issues and emails.
11/22/19	S. Maizel	2.50	2,000.00	B130	Meetings with E. Paul, R. Adcock, etc. re "Plan B" for status report.
11/22/19	S. Maizel	1.00	800.00	B130	Telephone conference with BRG, R. Adcock, etc re Plan B for status report.
11/22/19	S. Maizel	3.00	2,400.00	B130	Meeting with R. Adcock, etc. re SGM sale issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/22/19	C. Doherty, Jr.	3.70	1,383.80	B130	Discuss ex parte motion to seal assignment with Ms. Moyron (.2); prepare ex parte motion to seal (3.0) and proposed order (.5)
11/22/19	K.M. Howard	0.40	100.30	B130	Analysis of Debtors' Ex Parte Motion for an Order Allowing the filing of Plan B to their Status Report under seal and reviewed and revised Critical Dates Memorandum accordingly.
11/22/19	K.M. Howard	0.20	50.15	B130	Analysis of the Order Granting Debtors' Ex Parte Motion For An Order Allowing The Debtors To File Plan B Of Their Status Report Under Seal.
11/23/19	S. Maizel	0.90	720.00	B130	Telephone conference with secured creditors re status of SGM sale.
11/23/19	S. Maizel	0.70	560.00	B130	Telephone conference with T. Moyron, etc. re status conference report.
11/23/19	S. Maizel	0.30	240.00	B130	Review and revise draft letter to SGM.
11/23/19	S. Maizel	0.30	240.00	B130	Review and revise status report.
11/23/19	T. Moyron	4.50	2,333.25	B130	Analyze and prepare SGM letter and related correspondence and issues (3.3); prepare emails to H. Kevane re SGM (.1); correspond with E. Paul, et al. re response to SGM (.2); call with E. Paul re Hooper letter (.1); conference call with lenders re Plan B (.8).
11/23/19	N. Koffroth	2.10	1,053.15	B130	Draft letter response to SGM letter dated November 22, 2019 re SGM Sale
11/23/19	N. Koffroth	0.90	451.35	B130	Call re "Plan B" status and related issues with counsel to secured lenders P. Ricotta, D. Bleck, et al.
11/23/19	N. Koffroth	0.70	351.05	B130	Call re issues related to status report re SGM Sale with S. Maizel, T. Moyron, et al.
11/23/19	C. Montgomery	5.60	4,480.00	B130	Review Klausner letter to Maizel regarding closing disputes (.9); participate in phone conference with secured Lenders (.8); phone conference with T Moyron, S Maizel, S Martin and N Koffroth regarding lender call, response to Klausner letter and status report (.7) ; research and propose language regarding risk pool disputes and excluded assets (3.2)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/23/19	N. Koffroth	4.30	2,156.45	B130	Draft status report and "Plan B" to status report re status of SGM Sale
11/23/19	S. Martin	11.20	8,520.40	B130	Draft response to SGM's demand letters regarding APA (7.9); confer with debtors and their counsel regarding same (1.2); review liquidation analysis (.1); call with secured creditors regarding SGM demand and Plan B (.8); review and comment on draft status report (.2); confer with T. Armada regarding facilities issues (.5); review facilities documentation received from client and confidential information memorandum (.5).
11/24/19	S. Martin	9.60	7,303.20	B130	Continue drafting response to SGM demand letters (5.2); draft deposition notice to Questar (.5); review status reports (.2); communicate with debtors and debtors' counsel regarding same (2.9); confer with Verity's health care counsel regarding response to SGM (.8).
11/24/19	S. Alberts	4.10	3,280.00	B130	Sale. Review and provide comments to letter responding to SGM letter regarding defaults (1.2), receive and review finalized draft (.2), receive and review Plan B status report (.3), conference with working group (.9), conference with working group about Plan B and closing condition issues (.8), follow up call with working group (.4), and follow up on form of pleading (.3).
11/24/19	N. Koffroth	2.40	1,203.60	B130	Draft letter response to SGM letter dated November 22, 2019 re SGM Sale

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/24/19	C. Montgomery	2.70	2,160.00	B130	Review Plan B Draft (.1); review status report draft (.1); communications with D Riley and T Moyron regarding access to Plan B report and execution non-disclosure agreements (.1); review draft letter to Klausner (.3); phone conference with T Moyron, S Maizel, S Martin, R Adcock, P Chadwick, (.9); follow up communications with T Moyron regarding letter and SGM pricing (.3); phone conference with R Adcock, D Galfus, E Paul, S Martin, T Moyron, S Alberts regarding SGM litigation timing (.4); further suggested revisions to Plan B and communications with N Koffroth regarding requirement to seal (.5)
11/24/19	N. Koffroth	0.90	451.35	B130	Call re issues related to drafting "Plan B" to status report with R. Adcock, C. Montgomery, et al.
11/24/19	N. Koffroth	2.10	1,053.15	B130	Calls re issues related to response to SGM letter dated November 22, 2019 with E. Paul, S. Martin, et al. (0.8); R. Adcock, D. Galfus, et al. (0.5); P. Chadwick, D. Galfus, et al. (0.8)
11/24/19	N. Koffroth	2.80	1,404.20	B130	Draft status report and related "Plan B" re status of SGM Sale
11/24/19	S. Maizel	0.50	400.00	B130	Telephone conference with R. Adcock, etc. re SGM sale issues.
11/24/19	S. Maizel	0.90	720.00	B130	Telephone conference with BRG, etc. re SGM sale issues.
11/24/19	S. Maizel	0.80	640.00	B130	Telephone conference with Nelson Hardiman, etc. re SGM sale issues.
11/24/19	C. Doherty, Jr.	0.20	74.80	B130	Attention to emails re ex parte motions and sealing procedures.
11/24/19	T. Moyron	2.60	1,348.10	B130	Conference call with Verity, BRG, et al. re status report and Plan B (.9); conference call with R. Adcock and BRG re status report and Plan B (.4); conference call with Nelson Hardiman, E. Paul, et al. re response to SGM (.8); conference call with E. Paul re SGM (.1); conference call with R. Adcock, BRG, et al. re next steps (.4).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/24/19	T. Moyron	2.00	1,037.00	B130	Exchange emails with P. Chadwick, et al., re Plan B and status report (.2); exchange emails with R. Adcock, et al., re timing of SGM call (.3); exchange emails with Nelson Hardiman re response to SGM (.2); prepare status report (.3); prepare emails regarding same (.2); analyze updated letter and emails related thereto (.4); analyze and prepare Plan B (.4).
11/24/19	T. Moyron	1.10	570.35	B130	Conference call with BRG, et al., regarding BRG points to be incorporated into response (.7); analyze updated letter and provide comments to S. Martin (.4).
11/24/19	T. Moyron	0.40	207.40	B130	Analyze SGM objection to motion to seal (.1); prepare email to G. Klausner regarding same (.1); analyze Court's order granting motion to seal (.1); analyze SGM's amended motion (.1).
11/25/19	T. Moyron	0.40	207.40	B130	Analyze SGM objection to motion to seal (.1); prepare email to G. Klausner regarding same (.1); analyze Court's order granting motion to seal (.1); analyze SGM's amended motion (.1).
11/25/19	T. Moyron	1.20	622.20	B130	Analyze prior correspondence and APA in connection with Medi-Cal and cure costs (.3); correspond via email with Verity and BRG regarding same (.2); conference call with E. Paul (.2), R. Adcock (.1) and P. Chadwick regarding same (.1); conference calls with E. Paul regarding facility issues and letter x 4 (.3).
11/25/19	T. Moyron	1.60	829.60	B130	Analyze SGM's reservation of rights (.4); prepare analysis regarding same (.4); analyze applicable cases and rules (.3); discussion with S. Martin regarding same (.3); analyze internal emails regarding same (.2).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/25/19	T. Moyron	1.30	674.05	B130	Correspond with Committee counsel re SGM letter (.2); correspond with constituents re post status conference meeting (.1); analyze emails from E. Paul, et al., re approval from AG re Charitable assets (.2); analyze E. Paul, et al., re good standing certificates (.1); analyze H. Kevane, E. Paul, R. Adcock, BRG correspondence re SGM letter (.4); conference call with K. Wang re settlement (.1); analyze K. Wang, et al., emails regarding same (.1); analyze correspondence and prepare same to G. Klausner re Medi-Cal (.1).
11/25/19	T. Moyron	9.90	5,133.15	B130	Analyze and prepare letter to SGM (2.7); analyze comments and additions to letter from NH and other parties and incorporate the same and finalize letter (5.4); analyze and prepare motion to seal (1.4) and analyze related correspondence (.4).
11/25/19	S. Maizel	0.10	80.00	B130	Review "cold comfort" letter from DOJ re SGM Sale.
11/25/19	S. Maizel	0.70	560.00	B130	Review and revise motion to seal.
11/25/19	S. Maizel	2.10	1,680.00	B130	Review materials in preparation for status conference on SGM Sale (1.6); review and respond to emails re SGM reservation of rights re status conference (.4); review SGM reservation of rights (.1).
11/25/19	S. Maizel	0.80	640.00	B130	Review and revise response to G. Klausner re SGM Sale issues.
11/25/19	S. Maizel	0.30	240.00	B130	Review SGM Objection to motion to seal.
11/25/19	N. Koffroth	0.60	300.90	B130	Draft response to objection to motion for authority to file correspondence under seal
11/25/19	N. Koffroth	1.60	802.40	B130	Finalize "Plan B" to status report pursuant to Court order for filing under seal
11/25/19	N. Koffroth	4.30	2,156.45	B130	Draft motion and related order for authority to file certain correspondence concerning the SGM sale under seal
11/25/19	N. Koffroth	5.70	2,858.55	B130	Draft letter response to counsel for SGM concerning issues raised concerning the SGM sale

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/25/19	R. Garms	1.50	905.25	B130	Work on closing documents.
11/25/19	C. Doherty, Jr.	0.10	37.40	B130	Call with John Moe regarding ex parte motions and sealing procedures.
11/25/19	K.M. Howard	0.20	50.15	B130	Email exchanges with Sam Maizel regarding the status conference.
11/25/19	K.M. Howard	0.20	50.15	B130	Email exchanges regarding Gary Klausner's letters.
11/25/19	K.M. Howard	0.20	50.15	B130	Email exchanges regarding Plan B to Debtors' Status Report.
11/25/19	K.M. Howard	2.50	626.88	B130	Reviewed the docket and additional key documents and culled and organized all relevant pleadings and materials for use at the Status Conference regarding the sale to Strategic Global Management and prepared hearing binders including the assembly of documents being filed under seal.
11/25/19	K.M. Howard	1.80	451.35	B130	Reviewed the docket and additional key documents and assembled and organized materials supporting Debtors' Enforcement Motion and the Final Asset Purchase Agreement with SGM and prepared same for use at the Status Conference including the preparation of hearing binders.
11/25/19	K.M. Howard	0.20	50.15	B130	Email exchanges with Sam Maizel regarding the status conference and the sale to SGM.
11/25/19	C. Montgomery	1.90	1,520.00	B130	Communications with R Adcock and S Martin regarding reply letter to SGM (.1); communications with N Koffroth regarding Plan B change (.1); communications with H Kevane regarding risk pool response (.1); communications with T Moyron and P Chadwick regarding Medi-cal arrangements and cure costs (.1); communications with S Maizel regarding proposed response to Klausner on Medi-cal settlement and review of related agreements and orders (1.2); review and comment upon draft motion to seal correspondence (.3)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/25/19	J.A. Moe, II	0.20	107.10	B130	Review Debtors' Status Report (regarding status of the sale of Hospitals to SGM (.10); review Plan B To Debtors; Status Report (.10).
11/25/19	G. Miller	0.80	353.60	B130	Draft omnibus stipulation continuing cure objections.
11/25/19	G. Miller	0.50	221.00	B130	Draft stipulation continuing Nant Works cure objection.
11/25/19	A. Ruegger	0.60	480.00	B130	Communications with T. Moyron and S. Martin regarding expedited discovery procedures .
11/25/19	S. Martin	4.10	3,119.08	B130	Continue drafting letter to SGM regarding close (1.5); communicate with debtors and their counsel regarding same (1.4); prepare request to SGM for deposition and document production of Questar (.9); review SGM's objection to request to seal and related correspondence (.3).
11/25/19	A. Dondoyano	1.20	387.60	B130	Confer with Verity and Dentons team re Title Policies and Good Standing Certificates (0.5); Review internal closing checklist (0.2); Revise closing checklist (0.5).
11/25/19	S. Alberts	1.70	1,360.00	B130	Sale. Review Court filing concerning Plan B (.2), receive, review and comment on motion under seal (.2), follow up communications (.2), receive, review and provide final comment to letter to SGM (.3), receive and review order granting motion to seal (.1), receive and review SGM reply (.2), and its position on the status conference (.2), provide initial assessment (.2), and review S. Maizel's assessment (.1).
11/26/19	S. Maizel	0.10	80.00	B130	Telephone conference with B. Bennett re SGM sale issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/26/19	C. Montgomery	3.10	2,480.00	B130	Review SGM reservation of rights and communications with TMoyron re same (.5); prepare for and participate in conference call re status conference (.8); review correspondence regarding SGM response (.2) ; participate in status conference regarding SGM sale (.7) ; follow up communications with S Alberts and. Kearns re same (.1) ; participate in conference call with secured lenders post court status conference (.4); follow up Dentons team call re next steps (.4)
11/26/19	K.M. Howard	0.20	50.15	B130	Email exchanges regarding the transcript of the November 26, 2019 status conference regarding the sale to SGM.
11/26/19	S. Maizel	4.00	3,200.00	B130	Telephone conference with C. Montgomery, etc. re issues for status conference (.50); prepare for status conference with R. Adcock, etc. (2.0); attend status conference (1.50).
11/26/19	S. Maizel	3.50	2,800.00	B130	Meeting with secured creditors and UCC counsel re SGM sale issues (2.0); telephone conference with BRG re same (1.0); telephone conference with C. Montgomery, etc. re same (.50).
11/26/19	C. Richter	3.70	2,390.20	B130	Close the Requests to add mortgage loans on a flow basis (Shellpoint as servicer), including finalizing the Requests and obtaining all signatures.
11/26/19	S. Alberts	2.00	1,600.00	B130	Sale. Pre status conference hearing strategy call (.5); participate (by phone) on sale status hearing (.7); follow up call with client on next steps (.5) and with client (.3).
11/26/19	L. Macksoud	2.80	1,225.70	B130	Conference call to discuss MAE allegations and sale process (.7), research and review cases related to same and relating to time line and procedure for litigation of issues (1.8), draft email to T. Moyron re same (.3).
11/26/19	K.M. Howard	0.30	75.23	B130	Email exchanges with Karen Persaud and Mitch Hyatt including a telephone conference with Mitch Hyatt regarding the transcript of the November 26, 2019 hearing.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/26/19	S. Martin	8.00	6,086.00	B130	Review and analyze SGM's reservation of rights and compare to language in APA and bankruptcy rule regarding declaratory judgment (1.2); draft deposition notices, requests for production and subpoenas to Questar Engineering and James Salomon (2); strategy call with Debtors' counsel regarding status conference (.5); prepare for and attend Status Conference (3); meetings with debtors and creditors regarding strategy (1.1); attention to researching SGM assets (.2).
11/26/19	R. Garms	1.60	965.60	B130	Follow up on closing items (1.4); e-mails regarding same (0.2).
11/26/19	N. Koffroth	0.90	451.35	B130	Call re strategy concerning status conference re SGM sale with S. Alberts, C. Montgomery, et al.
11/26/19	N. Koffroth	1.50	752.25	B130	Prepare for status conference concerning status of SGM sale
11/26/19	N. Koffroth	0.80	401.20	B130	Meeting with constituents concerning status of SGM sale
11/26/19	N. Koffroth	0.90	451.35	B130	Meeting with R. Adcock, P. Chadwick, et al. concerning status of SGM sale
11/26/19	N. Koffroth	0.50	250.75	B130	Meeting with S. Maizel, S. Martin, et al. re status of SGM sale
11/26/19	N. Koffroth	0.40	200.60	B130	Participate in weekly closing checklist call re SGM sale
11/26/19	M. Zeefe	0.10	48.03	B130	Emails re subpoena.
11/26/19	A. Dondoyano	1.50	484.50	B130	Finalize closing documents and compile signature packets (1); Confer with N.Nguyen re the open closing items (0.5).
11/26/19	A. Dondoyano	0.40	129.20	B130	Closing checklist call.
11/26/19	T. Moyron	5.30	2,748.05	B130	Attend hearing; meeting with constituents; and meeting with clients thereafter.
11/26/19	A. Ruegger	0.30	240.00	B130	Communications with S. Martin regarding subpoenas for depositions and hearing.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/26/19	T. Moyron	0.90	466.65	B130	Conference call with D. Eldan re appeal of enforcement order (.2); conference call with P. Chadwick re SGM correspondence and issues (.2); conference call with E. Paul (.4); analyze email from E. Paul re Bank of Hemet (.1).
11/26/19	T. Moyron	2.00	1,037.00	B130	Conference call with S. Martin, et al., re upcoming hearing, APA and FRBP matters, etc (.7); analyze APA and FRBP 7001 and relevant case (.4); internal correspondence regarding same (.3); analyze emails from R. Yant and other parties re stipulation (.1); analyze email from R. Fueller re foundations (.1); analyze issues related to proposed subpoena (.2); exchange emails with Cain re SGM (.1), analyze email from N. Nguyen re weekly census report (.1).
11/26/19	T. Moyron	2.60	1,348.10	B130	Analyze and prepare correspondence re SGM and other analyze related matters (1.8); analyze matters related to subpoena (.2); analyze matters related to documents to be delivered (.2); analyze matters related to foundations and AG letter (.3); analyze N. Haslun re MOR (.1).
11/26/19	E. Cobarrubias	1.00	267.75	B130	Run asset searches on Strategic Global Management, Dr. Kali P. Chaudhuri, and KPC Healthcare Group, Inc. and its related companies. for Sonia Martin.
11/27/19	T. Moyron	4.70	2,436.95	B130	Analyze and prepare letter to SGM (.6); analyze correspondence regarding same (.4); analyze Court's order (.1); analyze Court's correspondence (.3); correspondence regarding same (.4); analyze, prepare and finalize letter to SGM (1.1).; strategize and internal calls regarding SGM (.6); call with R. Adcock regarding same (.3); further call with SGM regarding same (.1); conference call with A. Turnball and Mintz re SGM (.3); analyze letter to SGM re close and claims (.2); analyze litigation hold letter (.3).
11/27/19	T. Moyron	0.60	311.10	B130	Analyze matters related to SGM sale.
11/27/19	N. Koffroth	2.20	1,103.30	B130	Draft letter concerning operations issues related to closing SGM sale

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/27/19	N. Koffroth	1.50	752.25	B130	Draft letter re potential litigation (1.1) and preservation demand (0.4)
11/27/19	S. Martin	5.50	4,184.13	B130	Draft document preservation letter to SGM (2.6); draft further demand letter to SGM regarding litigation (1.8); confer with T. Moyron regarding same (.3); review and revise operations letter to SGM (.1); communicate with debtors and their counsel regarding comments on draft letters to SGM (.4); review memorandum and order that sale must close (.3).
11/27/19	C. Doherty, Jr.	0.20	74.80	B130	Review court Memorandum regarding SGM Sale.
11/27/19	C. Montgomery	0.40	320.00	B130	Communications with C Whitmore regarding lien release requirements (.1); review court status conference transcript (.3)
11/27/19	G. Miller	0.30	132.60	B130	Draft omnibus stipulation continuing cure objections.
11/27/19	K.M. Howard	0.40	100.30	B130	Analysis of the Stipulation continuing the Hearing and objection deadlines on NantWork's Objection to Debtors' Motion for Order Approving the Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
11/27/19	K.M. Howard	0.20	50.15	B130	Email exchanges with Karen Persaud of Hyatt regarding the status of the November 26, 2019 hearing transcript (.1) and prepared email to Verity Team regarding the status (.1).
11/27/19	K.M. Howard	0.40	100.30	B130	Received and reviewed the transcript of the November 26, 2019 hearing (.3) and prepared email to Verity Team regarding same (.1).
11/27/19	K.M. Howard	0.40	100.30	B130	Analysis of the Stipulation continuing the hearing and applicable deadlines on the Cure Objections and Other Issues regarding the Order Authorizing the Sale to Strategic Global Management and reviewed and revised the Critical Dates Memorandum accordingly.
11/27/19	S. Maizel	0.30	240.00	B130	Telephone conference with Mintz Levin, etc. re SGM sale issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/27/19	K.M. Howard	0.40	100.30	B130	Prepared Transcript Order Form for the November 26, 2019 hearing (.2) and filed same (.2).
11/27/19	S. Maizel	0.50	400.00	B130	Review memorandum opinion and order re SGM obligation to close sale.
11/27/19	S. Maizel	0.40	320.00	B130	Review and revise letter to SGM re operational issues (.3); telephone conference with T. Moyron re same (.1).
11/27/19	S. Maizel	0.30	240.00	B130	Review and revise letter to Klausner re litigation issues.
11/28/19	S. Maizel	0.50	400.00	B130	Review Judge Robles memorandum opinion and order re SGM sale closing.
11/28/19	S. Martin	1.60	1,217.20	B130	Research assets of SGM and Dr. Chaudhuri (.6); analysis regarding legal theories to include in complaint (.4); begin drafting complaint against SGM, et al. (.4); supplement document preservation notice (.2).
11/29/19	S. Martin	2.30	1,749.73	B130	Continue drafting litigation letter to SGM (1); further research regarding SGM's assets (.1); review SGM's notice of appeal (.2); evaluate standing and mootness issues (.3); communicate with debtors and debtors' counsel regarding same (.7).
11/29/19	S. Maizel	0.40	320.00	B130	Telephone conference with Van Durer re SGM sale issues (.3); telephone conference with T. Moyron re same (.1).
11/29/19	S. Maizel	0.40	320.00	B130	Telephone conference with T. Moyron re SGM sale issues (x2).
11/29/19	S. Maizel	0.50	400.00	B130	Review and respond to emails re correspondence to Klausner re SGM sale.
11/29/19	C. Montgomery	0.20	160.00	B130	Communications with T. Moyron regarding proposed letter to G. Klausner(.1); communications with D. Galfus and T. Moyron regarding SGM Notice of Appeal of Supplemental Sale order (.1)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/29/19	T. Moyron	3.50	1,814.75	B130	Analyze notice of appeal filed by SGM (.1); conference call with P. Chadwick regarding same (.2); call with R. Adcock re same (.1); internal conference calls regarding same (.2); prepare email regarding same to R. Adcock, et al. (.1); analyze and prepare letter (.6); internal correspondence regarding same (.4); analyze other matters related to SGM (1.8).
11/30/19	T. Moyron	1.20	622.20	B130	Analyze email from G. Klausner re mediation (.1); prepare and analyze emails to clients and BRG (.2); prepare email to constituents (.1); analyze email from Committee counsel (.1); analyze matters related to draft complaint (.7).
11/30/19	C. Montgomery	0.20	160.00	B130	Communications with T. Moyron regarding SGM mediation request and review same.
11/30/19	S. Maizel	0.20	160.00	B130	Review email from G. Klausner re mediation (.1); telephone conference with T. Moyron re same (.1).
11/30/19	S. Maizel	0.40	320.00	B130	Review and respond to emails re SGM sale issues.
11/30/19	S. Martin	11.70	8,900.78	B130	Email with R. Adcock regarding alter ego issues(.1); review financing documents concerning Dr. Chaudhuri (.1); research regarding public filings by SGM, KPC and Dr. Chaudhuri, KPC website and media statements by KPC regarding purchase of hospitals and corporate status (1.3); review email from Cain Brothers relating to KPC (.4); continue drafting complaint (8.7); review mediation proposal from SGM and related email (.3); communications with debtors, debtors' counsel, BRG and creditors regarding same (.8).
Subtotal		539.60	322,205.66		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

B140 - Relief from Stay/Adequate Protection Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	J.A. Moe, II	0.20	107.10	B140	/Ancira Mateo v. St. Francis and A.R. A Minor v. St. Francis/ Review and respond to Bob Richards on entry of Orders on relief from stay.
11/01/19	J.A. Moe, II	0.40	214.20	B140	/Moritaya v. St. Francis/ Review David Hagen's E-Mail and E-Mail to Elspeth Paul and Karen Chapman on responding to Mr. Hagen's three questions (.30); exchange E-Mails with Karen Chapman and with Elspeth Paul on proceeding (.10).
11/01/19	T. Moyron	0.10	51.85	B140	Analyze emails regarding Carcamo and Engelman.
11/04/19	J.A. Moe, II	0.10	53.55	B140	/Ancira Mateo v. St. Francis/ Review entered Order on Stipulation and forward to Bob Richards.
11/06/19	K.M. Howard	0.20	50.15	B140	Prepared email to Karleen Murphy and John Moe regarding the Motion for Relief of Stay filed in Morataya v. St. Francis Medical Center, et al.
11/08/19	J.A. Moe, II	0.40	214.20	B140	/Maurice Bray v. St. Francis/ Telephone call returned from Steven Peck on status of Claim and relief from stay (.20); E-Mails to Steven Peck requesting information (.10); exchange E-Mails with Karen Chapman on counsel (.10).
Subtotal		1.40	691.05		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	K.M. Howard	0.20	50.15	B185	Analysis of court's notice of setting the hearing on Debtors' Motion to Reject Lease (.1) and cross-referenced to Critical Dates Memorandum (.1).
	Subtotal	0.20	50.15		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	K. Murphy	0.10	41.65	B190	/Josefina Robles/ Analyze email and letter from Elspeth Paul to Landmark Anesthesia Medical Group requesting indemnification of SFMC.
11/01/19	K. Murphy	0.40	166.60	B190	/Morataya/ Draft Case Management Conference Statement (.3) and prepare email to John Moe requesting review of the same (.1).
11/01/19	K. Murphy	0.10	41.65	B190	/Morataya/ Draft follow up email to Kathryn Howard re VHS Notice of Automatic Stay.
11/01/19	K. Murphy	0.50	208.25	B190	/Engelman/ Analyze email from Elina Tilman seeking detailed information on amounts for proof of claim and inquiry re administrative claim question (.1); analyze KCC website for information to respond to Ms. Tilman's inquiry and review of Master Chart of Verity Claims (.2); confer with John Moe re administrative claim question (.1); and draft response email to Ms. Tilman with requested information. (.1).
11/01/19	K. Murphy	0.20	83.30	B190	/Engelman/Carcamo/ Confer with John Moe to review administrative claims to determine if there is such claim for either matters (.1); and draft email to Elina Tilman confirming no administrative claims (.1).
11/01/19	K.M. Howard	0.30	75.23	B190	Email exchange with Karleen Murphy regarding the Doe Amendment naming Verity Health as a defendant filed by plaintiff in Morataya v. St. Francis Medical Center including review of Litigation Management Chart regarding same.
11/01/19	K. Murphy	0.10	41.65	B190	/Morataya/ Analyze email from John Moe re status of discussions with plaintiffs' counsel relevant to stipulation for relief from stay.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	J.A. Moe, II	0.80	428.40	B190	/Carcamo v. St. Francis and Engelman v. St. Francis/ Review Elina Tilman's E-Mail on obtaining Claim Numbers and telephone call to Karleen Murphy (.10); review exchange of E-Mails with Ahn Ruda and Talis Knets on Orders, retrieve Orders and transmit to Talis Knets and Ms. Ruda (.30); confer with Karleen Murphy on Administrative Claims and exchange E-Mails with Jon Emerson on such Claims (.20); confer with Karleen Murphy on response to Elina Tilman on Administrative Claims and review Chart on Proofs Of Claims (.10); review Administrative Claims (.10).
11/04/19	K.M. Howard	0.30	75.23	B190	Assembled exhibits to Notice of Stay of Proceedings (.1) finalized same (.1) and coordinated filing of Notice with Attorney Service at LASC (.1).
11/04/19	K.M. Howard	0.30	75.23	B190	Reviewed docket in Morataya v. St. Francis Medical Center to determine status and date the DOE Amendment was filed naming Verity Health System as a defendant.
11/04/19	K.M. Howard	0.40	100.30	B190	Prepared Notice of Stay of Proceedings in Morataya v. St. Francis Medical Center in conjunction with VHS being named as a DOE defendant (.3) and prepared proof of service (.1).
11/04/19	J.A. Moe, II	0.10	53.55	B190	/Jain, Gonzalez, Wolferd and Rodriquez/ Telephone call with Ahn Ruda on proceeding with the settlement agreements and whether a 9019 Motion is required.
11/04/19	J.A. Moe, II	0.50	267.75	B190	/Robles v. St. Francis/ Participate in the conference call with Gillian Pluma, Karen Chapman, Kathleen Conway and Elspeth Paul on upcoming settlement conference.
11/04/19	J.A. Moe, II	0.30	160.65	B190	/Moritaya v. St. Francis/ Review and execute the Notice Of Stay, and confer with Karleen Murphy on second Notice of Stay (.10) ; review Policy and E-Mail to David Hagen responding to request and question (.20).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/05/19	J.A. Moe, II	0.40	214.20	B190	/Alicia Rubio v. St. Francis/ Review Subpoenas for records (.10) ; prepare draft of letter to Attorney Deborah Taggart returning Subpoena directed to St. Francis (.20); exchange E-Mails with Karen Chapman on attorney representing St. Francis (.10).
11/05/19	J.A. Moe, II	0.20	107.10	B190	/Wolferd, Jain, Gonzalez and Rodriquez/ Telephone call from Tania Moyron on proceeding with settlements, then telephone call with Ahn Ruda on authority; review E-Mail to Elina Tilman on amounts.
11/05/19	K.M. Howard	0.20	50.15	B190	Analysis of email regarding the upcoming status conference in Ivonne Engelman v. St. Francis Medical Center (.1) and prepared response thereto (.1).
11/05/19	K.M. Howard	0.30	75.23	B190	Analysis of summary of status conference in Navarro v. St. Francis Medical Center and reviewed and revised Litigation Management Chart accordingly.
11/05/19	J.A. Moe, II	0.20	107.10	B190	/Engelman v. St. Francis/ Exchange E-Mails with Karleen Murphy and review documents related to the hearing on November 6th in the Superior Court (.10); exchange E-Mails with Elina Tilman and Taylor Burris on the hearing (.10).
11/05/19	J.A. Moe, II	0.10	53.55	B190	/Moritaya v. St. Francis/ Review proposed Case Management Conference Statement; confer with Karleen Murphy on revision.
11/05/19	K. Murphy	0.70	291.55	B190	/Navarro/ Attend status conference (.6) and prepare report re same (.1).
11/05/19	K. Murphy	0.20	83.30	B190	/Morataya/ Further confer with John Moe re draft of status conference statement (.1) and prepare edits to finalize the same (.1).
11/05/19	K. Murphy	0.10	41.65	B190	/Navarro/ Prepare update to Verity Deadline Chart re further status conference.
11/05/19	K. Murphy	0.10	41.65	B190	/Navarro/ Prepare and finalize notice of ruling re further status conference.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/06/19	K. Murphy	0.10	41.65	B190	/Engelman/ Analyze John Moe's report of status conference and update Verity Litigation Management chart with further conference date.
11/06/19	K.M. Howard	0.20	50.15	B190	Reviewed conformed copy of Notice of Stay of Proceedings in Morataya v. St. Francis Medical Center (.1) and prepared email regarding same (.1).
11/06/19	J.A. Moe, II	0.40	214.20	B190	/Wolferd, Jain, Gonzalez and Rodriquez/ Review Steve Sharrer's E-Mail on authority to proceed, and E-Mail to Tania Moyron on review of settlements with constituents (.10); telephone call with Elina Tilman on settlements (.10); create Chart on amount of Claims and settlements, conferring with Karleen Murphy on information for Chart (.20).
11/06/19	J.A. Moe, II	1.60	856.80	B190	/Engelman v. St. Francis/ Attend via Court Call one hour twenty minute telephone call Status Conference before Judge Elaine Lu (1.30); prepare Report on results of the hearing, including confirming date of February hearing with Taylor Burris (.30).
11/06/19	J.A. Moe, II	0.10	53.55	B190	/Sprowson v. St. Francis/ Review opposing counsel's Case Management Conference Statement; E-Mail to Karleen Murphy on discovery.
11/06/19	J.A. Moe, II	0.40	214.20	B190	/UNAC Grievance Claimants v. St. Francis/ Telephone call with Elina Tilman on authority to complete settlement on four Claims (.10); preliminarily review the form of settlement agreement and the UNAC Proof of Claim (.10); review more closely the four Settlement Agreements, including the provisions in three Agreements on Proof Of Claim, and E-Mail to Elina Tilman on withdrawal (.20).
11/07/19	K. Murphy	0.10	41.65	B190	/Aragon/ Analyze emails from John Moe and Elina Tilman re upcoming status conference and preparation of status report.
11/07/19	K. Murphy	0.10	41.65	B190	/Quiones/ Analyze court website to confirm upcoming date for further status conference re bankruptcy.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	K. Murphy	2.00	833.00	B190	/Sprownson/ Attend status conference (1.9) and draft report to Verity team re same (.1).
11/07/19	K. Murphy	0.20	83.30	B190	/Rubino/ Analyze order re relief from stay and email from John Moe re same (.1) and draft updates to Verity Litigation Management Chart to update on status re relief from stay (.1)
11/07/19	K. Murphy	0.20	83.30	B190	/Mateo Ancira (Frias)/ Analyze order re relief from stay and email from John Moe re same (.1) and draft updates to Verity Litigation Management Chart to update on status re relief from stay (.1)
11/07/19	K. Murphy	0.10	41.65	B190	/Rubio/ Analyze letter from John Moe to all counsel of record requesting for service of documents for SFMC to Haig Arabian's office.
11/07/19	K.M. Howard	0.40	100.30	B190	Analysis of the summary of the status conference in Sprownson v. St. Francis Medical Center and reviewed and revised Litigation Management Chart accordingly.
11/07/19	J.A. Moe, II	0.20	107.10	B190	/Aragon v. St. Francis/ Review proposed Case Management Conference Statement, and exchange E-Mails with Elina Tilman on previous appearances and scope of the Statement.
11/07/19	J.A. Moe, II	0.10	53.55	B190	/Moritaya v. St. Francis/ Review Judge's note on appearance at November 20th Status Conference and confer with Karleen Murphy.
11/07/19	J.A. Moe, II	0.40	214.20	B190	/UNAC Grievance Claimants v. St. Francis/ Review the proposed UNAC settlement (.10); confer with Elina Tilman on necessity to review payment (.10); telephone call with Sam Alberts on background to and payment pursuant to section 503 of the Bankruptcy Code (.20).
11/08/19	K. Murphy	0.20	83.30	B190	/Caprizzi/ Analyze email from Ahn Ruda re inquiry on whether SFMC will object to claimant's filing of proof of claim (.1); confer with John Moe re grounds for objection and check Master Litigation Management Chart to verify correct amount stated for Proof of Claim (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/08/19	K. Murphy	0.30	124.95	B190	/Aragon/ Analyze and respond to email from Elina Tillman re upcoming status conference and required status conference statement (.1); confer with John Moe re same (.1) and telephone call with Ms. Tillman to discuss plan for upcoming conference. (.1).
11/08/19	J.A. Moe, II	0.20	107.10	B190	/Aragon v. St. Francis/ Telephone call with Elina Tilman on filing a Case Management Conference Statement (.10); confer with Karleen Murphy on filed Statement and Joinder (.10).
11/11/19	J.A. Moe, II	0.10	53.55	B190	/Aragon v. St. Francis/ Review Elina Tilman's Joinder to the Dentons' Case Management Conference Statement.
11/11/19	J.A. Moe, II	0.10	53.55	B190	/Gendron v. St. Francis/ Review E-Mails from Elina Tilman and exchange E-Mails with Karleen Murphy on no Proofs Of Claims and no Administrative Claims filed by Elizabeth Gendron.
11/11/19	K. Murphy	0.10	41.65	B190	/Aragon/ Analyze Elina Tillman's draft of status conference statement for SFMC and analyze email from John Moe approving the same.
11/12/19	J.A. Moe, II	0.10	53.55	B190	/UNAC Grievance Claimants v. St. Francis/ Telephone call with Elina Tilman on the required analysis on the UNAC Claims.
11/12/19	J.A. Moe, II	0.10	53.55	B190	/Robles v. St. Francis/ Review Elspeth Paul's letter on request for Landmark Anesthesia to provide indemnification to St. Francis.
11/13/19	J.A. Moe, II	0.20	107.10	B190	/Gonzalez v. St. Francis/ Wolferd v. St. Francis/ Review the revised Settlement Agreements and E-Mail to Elina Tilman on approval of the Agreements.
11/13/19	J.A. Moe, II	0.10	53.55	B190	/Ancira v. St. Francis/ Review multiple E-Mails from Will Collins and Malou Malette on upcoming depositions.
11/14/19	J.A. Moe, II	0.10	53.55	B190	/Aragon v. St. Francis/ Review Notice of Intent To Appear By Telephone for Case Management Conference.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/14/19	J.A. Moe, II	0.10	53.55	B190	/Robles v. St. Francis/ Review series of E-Miles from Elspeth Paul, Ted Hopper, Tania Moyron and Rich Adcock on valuation issues.
11/14/19	J.A. Moe, II	0.10	53.55	B190	/Rojas v. St. Francis/ Telephone call with Karleen Murphy on status of the handwritten Complaint, now found filed, but confirming never served and letter sent on imposition of the stay.
11/15/19	J.A. Moe, II	0.30	160.65	B190	/Leonard Harris v. St. Francis/ Exchange E-Mails with Elspeth Paul and Karen Chapman on new Complaint, and prepare draft of letter to Opposing Counsel Carney Shegarian on imposition of the automatic stay,
11/18/19	J.A. Moe, II	0.30	160.65	B190	/UNAC Grievance Claimants v. St. Francis/ Review and revise five Settlement Agreements.
11/18/19	K.M. Howard	0.40	100.30	B190	Reviewed complaint and summons in Leonard Harris v. St. Francis Medical Center (.3) and reviewed docket (.1).
11/18/19	J.A. Moe, II	0.50	267.75	B190	/Leonard Harris v. St. Francis/ Exchange E-Mails with Elina Tilman, and telephone call with, Elina Tilman on pre- and post-petition issues in the newly filed Complaint (.10); lengthy telephone call with Elina Tilman on contents of letter to Carney Shegarian on imposition of the automatic stay and whether to identify pre- and post-petition claims in the Complaint (.40).
11/19/19	J.A. Moe, II	0.20	107.10	B190	/Leonard Harris v. St. Francis/ Exchange E-Mails with Andres Estrada on Notice given to Leonard Harris and Proof of Claim (.10); telephone call with Elina Tilman on basis to seek dismissal of the Litigation (.10).
11/19/19	K.M. Howard	0.40	100.30	B190	Analysis of summary of status conference in Aragon v. St. Francis Medical Center and reviewed and revised Litigation Management Chart.
11/19/19	K.M. Howard	0.40	100.30	B190	Analysis of docket in Morataya v. St. Francis Medical Center and reviewed and revised Litigation Management Chart accordingly.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	J.A. Moe, II	0.10	53.55	B190	/Aragon v. St. Francis/ Review Reports on Case Management Conference.
11/19/19	J.A. Moe, II	0.20	107.10	B190	/UNAC Grievance Claimants v. St. Francis/ Review and transmit revised Settlement Agreements to Elina Tilman (10); confer with Elina Tilman on proposed additions to the Agreements (.10).
11/19/19	K. Murphy	1.00	416.50	B190	/ Aragon / Prepare for attending status conference by analyzing status conference statement (.1); attended status conference (.8); and draft report to Verity Team re same (.1).
11/20/19	K.M. Howard	0.40	100.30	B190	Analysis of the order continuing the hearing on the motion to dismiss in the Committee Litigation and reviewed and revised Critical Dates Memorandum accordingly.
11/20/19	K. Murphy	0.20	83.30	B190	/ Morataya / Prepare for attending status conference by conferring with John Moe re status of discussions with Plaintiff's bankruptcy counsel on possible stipulation for relief from automatic stay.
11/20/19	K. Murphy	1.00	416.50	B190	/ Morataya / Prepare for attending status conference by analyzing status conference statements (.1); attend conference (.8); and prepare report (.1).
11/20/19	J.A. Moe, II	0.20	107.10	B190	/Moritaya v. St. Francis/ Telephone call with Karleen Murphy, on the status of the negotiations with David Hagen, in preparation for the Case Management Conference (.10); review Karleen Murphy's E-Mail on upcoming Conference and review Report on results of the Conference (.10).
11/20/19	J.A. Moe, II	0.10	53.55	B190	/UNAC Grievance Claimants v. St. Francis/ Telephone call with Elina Tilman on changes to the Settlement Agreement.
11/20/19	J.A. Moe, II	0.40	214.20	B190	/Leonard Harris v. St. Francis/ Review apparent fact that Mr. Harris did not file a Proof Of Claim on causes of action contained in the Complaint, conferring with Elina Tilman (.20); revise letter to Carney Shegarian on Complaint barred by failure to assert claims before the bar date (.20).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/21/19	J.A. Moe, II	0.20	107.10	B190	/Aaron Raj/ Exchange E-Mails with and telephone call from Elina Tilman on responding to threatened lawsuit (.10); additional telephone call with Ms. Tilman and E-Mail to Claude Montgomery (.10).
11/21/19	J.A. Moe, II	0.40	214.20	B190	/Leonard Harris v. St. Francis/ Review E-Mails to and from Ahn Ruda on Mr. Harris' Claim (.10); telephone call with Eliman Tilman, reviewing E-Mail on payment of SIR (.10); E-Mail to Ahn Ruda on conferring with Henry Kevane on the SIR issue (.20).
11/22/19	J.A. Moe, II	0.10	53.55	B190	Telephone call with Elina Tilman on change to the proposed Settlement Agreements.
11/22/19	K. Murphy	0.50	208.25	B190	/ Adamari Zavala / Analyze LA Superior Court Website to confirm upcoming Status Conference re Bankruptcy and date of filing notice of automatic stay (.1); draft Status Conference Statement (.2); analyze prior status conference report as relevant to any information needed for current draft of status report (.1) and draft email to John Moe with draft for John Moe's review prior to filing (.1).
11/25/19	K. Murphy	0.30	124.95	B190	/ Aaron Raj / Analyze and respond to email from Elina Tillman requesting research to determine if Mr. Raj filed an administrative and proof of claim (.1); conduct research re same (.1); and telephone call with John Moe re results of the same (.1).
11/25/19	K. Murphy	0.30	124.95	B190	/ Anil Jain / Confer with John Moe re obtaining claims (.1) and research KCC website to retrieve claims (.1); and analyze claims located and email the same to John Moe (.1).
11/25/19	J.A. Moe, II	0.10	53.55	B190	/UNAC Grievance Claimants v. St. Francis/ Review original E-Mail from UNAC Counsel Pamela Chandran and Elina Tilman's E-Mail on resolution, and E-Mail to Elina Tilman and Ahn Ruda on resolution and completion of Settlement Agreements.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/25/19	J.A. Moe, II	0.20	107.10	B190	/UNAC Grievance Claimants v. St. Francis - Anil Jain/ Review Elina Tilman's E-Mail on Settlement Agreement and the issue with Claim, then E-Mails exchanged and telephone call with Karleen Murphy on Claim.
11/25/19	K. Murphy	0.10	41.65	B190	/Robles / Analyze letter from insurance counsel, Gilliam Pluma, memorializing events of recent mediation..
11/26/19	J.A. Moe, II	0.10	53.55	B190	/Quinones v. St. Francis/ Review proposed Case Management Conference Statement, and confer with Karleen Murphy on approval.
11/26/19	J.A. Moe, II	0.10	53.55	B190	/Rodriguez v. St. Francis/ Exchange E-Mails with Elina Tilman on information and requests from Rodriguez Counsel, on dismissal of the Case and withdrawal of the Proof of Claim.
11/26/19	J.A. Moe, II	0.90	481.95	B190	/Raj v. St. Francis/ Review multiple E-Mails on status of Aaron Raj and whether he filed a Claim, and telephone calls with Elina Tilman on upcoming conference call (.10).; conference telephone call with Elina Tilman, Lausanne Fernandez and Claude Montgomery on impact of Wahidi Order on Raj Claim (.40); exchange E-Mails with and telephone call to Andres Estrada on Mr. Raj receiving all Notices (.20); prepare draft of letter to Aaron Raj's attorney on inability to proceed with case because no Claim was filed (.20).
11/26/19	K. Murphy	0.30	124.95	B190	/Zavala/ Analyze court website to determine if 12/18/19 OSC re dismissal is still on calendar and status of dismissal paperwork to determine if appearance at OSC is required (.1) confer with Haig Arabian re same (.1); and prepare update to Verity Litigation Management Chart re case resolution (.1).
11/26/19	J.A. Moe, II	0.10	53.55	B190	/Raj v. St. Francis/ Telephone call from Elina Tilman on status of the Raj Claims and telephone call to Karleen Murphy on Claims.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/27/19	J.A. Moe, II	0.10	53.55	B190	/Raj v. St. Francis/ Telephone call with Elina Tilman on all four Notices having been sent to Aaron Raj.
Subtotal		25.20	11,213.22		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

B260 - Board of Directors Matters

Date	Timekeeper	Hours	Amount	Task	Narrative
11/08/19	T. Moyron	0.70	362.95	B260	Call with Board, R. Adcock, re SGM, order, provider agreements and other status.
11/08/19	S. Maizel	0.70	560.00	B260	Telephone conference with Board of Directors re SGM sale issues.
	Subtotal	1.40	922.95		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
11/05/19	J.A. Moe, II	0.20	107.10	B310	/Maurice Bray/ E-Mail to Bob Richards on insurance on Claim and contacting Steven Peck (.10); review Proof of Claim, and consider and telephone call to Bob Richards on Plan provision on insured Claims (10).
11/08/19	J.A. Moe, II	0.70	374.85	B310	/UNAC Grievance Claims v. St. Francis/ Review and respond to Elina Tilman's E-Mail on resolution of Claims (.10); telephone call to Ms. Tilman on status of review and necessity to assess UNAC Claims (.10); commence additional review of the Settlement Agreement and the Proofs Of Claim (.40); exchange E-Mails with Andres Estrada as to Claims asserted by Duncan, Bialeu, Tanglao. Modugno and Arellano (.10).
11/18/19	G. Miller	0.40	176.80	B310	Review H. Kevane proposed response to SGM re payor objections.
11/20/19	C. Montgomery	0.10	80.00	B310	Communications with J. Moe regarding Wahidi class claim dispute relating to Aaron Raj.
11/20/19	K.M. Howard	0.30	75.23	B310	Conferred with John Moe regarding the Leonard Harris claim (.1); reviewed Critical Dates Memorandum to determine Administrative Claims Bar Date (.1); discussed Bar Date and causes of actions with John Moe (.1).
11/22/19	K.M. Howard	1.10	275.83	B310	Reviewed and revised Second Notice Chart for Litigant Claimants and cross-referenced to master chart of litigants who filed proofs of claim.
11/26/19	J.A. Moe, II	0.30	160.65	B310	/Vasquez v. St. Francis/ Exchange E-Mails with Tania Moyron and E-Mail to and telephone call from Bob Richards on Claim (.10); telephone calls to and then with Ted Hopper on insurance (.20).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/26/19	J.A. Moe, II	0.40	214.20	B310	/UNAC Grievance Claimants v. St. Francis: Anil Jain/ Exchange E-Mails and telephone call with Karleen Murphy on obtaining Proofs Of Claim filed by Anil Jain in preparation for conference call (.10); obtain and transmit Claims for conference call to Ahn Ruda and Elina Tilman (.10); review the Proofs Of Claim and telephone call with Ahn Ruda and Elina Tilman on how to proceed to try and resolve the Jain Proof of Claim (.20).
Subtotal		3.50	1,464.66		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

EMP - Employee matters

Date	Timekeeper	Hours	Amount	Task	Narrative
11/11/19	K.M. Howard	0.20	50.15	EMP	Analysis of Order Granting Debtors Motion for Order Authorizing and Approving Key Employee Incentive Plan and Key Employee Retention Plan to determine deadlines, if any.
11/11/19	S. Alberts	0.30	240.00	EMP	1113. Communicate with client and co-counsel about with KPC requests to seal CBAs (.2) and follow up with C. Doherty (.1).
11/13/19	T. Moyron	1.60	829.60	EMP	Analyze, prepare and finalize section 1113/1114 motions and declaration in support thereof.
11/14/19	K.M. Howard	0.40	100.30	EMP	Analysis of Debtors' Omnibus Motion for (1) Approval of Settlement Agreements with Labor Unions; (2) Assumption/Assignment of CBA to SGM; (3) Termination of Retiree Healthcare Benefits and reviewed and revised Critical Dates Memorandum accordingly.
11/14/19	K.M. Howard	0.20	50.15	EMP	Analysis of the court's notice setting the hearing on Debtors' Omnibus Motion for Approval of Settlement Agreements with Labor Unions (.1) and cross-referenced data to Critical Dates Memorandum (.1).
11/14/19	S. Martin	0.40	304.30	EMP	Confer with S. McCandless and A. Youseffi regarding status and WARN notices.
11/25/19	S. Alberts	0.70	560.00	EMP	1113. Communicate with K. Skogstad about whether 1113/1114 motion will proceed in light of SGM closing delay and respond and follow up with her (.3) and internally (.2), and conference with C. Doherty about form of order (.2).
Subtotal		3.80	2,134.50		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

INS - Insurance

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	J. Fisher	1.00	378.00	INS	Review ACG turn of SPA (0.5); conferences and correspondence regarding same (0.5).
11/12/19	O. Pinkas	0.20	160.00	INS	Communications with ACG on revised bid.
	Subtotal	1.20	538.00		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

MED/CMS- Medicare/CMS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of Stipulation Continuing Hearing Regarding Transfer of Medicare Provider Agreements to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
11/04/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of order approving stipulation continuing hearing regarding the transfer of Medicare Provider Agreements to Strategic Global and reviewed and revised Critical Dates Memorandum.
11/06/19	N. Koffroth	0.10	50.15	MED/CMS	Call with T. Moyron and S. Maizel concerning status of HHS settlement
11/07/19	N. Koffroth	0.20	100.30	MED/CMS	Draft stipulation and order continuing hearing on Medicare provider agreements
11/15/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of Stipulation continuing the hearing and related deadlines pertaining to the transfer and/or proposed assumption, assignment, rejection of Medicare Provider Agreements to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
11/15/19	N. Koffroth	0.40	200.60	MED/CMS	Draft stipulation and order to continue hearing on issues related to transfer of Medicare provider agreements
11/18/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of Order Approving Stipulation Continuing Hearing and Deadlines regarding the Transfer of Medicare Provider Agreements to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
11/20/19	S. Maizel	0.20	160.00	MED/CMS	Review emails re Medicare settlement.
11/21/19	K.M. Howard	0.40	100.30	MED/CMS	Researched various issues regarding the settlement and assumption and assignment of Medicare Provider Agreements.
11/22/19	K.M. Howard	0.30	75.23	MED/CMS	Analysis of the court's tentative regarding issues concerning the transfer of Medicare Provider Agreement to SGM and email exchanges with T. Moyron regarding same.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/22/19	K.M. Howard	0.40	100.30	MED/CMS	Reviewed docket and culled October 2019 orders regarding the motions for relief from stay filed by Rosa Carmona and Ivonne Engelman (.3); prepared email to Norm Haslun regarding same (.1).
11/22/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of tentative ruling regarding issues raised regarding the transfer and/or proposed assumption/assignment/rejection of Medicare Provider Agreements to Global Strategic Management and reviewed and revised Critical Dates Memorandum accordingly.
11/22/19	K.M. Howard	0.70	175.53	MED/CMS	Reviewed docket and culled pleadings relevant to the assumption and assignment of Medicare Provider Agreements to Strategic Global Management and prepared hearing binders.
11/22/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of the Stipulation regarding the Assumption and Assignment of Medicare Provider Agreements to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
11/22/19	K.M. Howard	0.40	100.30	MED/CMS	Analysis of Order Approving Stipulation regarding the Assumption And Assignment Of Medicare Provider Agreements To Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
11/22/19	N. Koffroth	0.20	100.30	MED/CMS	Draft stipulation and order resolving issues re transfer of Medicare provider agreements
11/22/19	S. Maizel	0.10	80.00	MED/CMS	Email to E. Levey re Medicare settlement.
	Subtotal	5.80	1,844.81		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

MED/DHC- Medi-Cal/DHCS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	S. Maizel	0.20	160.00	MED/DHSC	Telephone conference with E. Paul re CMS/Medi-Cal issues.
11/05/19	S. Maizel	0.10	80.00	MED/DHSC	Review and respond to emails re correspondence to K. Wang re Medi-Cal.
11/06/19	S. Maizel	0.50	400.00	MED/DHSC	Revise letter to Ken Wang re settlement.
11/06/19	S. Maizel	0.50	400.00	MED/DHSC	Review and respond to emails re Medi-Cal settlement discussions.
11/06/19	S. Maizel	0.30	240.00	MED/DHSC	Telephone conference with G. Klausner re Medi-Cal issues.
11/07/19	S. Maizel	1.00	800.00	MED/DHSC	Drafting correspondence to Ken Wang re Medi-Cal appeal issues.
11/07/19	T. Moyron	0.60	311.10	MED/DHSC	Analyze P. Chadwick, et al., emails re DHCS (.2); analyze matters related to settlement and DHCS request (.3); analyze order regarding completion of record notice (.1).
11/08/19	S. Maizel	0.60	480.00	MED/DHSC	Drafting correspondence to Ken Wang re Verity ability to pay settlement amounts.
11/08/19	S. Maizel	1.50	1,200.00	MED/DHSC	Research re Medi-Cal recoupment rights against SGM.
11/09/19	S. Maizel	0.80	640.00	MED/DHSC	Revising email to Ken Wang re DHCS settlement proposal.
11/11/19	S. Maizel	0.20	160.00	MED/DHSC	Review and respond to emails re Medi-Cal issues.
11/11/19	S. Maizel	1.00	800.00	MED/DHSC	Emails to K. Wang (.2) re settlement proposal.
11/11/19	K.M. Howard	0.40	100.30	MED/DHSC	Analysis of Stipulation continuing hearing regarding the transfer of Medicare provider agreements to Strategic Global Management and reviewed and revised Critical Dates Memorandum accordingly.
11/12/19	S. Maizel	0.40	320.00	MED/DHSC	Telephone conference with K. Wang re Medi-Cal issues.
11/12/19	S. Maizel	0.10	80.00	MED/DHSC	Telephone conference with K. Wang re DHCS issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/12/19	S. Maizel	0.20	160.00	MED/DHSC	Telephone conference with P Chadwick re Medi-Cal settlement terms.
11/12/19	S. Maizel	0.40	320.00	MED/DHSC	Review and respond to emails re Medi-Cal settlement offer.
11/17/19	S. Maizel	1.50	1,200.00	MED/DHSC	Revising motion re DHCS offsets.
11/17/19	S. Maizel	0.30	240.00	MED/DHSC	Review and respond to emails re Medi-Cal settlement.
11/18/19	S. Maizel	0.30	240.00	MED/DHSC	Telephone conference with K. Wang re Medi-Cal settlement.
11/18/19	S. Maizel	0.10	80.00	MED/DHSC	Review and respond to emails re Schlant analysis for Ken Wang.
11/18/19	N. Koffroth	6.50	3,259.75	MED/DHSC	Draft motion re DHCS concerning impact of stay on recoupment
11/18/19	N. Koffroth	0.30	150.45	MED/DHSC	Call with K. Wang, S. Maizel, et al. re settlement issues
11/18/19	N. Koffroth	0.50	250.75	MED/DHSC	Call with E. Paul, S. Martin, et al. re status of DHCS issues
11/18/19	N. Koffroth	0.10	50.15	MED/DHSC	Call with T. Moyron re status of DHCS motion
11/19/19	S. Maizel	0.50	400.00	MED/DHSC	Multiple emails to Ken Wang re Medi-Cal settlement.
11/20/19	N. Koffroth	0.10	50.15	MED/DHSC	Conference call with K. Wang re settlement issues
11/21/19	S. Maizel	0.30	240.00	MED/DHSC	Review SGM asset purchase agreement re CMS/DHCS issues.
11/21/19	S. Maizel	0.20	160.00	MED/DHSC	Telephone conference with P. Chadwick re Medi-Cal settlement.
11/21/19	S. Maizel	2.20	1,760.00	MED/DHSC	Revising Medi-Cal settlement (2.0); telephone conference with Ken Wang re same (x2) (.2).
11/22/19	S. Maizel	1.00	800.00	MED/DHSC	Revising Medi-Cal settlement agreement.
11/25/19	S. Maizel	0.70	560.00	MED/DHSC	Revise draft Medi-Cal settlement agreement (.6); email Ken Wang re same (.1).
11/25/19	S. Maizel	0.80	640.00	MED/DHSC	Email to Klausner re Medi-Cal issues and settlement.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/25/19	S. Maizel	0.40	320.00	MED/DHSC	Telephone conference with T. Moyron re Medi-Cal issues (.2); draft email to G. Klausner re same (.2).
11/25/19	S. Maizel	1.00	800.00	MED/DHSC	Revise DHCS settlement agreement.
11/25/19	S. Maizel	0.30	240.00	MED/DHSC	Telephone conference with K. Wang re Medi-Cal settlement.
	Subtotal	25.90	18,092.65		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2230642

December 16, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
AGI	Attorney General Issues	6,765.63
APP	Appellate Proceedings	5,489.26
B110	Case Administration	1,037.00
B130	Asset Disposition	322,205.66
B140	Relief from Stay/Adequate Protection Proceedings	691.05
B185	Assumption/Rejection of Leases and Contracts	50.15
B190	Other Contested Matters (excl. assumption/rejection motions)	11,213.22
B260	Board of Directors Matters	922.95
B310	Claims Administration and Objections	1,464.66
EMP	Employee matters	2,134.50
INS	Insurance	538.00
MED/CMS	Medicare/CMS Issues	1,844.81
MED/DHCS	Medi-Cal/DHCS Issues	18,092.65
Total This Matter		\$372,449.54

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	40.90	\$32,720.00
O. Pinkas	\$800.00	0.20	\$160.00
S. Alberts	\$800.00	11.40	\$9,120.00
S. Maizel	\$800.00	67.10	\$53,680.00
S. Martin	\$760.75	102.00	\$77,596.60
L. Whidden	\$765.50	1.70	\$1,301.35
P. Maxcy	\$739.50	0.50	\$369.75
R. Garms	\$603.50	42.10	\$25,407.35
T. Moyron	\$518.50	137.10	\$71,086.35
J.A. Moe, II	\$535.50	15.30	\$8,193.15

St. Francis Medical Center
Invoice #: 2230642

December 16, 2019

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Richter	\$646.00	8.70	\$5,620.20
K. Murphy	\$416.50	9.60	\$3,998.40
A. Ruegger	\$800.00	0.90	\$720.00
M. Zeefe	\$480.25	3.50	\$1,680.88
G. Miller	\$442.00	4.60	\$2,033.20
J. Fisher	\$378.00	2.00	\$756.00
N. Koffroth	\$501.50	108.80	\$54,563.20
C. Doherty, Jr.	\$374.00	5.50	\$2,057.00
L. Macksoud	\$437.75	4.40	\$1,926.10
A. Dondoyano	\$323.00	24.30	\$7,848.90
E. Cobarrubias	\$267.75	1.00	\$267.75
D. Pina	\$318.75	5.30	\$1,689.38
K.M. Howard	\$250.75	<u>38.50</u>	<u>\$9,653.98</u>
Totals		635.40	\$372,449.54

Fee Total \$ 372,449.54

Invoice Total \$ 372,449.54

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230643

Matter: 15800425-000008
Seton Medical Center and Seton Coastside

Payment Due Upon Receipt

Total This Invoice \$ 2,386.65

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230643

For Professional Services Rendered through November 30, 2019:

Matter: 15800425-000008
Seton Medical Center and Seton Coastside

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
11/06/19	K. Murphy	0.20	83.30	B190	/Meeko/Analyze KCC database re 4 claim numbers for Meeko to determine amounts of claim (.1) and confer with John Moe re results (.1).
11/06/19	J.A. Moe, II	0.30	160.65	B190	/Meeko v. Seton/ Exchange E-Mails with, confer with Karleen Murphy on, and telephone call with Elina Tilman on fourth Claim filed by Meeko to be included in the Settlement Agreement (.10); E-Mail to and telephone call with Tania Moyron on proceeding (.10); telephone call to Bruce Highman on authority to proceed (.10).
11/07/19	J.A. Moe, II	0.10	53.55	B190	/Meeko v. Seton/ Review Bruce Highman's E-Mail on corrections to the Settlement Agreement, and exchange E-Mails with Elina Tilman on corrections.
11/07/19	J.A. Moe, II	0.70	374.85	B190	/Meeko v. Seton/ Review revised Settlement Agreement (.10); E-Mail to and telephone call from Elina Tilman on revisions to the Settlement Agreement, making revisions with Ms. Tilman (.30); E-Mails from Elina Tilman and telephone call from Bruce Highman on Claim amounts (.10); review Proofs of Claim and telephone call with Elina Tilman rewriting Agreement (.20).
11/25/19	K. Murphy	0.20	83.30	B190	/ Micheal Coneff/ Analyze and respond to email from Elina Tilman to request search for administrative claim and proof of claim for Michael Coneff (.1); and analyzed KCC database for the same (.1).

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2230643

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/26/19	J.A. Moe, II	0.10	53.55	B190	/Coneff v. Seton/ Exchange E-Mails with Elina Tilman and Karleen Murphy on review of Claims and no Claim filed.
11/27/19	J.A. Moe, II	0.30	160.65	B190	/Coneff v. Seton/ Telephone call with Elina Tilman on wage and hour claim, on employment 2/19 through 3/19, and whether Mr. Coneff obtained Notices (.20); E-Mail to Andres Estrada on whether Michael Coneff received Notices (.10).
	Subtotal	1.90	969.85		

Seton Medical Center and Seton Coastside
Matter: 15800425-000008
Invoice No.: 2230643

December 16, 2019

B200 - Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
11/19/19	J.A. Moe, II	0.20	107.10	B200	Telephone call from Norman Haslun, on retaining "Travelers" radiologists at Seton, in light of defections.
11/21/19	J.A. Moe, II	0.20	107.10	B200	/Radiation Technologists/ Continue to confer with Norman Haslun on necessity for technicians at Seton.
11/22/19	J.A. Moe, II	0.50	267.75	B200	/Radiation Technologists/ Telephone call with Norman Haslun on extending Contract (.10); review the proposed Amendment and original Contract with Maxim, and exchange E-Mail with Mr. Haslun on language for Amendment (.30); telephone call with Norman Haslun on extension of services for two months (.10).
11/25/19	J.A. Moe, II	0.10	53.55	B200	/Radiation Technologists/ Telephone call with Norman Haslun on extension of Contract with Maxim for Technologists for two months.
	Subtotal	1.00	535.50		

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2230643

December 16, 2019

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
11/07/19	J.A. Moe, II	0.60	321.30	B210	Office of State Wide Health Planning and Development] Telephone call from Jlm Kiley on payment of \$2,158.00 specifically for construction penalties necessary to proceed with new construction of \$1,400,000 and \$40,000,000 (.10); review the Invoice, prepare proposal and two more telephone calls with Mr. Kiley on facts (.40); third telephone call on payment as a critical vendor (.10).
	Subtotal	0.60	321.30		

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2230643

December 16, 2019

B240 - Tax Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
11/21/19	C. Montgomery	0.20	160.00	B240	Confer with L Whidden re Seton Tax issues.
	Subtotal	0.20	160.00		

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2230643

December 16, 2019

B320 - Plan and Disclosure Statement (incl. Business Plan)

Date	Timekeeper	Hours	Amount	Task	Narrative
11/09/19	S. Maizel	0.50	400.00	B320	Review and revise reply to Seton Medical Group opposition to Disclosure Statement.
	Subtotal	0.50	400.00		

Seton Medical Center and Seton Coastside
Matter: 15800425-000008
Invoice No.: 2230643

December 16, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B190	Other Contested Matters (excl. assumption/rejection motions)	969.85
B200	Operations	535.50
B210	Business Operations	321.30
B240	Tax Issues	160.00
B320	Plan and Disclosure Statement (incl. Business Plan)	400.00
	Total This Matter	\$2,386.65

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	0.20	\$160.00
S. Maizel	\$800.00	0.50	\$400.00
J.A. Moe, II	\$535.50	3.10	\$1,660.05
K. Murphy	\$416.50	<u>0.40</u>	<u>\$166.60</u>
Totals		4.20	\$2,386.65
Fee Total	\$	2,386.65	
Invoice Total	\$	<u>2,386.65</u>	

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230644

Matter: 15800425-000010
Verity Medical Foundation

Payment Due Upon Receipt

Total This Invoice \$ 22,494.40

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230644

For Professional Services Rendered through November 30, 2019:

Matter: 15800425-000010
Verity Medical Foundation

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	T. Moyron	0.40	207.40	B110	Analyze E. Paul, et al., emails regarding VMG (.3); conference call with E. Paul regarding same (.1).
	Subtotal	0.40	207.40		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2230644

December 16, 2019

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
11/01/19	P. Maxcy	0.50	369.75	B130	Calls and emails re update on VMG issues.
11/04/19	P. Maxcy	1.10	813.45	B130	Revise motion to reject Race St contract.
11/05/19	P. Maxcy	2.20	1,626.90	B130	Work on VMG windown and calls to discuss same with E. Paul, R. Chadwick.
11/05/19	P. Maxcy	1.10	813.45	B130	Work in rejection of Race St lease.
11/05/19	P. Maxcy	0.50	369.75	B130	Review VMG letter and comment on same.
11/07/19	P. Maxcy	1.50	1,109.25	B130	Continue revising motion to approve Hunt settlement.
11/07/19	P. Maxcy	0.40	295.80	B130	Respond to questions re amendment to contract.
11/07/19	T. Moyron	0.10	51.85	B130	Analyze rejection matters re Race St. Lease.
11/08/19	P. Maxcy	0.30	221.85	B130	Conference N. Haslun re SVMd.
11/11/19	P. Maxcy	0.20	147.90	B130	Conference with Hunt counsel re settlement status.
11/11/19	P. Maxcy	0.40	295.80	B130	Work on VMG issues.
11/11/19	N. Koffroth	0.40	200.60	B130	Draft motion to assume and assign certain contract re SVMd
11/12/19	P. Maxcy	0.50	369.75	B130	Conference with P. Mellnick re VMG wind down.
11/12/19	P. Maxcy	0.60	443.70	B130	Review materials related to VMG wind down.
11/13/19	P. Maxcy	0.70	517.65	B130	Participate in VMF call and arrange VMG call.
11/13/19	G. Miller	1.40	618.80	B130	Revise motion to approve Hunt settlement.
11/14/19	P. Maxcy	1.40	1,035.30	B130	Review information in advance of call with VMG and participate in VMG call.
11/14/19	P. Maxcy	0.40	295.80	B130	Check on status of IDX assignment.
11/18/19	P. Maxcy	0.50	369.75	B130	Work on service issues for IDX.
11/18/19	P. Maxcy	1.50	1,109.25	B130	Revise and distribute Hunt settlement.
11/18/19	G. Miller	0.80	353.60	B130	Calls and emails with N. Haslun and IDX re assumption and assignment of IDX agreement.

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2230644

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/18/19	T. Moyron	0.20	103.70	B130	Analyze N. Haslun, et al., emails regarding IDX.
11/19/19	G. Miller	0.50	221.00	B130	Emails with IDX and P. Maxcy re assumption and assignment of IDX agreement.
11/19/19	P. Maxcy	2.10	1,552.95	B130	Work on IDX assignment issues.
11/20/19	P. Maxcy	1.10	813.45	B130	Reconcile IDX invoices and prepare revised consent to assignment.
11/20/19	P. Maxcy	0.40	295.80	B130	Review questions re SOAR settlement.
11/21/19	P. Maxcy	0.50	369.75	B130	Various discussions and emails re compilation of SVMD transactions.
11/22/19	P. Maxcy	1.90	1,405.05	B130	Work on SVMD/Athena assignment issues and prepare consent agreement for same.
11/25/19	G. Miller	0.20	88.40	B130	Call with N. Haslun re assignment of IDX agreement.
11/25/19	G. Miller	0.90	397.80	B130	Draft declaration in support of motion to assign IDX agreement.
11/25/19	P. Maxcy	1.20	887.40	B130	Work on completion of SVMD assignment.
11/26/19	P. Maxcy	0.60	443.70	B130	Finalize IDX assignment and various emails and calls re same.
Subtotal		26.10	18,008.95		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2230644

December 16, 2019

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	G. Miller	0.60	265.20	B185	Draft motion to reject Race St lease.
11/04/19	C. Doherty, Jr.	0.80	299.20	B185	Prepare Race St. Rejection Motion (.6); attention to emails with Mr. Macy regarding additions (.2)
11/05/19	C. Doherty, Jr.	0.60	224.40	B185	Prepare Race St. Rejection Motion (.3); prepare explanatory email to BRG regarding items needed and plan regarding motion (.3)
11/13/19	T. Moyron	0.90	466.65	B185	Motion to reject Race street lease and notice to abandon (.6); correspond regarding same (.3).
11/13/19	N. Koffroth	1.50	752.25	B185	Draft motion re rejection of Race Street lease and related notice of abandonment.
11/13/19	C. Doherty, Jr.	0.70	261.80	B185	Prepare Race St. Rejection Motion for filing (.5); review local rules upon request for filing compliance (.2)
11/15/19	K.M. Howard	0.40	100.30	B185	Analysis of Debtors' Motion to Reject Unexpired Lease Nunc Pro Tunc to November 30, 2019 and Notice of Abandonment of Personal Property and reviewed and revised Critical Dates Memorandum accordingly.
11/19/19	N. Koffroth	0.20	100.30	B185	Draft supplemental notice re IDX assignment
11/19/19	K.M. Howard	0.40	100.30	B185	Analysis of the Court's November 19, 2019 tentative ruling ordering Debtors to file a Declaration from IDX confirming its non-opposition to Motion to Assume Lease to Silicon Valley Medical Development.
11/19/19	K.M. Howard	0.40	100.30	B185	Analysis of Supplemental Notice regarding Motion to Approve Assumption and Assignment of Certain Executory Contract to Silicon Valley Medical Development and reviewed and revised Critical Dates Memorandum accordingly.
11/20/19	N. Koffroth	1.20	601.80	B185	Prepare for hearing concerning Seoul Medical Group request to expedite assumption or rejection (0.5); attend hearing regarding the same (0.7)

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2230644

December 16, 2019

Date	Timekeeper	Hours	Amount	Task	Narrative
11/22/19	K.M. Howard	0.40	100.30	B185	Analysis of Motion to Approve Assumption and Assignment of Executory Contract to Silicon Valley Medical Development and reviewed and revised Critical Dates Memorandum accordingly.
11/29/19	C. Doherty, Jr.	0.10	37.40	B185	Respond to BRG question regarding Race St. Motion and deadlines.
	Subtotal	8.20	3,410.20		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2230644

December 16, 2019

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
11/04/19	J.A. Moe, II	0.10	53.55	B210	Review Peter Chadwick's list of equipment to be abandoned by Verity Medical Foundation.
11/20/19	C. Doherty, Jr.	0.20	74.80	B210	Respond to email from BRG regarding abandonment of assets and motion.
	Subtotal	0.30	128.35		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2230644

December 16, 2019

B250 - Real Estate

Date	Timekeeper	Hours	Amount	Task	Narrative
11/25/19	P. Maxcy	1.00	739.50	B250	Analysis of SOAR tax issues.
	Subtotal	1.00	739.50		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2230644

December 16, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B110	Case Administration	207.40
B130	Asset Disposition	18,008.95
B185	Assumption/Rejection of Leases and Contracts	3,410.20
B210	Business Operations	128.35
B250	Real Estate	739.50
Total This Matter		\$22,494.40

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
P. Maxcy	\$739.50	22.60	\$16,712.70
T. Moyron	\$518.50	1.60	\$829.60
J.A. Moe, II	\$535.50	0.10	\$53.55
G. Miller	\$442.00	4.40	\$1,944.80
N. Koffroth	\$501.50	3.30	\$1,654.95
C. Doherty, Jr.	\$374.00	2.40	\$897.60
K.M. Howard	\$250.75	<u>1.60</u>	<u>\$401.20</u>
Totals		36.00	\$22,494.40

Fee Total \$ 22,494.40

Invoice Total \$ 22,494.40

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Aston Hunt Mayo & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230646

Payment Due Upon Receipt

Matter: 15800425-000019
Verity Holdings, LLC

Total This Invoice \$ 428.40

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 16, 2019

Invoice No. 2230646

For Professional Services Rendered through November 30, 2019:

Matter: 15800425-000019
Verity Holdings, LLC

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
11/20/19	J.A. Moe, II	0.80	428.40	B185	/Leases/ Review E-Mails between Nam Nguyen, Andres Estrada and Elspeth Paul on leases and notice of bankruptcy (.10); telephone call with Ms. Nguyen on lessee who may not have received notice, reviewing List in additional E-Mail (.20); exchange E-Mails with Andres Estrada on notice to Medicus Integrated Health Systems (.10); letter to Robin Weber on the filing of bankruptcy by VHS and Verity Holdings (.30); exchange additional E-Mails with Nam Nguyen on notice to Robert Weber (.10).
	Subtotal	0.80	428.40		

Verity Holdings, LLC
Matter: 15800425-000019
Invoice No.: 2230646

December 16, 2019

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B185	Assumption/Rejection of Leases and Contracts	428.40
	Total This Matter	\$428.40

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
J.A. Moe, II	\$535.50	<u>0.80</u>	<u>\$428.40</u>
Totals		0.80	\$428.40
Fee Total	\$	428.40	
Invoice Total	\$	<u>428.40</u>	

EXHIBIT G

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons – continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242280

Matter: 15800425-000003
Verity Health System of California

Payment Due Upon Receipt

Total This Invoice \$ 238,168.56

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com



Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242280

For Professional Services Rendered through December 31, 2019:

Matter: 15800425-000003
Verity Health System of California

APP - Appellate Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	L. Macksoud	4.50	1,969.88	APP	Draft and revise DIP appeal.
12/03/19	L. Macksoud	0.60	262.65	APP	Confer with C. Montgomery re appeal brief.
12/03/19	C. Montgomery	0.80	640.00	APP	Phone call with L Macksoud regarding 9th Circuit appeal brief draft.
12/08/19	C. Montgomery	2.10	1,680.00	APP	Review draft 9th Circuit brief.
12/08/19	L. Macksoud	0.40	175.10	APP	Confer with C. Montgomery re cases cited in brief and gather same for transmission.
12/09/19	C. Montgomery	1.70	1,360.00	APP	Continued review and revisions to draft appellee brief on DIP Loan appeal (1.7)
12/11/19	C. Montgomery	1.00	800.00	APP	Continued review and revision of DIP appeal brief.
12/12/19	C. Montgomery	1.20	960.00	APP	Continued work on DIP Appeal brief (.6); confer with L Macksoud re same (.5); review addition case information from S Schrag (.1)
12/13/19	G. Medina	0.70	205.28	APP	Call with C. O'Meara and Communications with L. Macksoud regarding 9th Circuit filing (0.2); Review request from L. Macksoud and pull and send sample of an Appellees Motion to Consolidate Appeal (0.5).
12/16/19	C. Montgomery	1.00	800.00	APP	Continued drafting revisions to 9th circuit DIP appeal breif.
12/17/19	C. Montgomery	1.50	1,200.00	APP	Continued drafting 9th Circuit Brief.
12/18/19	C. Montgomery	6.10	4,880.00	APP	Resume work on 9th Brief.
12/19/19	C. Montgomery	2.50	2,000.00	APP	Continued drafting 9th Cir appeal.
12/19/19	L. Macksoud	1.10	481.53	APP	Confer with C. Montgomery re DIP appeal (.3) and research cases for citations (.8).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/20/19	L. Macksoud	3.50	1,532.13	APP	Call with C. Montgomery re DIP appeal response brief (.3), draft and revise same and further research for same (3.2)
12/21/19	S. Maizel	0.90	720.00	APP	Review and revise 9th Circuit appellee brief.
12/22/19	C. Montgomery	3.20	2,560.00	APP	Review S Maizel comments to DIP Appeal brief and further revisions to same.
12/23/19	L. Macksoud	4.90	2,144.98	APP	Review district court's denial orders (1.0), review 9th circuit rules and FRAP for all proper filing requirements for DIP Appeal (1.4), multiple conferences with D. Pina, G. Medina, I. Ortiz re same and re finalizing brief, appendix, addendum and all ancillary filings (.9), confer with C. Montgomery re finalizing appeal (.4), draft and revise same (1.2)
12/23/19	K.M. Howard	1.20	300.90	APP	Numerous email exchanges with Lauren Macksoud regarding the appendix to Appellee's Responsive Brief to the UCC DIP Appeal including telephone conference with Tania Moyron regarding same (.4); reviewed Appellee's Brief to the Ninth Circuit (.3); reviewed Debtors' Appendix (.3); received and reviewed the Committee's Excerpts of Record (.2).
12/23/19	K.M. Howard	0.20	50.15	APP	Email exchange with Tania Moyron regarding the Committee's Opening Brief (.1); assembled same and prepared email to Verity Team regarding same (.1).
12/23/19	D. Pina	3.80	1,211.25	APP	Assist with various requests regarding preparation of 9th Circuit Court of Appeals filings including work on exhibits, list of statutes, rules and regulations cited throughout and assist with case law requests by L. Macksoud and C. Montgomery (2.2); conference call with L. Macksoud and G. Medina addressing related tasks (.3); assist C. Montgomery and L. Macksoud with additional case law and copy of final DIP order entered in A&P bankruptcy case (1.3).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/23/19	C. Montgomery	9.40	7,520.00	APP	Continue revisions to DIP appeal brief (2.9); communications with L Macksoud re citations and brief (.2); further revisions to brief and communications with T Moyron re same (6.0); communications with L Macksoud re same (.1); phone calls with I Ortiz re table of contents (.2);
12/23/19	G. Medina	10.90	3,196.43	APP	Communication with L. Macksoud regarding 9th Circuit Rules (0.3); Met with and pull Committee;s opening brief, US Banks Response, Debtors and UMB National per the request of L. Whidden (0.5); Communication with K. Howard and review L. Macksoud emails regarding preparation of exhibits (0.2); Conf Call with L. Macksoud and D. Pina regarding brief (0.3); Received brief and reviewed from C. Montgomery and assembly of Appellate brief and exhibits (9.6).
12/24/19	D. Pina	1.10	350.63	APP	Meet with G. Medina regarding status of brief and exhibits (.2); analyze electronic filing protocol and discuss related details with G. Medina (.9).
12/24/19	C. Montgomery	1.80	1,440.00	APP	Continue revisions to DIP appeal brief (1.6); communications with L Macksoud re citations and brief (.2);
12/24/19	T. Moyron	0.60	311.10	APP	Analyze matters related to brief, addendum, etc.
12/24/19	L. Macksoud	2.60	1,138.15	APP	Further review and revise appeal brief (2.2), confer with C. Montgomery re same (.4)
12/26/19	L. Macksoud	2.10	919.28	APP	Finalize brief, appendix and all ancillary documents (1.3); Work with G. Medina on filing same (.8)
12/26/19	T. Moyron	1.20	622.20	APP	Analyze answering brief (.4); internal call regarding comments on brief (.3); analyze correspondence regarding same (.4); internal call regarding filing of same (.1).
12/26/19	C. Montgomery	1.60	1,280.00	APP	Final review and edits to DIP Appeal brief (1.3); phone calls with G Medina regarding correct docket and other filing details (.3)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/26/19	G. Medina	13.30	3,900.23	APP	Communication with L. Macksoud regarding brief (0.2); review brief (0.8); Communication with research team regarding supreme court cite (0.3); review and correct cites missing case numbers in the TOA (0.6); review docket pull order as an unpublished decision (0.4); Call and coordinate with L. Macksoud, T. Moyron, C. Montgomery and J. Ortiz on filing and exhibits (0.7); work on review preparation, edits, drafting and assembly of appellate brief, table of content of addendum, excerpts of record, Form 8 certificate of compliance, numbering all exhibits and filed brief, exhibits and excerpts of record (10.3).
12/26/19	S. Maizel	0.80	640.00	APP	Review and revise appellate brief to Ninth Circuit.
12/27/19	S. Maizel	0.90	720.00	APP	Review and revise Ninth Circuit Appellate Brief.
12/27/19	T. Moyron	0.20	103.70	APP	Analyze counter-designations of record.
12/27/19	T. Moyron	0.30	155.55	APP	Analyze correspondence regarding Circuit requirements and prepare email regarding same (.2); internal call regarding same (.1).
12/27/19	K.M. Howard	0.40	100.30	APP	Analysis of order from the Ninth Circuit Court of Appeal regarding Debtors' Responsive Brief and Excerpts of Record and reviewed and revised Critical Dates Memorandum accordingly.
12/30/19	L. Macksoud	0.50	218.88	APP	Confer with C. O'Meara re submitting hard copies to court per request of clerk.
	Subtotal	90.60	48,550.30		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B100 - Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	M. Ciziunas	0.50	140.25	B100	Research into further information on Verity Health Solutions merger per S. Martin.
12/04/19	C. Doherty, Jr.	0.30	112.20	B100	Prepare orders to lodge for granted motions.
12/05/19	C. Doherty, Jr.	0.10	37.40	B100	Attention to emails regarding lodging of orders.
12/10/19	N. Koffroth	0.60	300.90	B100	Participate in call with E. Paul, H. Levy-Biehl, et al. re regulatory issues
12/22/19	R. Richards	0.20	144.60	B100	Revise and circulate WC Agreement with related cover email.
12/27/19	K.M. Howard	0.40	100.30	B100	Reviewed and revised Critical Dates Memorandum (.3); prepared email to Verity Team regarding same (.1).
12/31/19	S. Alberts	0.20	160.00	B100	Administration. Review materials for case update.
	Subtotal	2.30	995.65		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B110 - Case Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	T. Moyron	0.80	414.80	B110	Analyze N. Haslun, et al., emails re IDX (.1); analyze email from N. Haslun re Race street and abandonment (.1); analyze L. Schneider email re CenturyLink (.1); analyze correspondence regarding Marillac call (.1); analyze correspondence regarding H. Harris lawsuit (.1); analyze S. Sharrer emails re 1113/1114 (.2); correspond with BRG re call with constituents (.1).
12/09/19	T. Moyron	1.00	518.50	B110	Analyze E. Goldstein email re hospital status (.1); analyze E. Tilman, et al., emails re litigation holder (.2); analyze correspondence related to notice of intent to abandon (.2); analyze email from lender's counsel re DS (.1); analyze correspondence related to 1113/1114 order (.2); correspond with R. Adcock re employee and board communication (.2).
12/10/19	T. Moyron	1.00	518.50	B110	Analyze email from M. James (.1) and correspond regarding same (.1); analyze correspondence regarding motion to abandon (.2), N. Newman correspondence (.1), NantWork (.1), E. Paul re HLB conflict (.1), D. Galfus re work plan (.1); analyze order granting motion to continue DS (.1); analyze matters related to statement of expression (.1).
12/11/19	T. Moyron	1.30	674.05	B110	Address matters related to Hunt settlement motion (.2); analyze P. Chadwick, et al., emails re data room (.1); correspond with P. Chadwick, et al., re protocol (.2); analyze matters related to SMC (.4); analyze matters related to DIP appeal (.2); analyze E. Goldstein, et al. correspondence re stipulations (.2).
12/12/19	T. Moyron	1.40	725.90	B110	Analyze correspondence re Kforce (.2), Medimpact stipulation correspondence (.1), N. Nguyen matter (.1), insurance matters (.2), board resolution (.1), notice of intent to abandon (.1), order approving omnibus stipulation (.1), M. Bray matters (.1), Harris v. SFMC (.1), KERP/KEIP (.1), cash collateral matters (.2).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/16/19	T. Moyron	4.10	2,125.85	B110	Analyze and prepare motion to dismiss (1.6) and correspond regarding same (.2); analyze cash collateral issues (.3); analyze P. Chadwick email re milestones (.1); analyze milestones (.1); analyze order continuing status conference (.1) and prepare email regarding same (.1); analyze updated motion to dismiss and prepare same (.8); analyze correspondence re Medimpact (.2); analyze N. Haslun correspondence re MOR (.1); analyze correspondence re Rabbi Trust motion (.1); analyze WARN issues (.2); analyze issues related motion to extend re 365(b)(4) (.2).
	Subtotal	9.60	4,977.60		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	C. Montgomery	0.20	160.00	B130	Communications with T Conner and E Paul regarding Premier share sale.
12/04/19	P. Maxcy	0.20	147.90	B130	Revise IDX order.
12/09/19	P. Maxcy	0.50	369.75	B130	Review abandonment and comment on same.
12/09/19	G. Miller	0.20	88.40	B130	Draft notice to abandon.
12/10/19	G. Miller	0.50	221.00	B130	Draft stipulation continuing NantWorks objection deadline.
12/10/19	P. Maxcy	0.20	147.90	B130	Follow up with proposed abandonment of assets.
12/11/19	G. Miller	0.10	44.20	B130	Follow up with Verity re notice to abandon.
12/13/19	G. Miller	0.10	44.20	B130	Follow up with Verity re notice to abandon personal property.
12/18/19	A. Dondoyano	1.00	323.00	B130	Confer with M.Garms re drafting of a cover letter for the individual sale of hospitals (0.1); Review the AG Conditions Letter (0.3); Call with Verity, Dentons, BRG teams to discuss a cover letter to potential bidders and follow-up call with M.Garms (0.6).
12/19/19	S. Maizel	0.30	240.00	B130	Telephone conference with C. Montgomery, etc. re alternative transactions to SGM sale.
12/19/19	A. Dondoyano	1.60	516.80	B130	Call with Verity, Dentons, BRG teams to discuss the new sale process milestones and other processes.
12/20/19	S. Maizel	0.50	400.00	B130	Review and revise GSM Patient and Medical Records Transfer Agreement.
12/23/19	C. Montgomery	0.10	80.00	B130	Communications re Premier right of first refusal notice.
Subtotal		5.50	2,783.15		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B140 - Relief from Stay/Adequate Protection Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	G. Medina	0.60	175.95	B140	Met with L. Whidden regarding ordinary course profession Larry Bltitz WiPfli LLP (0.1) Reviewed Ordinary Course applications filed and send Wipfli retention application to L. Whidden per her request (0.5).
	Subtotal	0.60	175.95		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B150 - Meetings of and Communications with Creditors

Date	Timekeeper	Hours	Amount	Task	Narrative
12/04/19	C. Montgomery	3.70	2,960.00	B150	Phone calls with C Kearns and D Galfus regarding committee information (.3); communications with T Moyron and M Shinderman regarding agenda disagreement (.5); communications with D Galfus ; Prepare discussion of litigation issues with the committee (1.4); meeting with C Kearns re same (.5); participate in committee conference call (1.0)
12/12/19	S. Maizel	0.10	80.00	B150	Review and respond to email re Sovran issues.
12/25/19	S. Maizel	0.10	80.00	B150	Review and respond to email from Questivity re status of case.
	Subtotal	3.90	3,120.00		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B160 - Fee/Employment Applications

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	J.A. Moe, II	0.20	107.10	B160	/Milbank Fee Application/ Telephone conference with Sarah Schrag, reviewing the Milbank Fourteenth Monthly Fee Application, and the Notice of Hearing in January on Third Interim Fee Application, also reviewing the Docket Text.
12/03/19	J.A. Moe, II	0.10	53.55	B160	/Dentons November Monthly Statement/ E-Mail and telephone call to Katherine Smith on November Statements.
12/03/19	J.A. Moe, II	0.10	53.55	B160	/Dentons November Monthly Statements/ Preliminarily review the Statements.
12/04/19	J.A. Moe, II	3.10	1,660.05	B160	/Dentons November Monthly Statements/ Commence review and revisions to the November Statements, reviewing and revising Submatters 4, 5, 6, 7, 8, 10, 13, 16 and 19, and the Expense Statement, in compliance with U.S. Trustee Guidelines (1.30); review and revise Statements on Submatter Number 3, compliance with U.S. Trustee Guidelines (1.40); review and transmit to Katherine Smith (.20); review Statements for descriptions to be completed (.20).
12/05/19	J.A. Moe, II	0.90	481.95	B160	/Dentons November Monthly Statements/ Identify descriptions to be completed and forward for completion (30); re-review Statements, identifying Race Street, IDX, ACG and SHB, and E-Mails to Messrs. Maxcy, Pincas and Fisher on identification (.60).
12/09/19	K.M. Howard	3.40	852.55	B160	Analysis of Dentons' November 2019 billing statements to comply with US Trustee's Guidelines.
12/09/19	J.A. Moe, II	0.80	428.40	B160	/Dentons November Monthly Statement/ Preliminarily review (comparing corrections to second draft of the Statements), the second draft of the November Statements, to be further reviewed and revised, in compliance with the U. S. Trustee Guidelines.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/09/19	J.A. Moe, II	0.40	214.20	B160	/Ordinary Course Professionals/ Review Jason Reed's E-Mail and return E-Mail to Tania Moyron on contact with Grant Thornton, then telephone call returned from Mr. Reed on engagement (.10); telephone call to Bridget Roche on execution of the Engagement Letter (.10); exchange E-Mails with Elspeth Paul and separately with Bridget Roche, then transmit Supplemental Letter on continued engagement of Grant Thornton (.20).
12/09/19	J.A. Moe, II	0.60	321.30	B160	/Dentons November Monthly Statements/ Review Kathryn Howard's proposed corrections to internal time calculations, making two annotations, then identify and transmit to Katherine Smith the corrections to time prepared by Ms. Howard.
12/09/19	J.A. Moe, II	3.40	1,820.70	B160	/Dentons November Monthly Statements/ Review second set of revisions to the Statements, reviewing and making revisions to Statements on Submatters Number 4, 5, 8, 10 and 19, in compliance with the U.S. Trustee Guidelines (.60); initial review and revisions to second set of revisions on Submatter 6, in compliance with U.S. Trustee Guidelines (1.20); initial review and revisions to the second set of revisions on Submatter 3, in compliance with U.S. Trustee Guidelines (1.40); review and identify inserts required on Sonia Martin's descriptions and E-mail to Ms. Martin on additions (.20).
12/10/19	J.A. Moe, II	0.20	107.10	B160	/Dentons November Monthly Statements/ Review Sonia Martin's revisions and transmit to Katherine Smith for inclusion in Statements.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/10/19	J.A. Moe, II	3.90	2,088.45	B160	/Dentons November Monthly Statements/ In regard to making second set of revisions to the second draft of the November Statements, first gathering information on Seoul Medical Group (including review of prior months' Statements) (.30); second review of second draft of the November Statements on Submatters 4, 5, 8, 10 and 19 (.80), the Submatter 6 (1.20); then Submatter 3 (1.60); compliance with U.S. Trustee Guidelines.
12/12/19	J.A. Moe, II	0.40	214.20	B160	/Dentons November Monthly Statements/ Review and calculate the amount of fees in Submatter 3, Task Code B160 (.30); review status of the completion of descriptions of services (.10).
12/12/19	J.A. Moe, II	0.20	107.10	B160	/Dentons November Monthly Statements/ Review and identify locations in Statements for inserts on description of services (.10); request and review Expense Statement (.10).
12/13/19	J.A. Moe, II	0.60	321.30	B160	/Dentons November Monthly Application/ Review Chart on Sonia Martin's time and descriptions, then review all Statements for transfers to Submatter 3, B195.
12/13/19	J.A. Moe, II	1.30	696.15	B160	/Dentons November Monthly Statements/ In regard to filing required on or before December 19th, review completed Statements on all revision, in compliance with the U.S. Trustee Guidelines.
12/16/19	J.A. Moe, II	1.30	696.15	B160	/Dentons November Monthly Statements/ Review third version of the Dentons November Monthly Statements, to insure revisions are included (including six new descriptions of work), and Statements to insure compliance with U.S. Trustee Guidelines.
12/16/19	J.A. Moe, II	0.10	53.55	B160	/Dentons November Monthly Statement/ Review status of and exchange E-Mails with Katherine Smith on creating and completing Statements in compliance with U.S. Trustee Guidelines.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/16/19	K.M. Howard	0.20	50.15	B160	Reviewed the professionals' as billed spreadsheet and email exchange with Katherine Smith regarding same.
12/16/19	K.M. Howard	0.40	100.30	B160	Analysis of Pachulski's interim and monthly fee applications (.3) and emailed culled information to Sam Maizel (.1).
12/17/19	K.M. Howard	0.80	200.60	B160	Conferences with John Moe regarding Dentons' November 2019 fee application and Dentons' October 2019 fee application.
12/17/19	K.M. Howard	0.20	50.15	B160	Email exchange with Tom Geher regarding supplementing the notice when other professionals have filed their monthly fee applications.
12/17/19	K.M. Howard	0.40	100.30	B160	Reviewed the Notice of Professionals Monthly Fee Applications to determine the objection deadlines and reviewed and revised Critical Dates Memorandum accordingly.
12/17/19	K.M. Howard	3.60	902.70	B160	Analysis of Dentons' billing statements for November 2019 and prepared Summary of Hours and Fees for Dentons' Timekeepers (1.1); prepared Summary of Time, Fees and Expenses by Debtor (.9); prepared Dentons' Monthly Fee Application for November 2019 (.8); organize and finalized exhibits to fee application (.4); finalized Dentons' Monthly Fee Application for November 2019 and filed same (.4).
12/17/19	K.M. Howard	1.00	250.75	B160	Analysis of Pachulski's monthly fee application for November 2019 and culled information for inclusion into the Notice of Professionals' Monthly Fee Applications (.2); analysis of Dentons' monthly fee application for November 2019 and culled information for inclusion into the Notice of Professionals' Monthly Fee Applications (.2); prepared Notice of Monthly Fee Applications for November (.4) and filed same (.2).
12/17/19	S. Maizel	0.30	240.00	B160	Review and revise Monthly Fee Application.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/17/19	J.A. Moe, II	0.20	107.10	B160	/Dentons November Monthly Fee Application/ Review and exchange multiple E-Mails with Bob Richards and Tania Moyron on completing the November Application.
12/17/19	J.A. Moe, II	0.80	428.40	B160	/Dentons November Monthly Application/ Conference with Kathryn Howard on November Application, and review of the October Application (.30); second conference with Ms. Howard on revision to October calculations (.30); two additional conferences with Ms. Howard reviewing and make a revision to the November Notice to reflect payment of interim fees (.20).
12/17/19	J.A. Moe, II	0.90	481.95	B160	/Dentons November Monthly Application/ Review Notice for Monthly Fee Application and Katherine Smith's/Kathryn Howard's recapitulation.
12/17/19	J.A. Moe, II	0.80	428.40	B160	/Dentons November Monthly Application/ Review with Kathryn Howard two documents on balance due Dentons, then prepare draft of E-Mail to Peter Chadwick (.20); exchange E-Mails with Sam Maizel , Tania Moyron and Kathryn Howard, and conferences with Ms. Howard, on revising Application and on filing the Fee Application (.60).
12/18/19	J.A. Moe, II	0.10	53.55	B160	/Jeffer Mangels November Application/ Exchange E-Mails with Tom Geher on filing November Application.
12/20/19	K.M. Howard	0.40	100.30	B160	Reviewed, finalized and filed BRG's Monthly Fee Application for October 2019.
12/20/19	K.M. Howard	0.40	100.30	B160	Analysis of the First Interim Fee Application of the Patient Care Ombudsman and Consultant to the PCO and reviewed and revised Critical Dates Memorandum accordingly.
12/20/19	K.M. Howard	0.40	100.30	B160	Analysis of Levene Neale's Interim Fee Application for May - November 2019 and reviewed and revised Critical Dates Memorandum accordingly.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/20/19	T. Moyron	0.20	103.70	B160	Correspond with D. Galfus, et al., re filing of fee application.
12/23/19	K.M. Howard	0.30	75.23	B160	Brief review of interim fee applications filed by professionals including Milbank Tweed and FTI Consulting.
12/23/19	J.A. Moe, II	0.80	428.40	B160	/Dentons October and November Billing Statements/ Review multiple E-Mails on, review calculations on amount payable, and telephone calls with Kathryn Howard on application of payments to fees and costs.
12/27/19	K.M. Howard	0.30	75.23	B160	Reviewed docket and culled all remaining filed monthly fee applications in conjunction with preparing a Supplement to the Notice of Monthly Fee Applications for November 2019.
12/27/19	K.M. Howard	0.50	125.38	B160	Analysis of Jeffer Mangels' Monthly Fee Application for November 2019 (.1); analysis of BRG's Monthly Fee Application for October 2019 (.1); prepared Supplement to Notice of Monthly Fee Applications (.3).
12/30/19	K.M. Howard	1.30	325.98	B160	Analysis of Levene Neale's November Fee Application (.1); analysis of PCO's November Fee Application (.1); analysis of PCO's Consultant's November Fee Application (.1); analysis of Milbank Tweed's November Fee Application (.1); analysis of FTI Consulting's November Fee Application (.1); analysis of Nelson Hardiman's November Fee Application (.1); prepared Supplement to the Notice of Professional's Monthly Fee Applications (.6); prepared email to Sam Maizel and Tania Moyron regarding the Supplement to the Notice of Professional's Monthly Fee Applications (.1).
12/30/19	K.M. Howard	0.20	50.15	B160	Reviewed emails regarding the November fee application (.1); email exchanges regarding same (.1).
12/30/19	K.M. Howard	0.20	50.15	B160	Email exchanges with Verity Team regarding the Supplement to the Notice of Professional's Monthly Fee Applications.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/30/19	K.M. Howard	0.20	50.15	B160	Reviewed and revised Supplement to Notice of Professional's Monthly Fee Application for November 2019.
12/30/19	K.M. Howard	0.40	100.30	B160	Analysis of Milbank Tweed's Interim Fee Application and reviewed and revised Critical Dates Memorandum accordingly.
12/30/19	K.M. Howard	0.30	75.23	B160	Reviewed and revised Critical Dates Memorandum regarding the hearing on Levene Neale's Interim Fee Application.
12/30/19	K.M. Howard	0.30	75.23	B160	Reviewed and revised Critical Dates Memorandum regarding the hearing on the Patient Care Ombudsman's Interim Fee Application.
12/30/19	K.M. Howard	0.30	75.23	B160	Reviewed and revised Critical Dates Memorandum regarding PCO's Consultant's Interim Fee Application.
12/30/19	K.M. Howard	0.30	75.23	B160	Reviewed Supplement to Notice of Professional's Monthly Fee Application (.1); prepared email to Sam Maizel and Tania Moyron regarding same (.1); followup emails with Tania Moyron regarding same (.1).
12/30/19	J.A. Moe, II	0.10	53.55	B160	/Monthly Notice Of Fee Applications/ Review Notice of Monthly Applications, and confer with Kathryn Howard on approval.
12/31/19	J.A. Moe, II	0.30	160.65	B160	/Notice Of November Fee Applications/ Review draft Notice, exchange multiple E-Mails on the Notice and telephone calls with Kathryn Howard on contents and approvals to file the Notice; confirm Notice was filed.
12/31/19	K.M. Howard	0.40	100.30	B160	Reviewed and finalized Supplement to Notice of Monthly Fee Applications of Professionals paid by the Debtors for Allowance and Payment of Interim Compensation and Reimbursement of Expenses and filed same.
Subtotal		38.30	15,972.69		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B170 - Fee/Employment Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	S. Schrag	0.50	168.00	B170	Redacted
12/06/19	S. Schrag	3.10	1,041.60	B170	Redacted
12/09/19	S. Schrag	4.40	1,478.40	B170	Redacted
12/10/19	S. Schrag	2.10	705.60	B170	Redacted
12/16/19	S. Schrag	0.50	168.00	B170	Redacted
12/20/19	S. Schrag	0.40	134.40	B170	Redacted
12/27/19	J.A. Moe, II	1.00	535.50	B170	Redacted
12/30/19	J.A. Moe, II	0.90	481.95	B170	Redacted

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/30/19	K.M. Howard	0.20	50.15	B170	Redacted
12/30/19	S. Schrag	10.90	3,662.40	B170	Redacted
12/31/19	S. Schrag	3.80	1,276.80	B170	Redacted
12/31/19	C. Montgomery	1.20	960.00	B170	Redacted
Subtotal		29.00	10,662.80		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
12/19/19	C. Doherty, Jr.	1.30	486.20	B185	Prepare Motion for Extension of Time to Assume or Reject Leases.
12/20/19	C. Doherty, Jr.	1.00	374.00	B185	Prepare Motion for Extension of Time to Assume or Reject Leases.
12/23/19	C. Doherty, Jr.	0.20	74.80	B185	Review comments from Ms. Moyron regarding Motion for Extension of Time to Assume or Reject Leases (.1); draft email to KCC regarding service issues regarding same (.1)
12/23/19	N. Koffroth	3.40	1,705.10	B185	Draft motion re extension of deadline to assume or reject unexpired leases of nonresidential real property
12/30/19	K.M. Howard	0.40	100.30	B185	Analysis of Debtors' Motion to Extend Time to Assume and/or Reject Unexpired Leases and reviewed and revised Critical Dates Memorandum accordingly.
	Subtotal	6.30	2,740.40		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	N. Koffroth	0.30	150.45	B190	Participate in call analyzing issues re health plan litigation
12/03/19	J.A. Moe, II	0.10	53.55	B190	/Sanford v. Verity Health/ Review with Elina Tilman the letter that was sent to Attorney Joel Glaser on imposition of the stay, then review and transmit letter to Ms. Tilman.
12/09/19	K. Murphy	0.50	208.25	B190	/ Dahl / Analyze court docket to determine continuation date for status conference and motion to compel arbitration and transfer venue (.1); determine date of filing notice of stay for Verity Medical Foundation (.1); draft status conference statement (.2); and draft email to John Moe with draft of statement for review (.1).
12/09/19	K. Murphy	1.00	416.50	B190	/ Dahl / Prepare for attending status conference by analyzing status conference statement and notice of hearings to compel arbitration and motion to transfer venue (.1); attend status conference (canceled without prior notice following notice by court clerk of matters continued to later date after waiting for matter to be called) (.8) and prepare report to Verity team re same (.1).
12/14/19	S. Maizel	0.10	80.00	B190	Review and respond to emails from E. Paul re CHA AWI litigation.
	Subtotal	2.00	908.75		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B200 - Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	J.A. Moe, II	0.40	214.20	B200	/Independent Contractor Agreement/ Exchange E-Mails with Peter Chadwick, then review Independent Contractor Agreement (.30); prepare E-Mail to Elspeth Paul and Mr. Chadwick on review of Agreement, including reference to seven sections of the Agreement (.10).
12/13/19	K. Murphy	0.10	41.65	B200	Analyze and respond to email from Elspeth Paul advising of CT Corporation services going forward.
	Subtotal	0.50	255.85		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	J.A. Moe, II	0.20	107.10	B210	/Medimpact/ Exchange E-Mails with Lori Winkelman on Stipulation, reviewing November 21st E-Mail, then exchange E-Mails with Tania Moyron on proposed Stipulation.
12/12/19	J.A. Moe, II	0.10	53.55	B210	/Medimpact/ Review Lori Winkelman's E-Mail on termination of Contract (on which Verity and MedImpact are working), and E-Mail to Ms. Winkelman on agreement on prior proposal on Administrative Claim.
12/16/19	J.A. Moe, II	0.20	107.10	B210	/MedImpact/ Exchange E-Mails with Lori Winkelman on termination of Contract and E-Mail to Peter Chadwick (.10); telephone call to Lori Winkelman on one addition to proposed Agreement and status of termination (.10).
12/19/19	J.A. Moe, II	0.30	160.65	B210	/MedImpact/ E-Mail to and telephone call with Elizabeth Fella on revising Stipulation (.20); review revised Stipulation, execute and return Stipulation to Ms. Fella (.10).
12/27/19	J.A. Moe, II	0.80	428.40	B210	/Medlmpact/ Review voice mail from Steve Sharrer, then telephone call to Steve Sharrer discussing the necessity to insure that the pharmacy contract is renewed, reviewing exchange of E-Mails and preparing and transmitting two E-Mails to Lori Winkelman (.40); telephone call with Lori Winkelman on continuing Contract with MedImpact (.20); review E-Mails from and to Steve Sharrer on previous payments, and E-Mail to Mr. Sharrer on conferring on call with Lori Winkelman (.10); telephone call from Steve Sharrer on continuing negotiations over renewing Contract with MedImpact (.10).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/30/19	J.A. Moe, II	2.80	1,499.40	B210	<p>/MedImpact/ Review proposed Agreement extending Prescription Drug Pharmacy Coverage for Verity beyond December 31st (.20); telephone call to Lori Winkelman on deleting one provisions (.10); E-Mail and telephone call to Steve Sharrer on extending coverage (.10); return telephone call from Steve Sharrer discussing the terms of the Agreement (including waiver), then making proposed changes to the Agreement for return to Mr. Sharrer and preparing E-Mail to Steve Sharrer on still outstanding issues (.40); telephone call to Steve Sharrer, adding Tom Quirk, reviewing underlying Contract and how best to proceed on the Amendment (.50); two E-Mails to Lori Winkelman on continuing work on an Agreement (.10); review Lori Winkelman's revised Amendment, and correct Amendment as to address and deletion of second reference to bankruptcy court approval (.10); review E-Mails from Mr. Quirk and Mr. Sharrer, and telephone call to Mr. Sharrer on termination provision (.20); review Tom Quirk's Chart and telephone to Steve Sharrer on impact, then telephone call to Lori Winkelman, then revise Amendment and E-Mail to Mr. Winkelman (.30); review final version of Agreement from Lori Winkelman and E-Mail from Basham Hatter (.10); telephone call with Messrs. Sharrer and Quirk on approval, reviewing the four changes (and one additional correction), and review a second time waiver (.30); telephone calls to Steve Sharrer and to Lori Winkelman on one change, then receive and transmit Amendment for signature, also telephoning Mr. Sharrer on transmittal (.30); exchange E-Mails with and transmit executed Agreement to Ms. Winkelman (.10).</p>

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/31/19	J.A. Moe, II	0.50	267.75	B210	/MedImpact/ Review multiple E-Mails from Steve Sharrer and Tom Quirk on, and E-Mails exchanged with Mr. Sharrer, Mr. Quirk and Lori Winkelman on obtaining a signed copy of the new Amendment (.40); review executed Agreement received from Mr. Quirk and from Ms. Winkelman, and transmit to Steve Sharrer (.10).
	Subtotal	4.90	2,623.95		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B220 - Employee Benefits/Pension

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	S. Alberts	0.20	160.00	B220	Pension. Confer with W. Littell regarding Rabbi Trust and follow up.
12/15/19	S. Alberts	0.10	80.00	B220	Pension. Follow up with S. Sharrer on Rabbi Trust motion.
12/16/19	S. Alberts	0.10	80.00	B220	Pensions. Contact client regarding status of Rabbi Trust questions.
12/18/19	S. Alberts	0.10	80.00	B220	Pension. Communication concerning status of Rabbi Trust.
12/19/19	S. Alberts	0.40	320.00	B220	Pension. Receive, review and comment on Rabbit Trust Motion.
12/19/19	C. Doherty, Jr.	0.50	187.00	B220	Prepare Rabbit Trust Motion/cover email regarding changes to same.
12/20/19	S. Alberts	0.50	400.00	B220	Receive call from S. Sharrer on newly-discovered persons in retiree plan and how to address (.2) and follow up with co-counsel concerning next steps (.3).
12/23/19	S. Alberts	0.20	160.00	B220	Pension. Review follow up communication about Rabbi Trust.
	Subtotal	2.10	1,467.00		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B230 - Financing/Cash Collections

Date	Timekeeper	Hours	Amount	Task	Narrative
12/04/19	S. Maizel	1.30	1,040.00	B230	/Committee Litigation/ Telephone conference with Committee counsel, etc. re litigation against secured creditors.
12/06/19	K.M. Howard	0.40	100.30	B230	/Committee Litigation/ Analysis of the court's order combining the Status Conference and Motion to Dismiss hearing in UCC v. US Bank and UMB Bank (Committee Litigation) and reviewed and revised Critical Dates Memorandum accordingly.
12/10/19	K.M. Howard	0.40	100.30	B230	/Committee Litigation/ Analysis of court order continuing the Status Conference on the First Amended Company in the Committee Litigation and reviewed and revised Critical Dates Memorandum accordingly.
12/11/19	K.M. Howard	0.40	100.30	B230	Analysis of the Order Approving the Stipulation between Verity MOB Financing and the UCC to extend the Challenge Deadline and reviewed and revised Critical Dates Memorandum accordingly.
12/12/19	T. Moyron	2.00	1,037.00	B230	Conference call with C. Whitmore, N. Coco, et al. re status of SGM and cash collateral agreement (.8); conference call with D. Bleck re budget (.1); conference calls with P. Chadwick re budget (.2); analyze issues related to upcoming cash collateral stipulation (.4); conference call with C. Montgomery re cash collateral (.5).
12/12/19	S. Maizel	0.10	80.00	B230	Review and respond to emails from T. Corash, Mid-Cap re DIP financing.
12/12/19	S. Maizel	0.20	160.00	B230	/Committee Litigation/ Telephone conference with T. Moyron re UCC adversary against lenders.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/12/19	C. Montgomery	3.10	2,480.00	B230	Phone call with T Moyron re cash collateral issues raised by C Whitmore and N Coco (.5); phone conference with D Bleck, P Ricotta, A Turnbull, T Moyron, S Maizel, S Martin, P Chadwick regarding SGM impact on recoveries, cash collateral and adversary proceeding (1.2); phone call with T Moyron regarding cash collateral issues raised by US Bank and impact on UMB Bank (.5); review QAF balance report and account balance reports by BRG (.3) ; phone call from T Moyron and S Maizel regarding cash collateral stipulation (.1); review supplemental cash collateral order and final DIP Order (.5)
12/13/19	C. Montgomery	0.50	400.00	B230	Participate in phone conference with T Moyron, S Maizel, P Chadwick, R Adcock, d Galfus E Paul regarding cash collateral demand from lenders and communications re same (.5)
12/13/19	N. Koffroth	0.50	250.75	B230	Participate in call with P. Chadwick, D. Galfus, et al. re use of cash collateral
12/13/19	N. Koffroth	6.60	3,309.90	B230	Draft stipulation and related order re continued use of cash collateral
12/13/19	S. Maizel	0.40	320.00	B230	Telephone conference re use of cash collateral with C. Montgomery, etc.
12/13/19	T. Moyron	2.10	1,088.85	B230	Conference call with BRG, et al re cash collateral (.5); analyze email from C. Whitmore re cash collateral (.1); conference call with D. Bleck re cash collateral (.2); analyze matters related to cash collateral and stipulation (.8); analyze budget (.2); prepare emails regarding same (.3).
12/14/19	C. Montgomery	2.50	2,000.00	B230	Phone conference with M Shinderman, S Maizel and T Moyron regarding committee litigation and lender request for consent to adjournment (.6); review draft cash collateral stipulation (1.9)
12/15/19	C. Montgomery	1.40	1,120.00	B230	Continued review and revisions to draft cash collateral stipulation and proposed order (1.4)
12/16/19	C. Montgomery	4.70	3,760.00	B230	Work on cash collateral stipulation (4.6); confer with L Macksoud re same (.1)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/16/19	K.M. Howard	0.40	100.30	B230	/Committee Litigation/ Analysis of the Court's Order Continuing the Status Conference and hearing on Motion to Dismiss in the Committee Litigation and reviewed and revised Critical Dates Memorandum accordingly.
12/16/19	S. Maizel	1.00	800.00	B230	Research re security interest on commercial tort claims.
12/17/19	S. Maizel	0.60	480.00	B230	Telephone conference with secured creditors re use of cash collateral.
12/17/19	T. Moyron	2.40	1,244.40	B230	Conference call with BRG, et al. re milestones (.4); conference call with Mintz, Houlihan, et al. (1.5); analyze emails regarding milestones (.2); analyze matters regarding cash collateral (.3).
12/17/19	S. Maizel	0.80	640.00	B230	Telephone conference with BRG re cash collateral issues.
12/17/19	C. Montgomery	6.90	5,520.00	B230	Continue drafting Cash Collateral stipulation and proposed order (2.7) ; communications with T Moyron regarding milestones (.1); continued revision to proposed cash collateral order (2.1); phone conference with T Moyron, S Maizel, P Chadwick, D Galfus regarding cash collateral milestone issues (.2); phone conference with A Turnbull, P Ricotta, P Chadwick re milestones and cash collateral (1.6); follow up call with T Moyron re same (.2)
12/17/19	N. Koffroth	2.50	1,253.75	B230	Participate in calls re continued use of cash collateral and related milestones with D. Galfus, P. Chadwick, et al. (0.8); P. Ricotta, A. Turnbull, et al. (1.7)
12/18/19	C. Montgomery	0.10	80.00	B230	Communications with A Turnbull regarding milestones (.1); further revisions to draft stipulation and order.
12/18/19	T. Moyron	0.80	414.80	B230	Exchange emails with A. Turnbull, et al. re milestones (.2); exchange emails with E. Paul re milestones (.2); analyze same (.1); analyze issues related to cash collateral (.3).
12/18/19	L. Macksoud	0.50	218.88	B230	Draft and circulate NDA amendments to prepetition lenders.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/19/19	C. Montgomery	2.40	1,920.00	B230	Review Houlihan draft milestones(.3); phone conference with A Turnbull, D Bleck, P Ricotta, T Moyron, S Maizel, D Galfus regarding closeout of SGM transaction and cash collateral milestones (.6) ; Verity Team call re Milestones and Plan B collateral sales (1.5)
12/20/19	C. Montgomery	1.30	1,040.00	B230	Phone conference C Whitmore, J Reed, T Moyron, S Maizel re cash collateral stipulation and SGM sale (.3); follow up call with T Moyron (.1) ; communications with L Whidden regarding collateral interest in litigation proceeds (.6) ; communications with T Moyron and S Maizel regarding milestones(.3) ;
12/20/19	T. Moyron	3.50	1,814.75	B230	Analyze milestones and matters related thereto (.6); analyze cash collateral issues and correspond/meetings regarding same (.6); correspond with BRG regarding milestones (.3); meet with clients regarding milestones and related matters (1.5); analyze matters related to DIP appeal (.2); conference call with C. Whitmore re cash collateral (.3).
12/20/19	N. Koffroth	0.40	200.60	B230	Participate in call with M. Shinderman re continued use of cash collateral
12/20/19	S. Maizel	1.80	1,440.00	B230	Telephone conference with C. Whitegrove, etc. re cash collateral issues (/3); meeting with R. Adcock, etc. re same (1,5).
12/20/19	S. Maizel	0.10	80.00	B230	Review and comment on cash collateral milestones.
12/21/19	S. Maizel	0.50	400.00	B230	Review DHCS offset issues.
12/21/19	S. Maizel	0.50	400.00	B230	Review and revise order re cash collateral stipulation.
12/21/19	N. Koffroth	0.80	401.20	B230	Call with T. Moyron re draft cash collateral stipulation and order.
12/21/19	N. Koffroth	2.20	1,103.30	B230	Draft and revise proposed stipulation and order for continued use of cash collateral
12/21/19	C. Montgomery	1.60	1,280.00	B230	Work on draft stipulation re cash collateral.
12/22/19	S. Maizel	0.20	160.00	B230	Telephone conference with T. Moyron re cash collateral issues.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/23/19	S. Maizel	0.30	240.00	B230	Telephone conference with C. Montgomery, etc. re cash collateral stipulation.
12/23/19	L. Whidden	0.80	612.40	B230	Call with C Montgomery re: research relating to negotiations with lenders (.2); continue research re: same and extent of lien on proceeds of collateral (.6).
12/23/19	C. Montgomery	0.50	400.00	B230	Further revisions to proposed Cash Collateral order.
12/24/19	T. Moyron	1.30	674.05	B230	Correspond with lender's counsel re budget (.2); correspond with lender's counsel re cash collateral agreement (.2); analyze email from lenders and attached order and redline re cash collateral (.7); internal correspondence regarding same (.2).
12/24/19	C. Montgomery	0.50	400.00	B230	Review D Bleck changes to proposed order and communications with T Moyron re same.
12/24/19	C. Montgomery	0.80	640.00	B230	Phone call from T Moyron re cash collateral stipulation (.3); review UMB Bank proposed changes to cash collateral stipulation (.5);
12/26/19	C. Montgomery	6.20	4,960.00	B230	Review UMB draft re cash collateral (.5); phone call with T. Moyron re same (.2); phone conference with T. Moyron, N. Koffroth and S. Maizel re cash collateral drafting issues for order and stipulation (2.3); communications with T. Moyron regarding conversations with Mintz (.2); phone conference with P. Ricotta, T. Moyron, S. Maizel and N. Koffroth re cash collateral order issues (1.3); phone call with N. Koffroth re drafting model (.2) phone conference with T. Moyron and N. Koffroth regarding agreed cash collateral changes (1.5)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/26/19	T. Moyron	6.90	3,577.65	B230	Conference call with C. Montgomery re cash collateral (.2); follow up call regarding same (.1); analyze comments from master trustees (.3); internal call regarding terms of cash collateral order (2.3); follow up calls regarding same (.3); call with lenders' call (1.3); internal call regarding cash collateral stipulation (.5); call with R. Adcock (.1); further internal call regarding same (1.1); analyze revised cash collateral stipulation (.2); analyze correspondence and correspond regarding same (.3); email exchanges with lenders' counsel regarding call (.2).
12/26/19	N. Koffroth	3.90	1,955.85	B230	Calls with S. Maizel, C. Montgomery, and T. Moyron re proposed revisions to draft stipulation and order re continued use of cash collateral x 2 (2.3) (1.6)
12/26/19	N. Koffroth	1.30	651.95	B230	Call with P. Ricotta, et al. re secured creditors' proposed revisions to draft stipulation and order re continued use of cash collateral
12/26/19	N. Koffroth	3.40	1,705.10	B230	Draft proposed stipulation and order re continued use of cash collateral
12/26/19	S. Maizel	2.50	2,000.00	B230	Telephone conferences (x2) re cash collateral stipulation with C. Montgomery, etc.
12/26/19	S. Maizel	1.10	880.00	B230	Telephone conference with Paul Ricotta, etc. re cash collateral stipulation.
12/26/19	S. Maizel	0.70	560.00	B230	Telephone conference with T. Moyron, etc. re cash collateral stipulation.
12/26/19	S. Maizel	0.20	160.00	B230	Telephone conference with T. Moyron re cash collateral stipulation.
12/27/19	S. Maizel	1.00	800.00	B230	Telephone conference re cash collateral with secured creditors.
12/27/19	S. Maizel	0.20	160.00	B230	Review and revise First Amended Supplemental Cash Collateral Stipulation.
12/27/19	N. Koffroth	8.40	4,212.60	B230	Draft First Amended Supplemental Cash Collateral Order (4.8); draft stipulation re First Amended Supplemental Cash Collateral Order (3.6)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/27/19	T. Moyron	3.90	2,022.15	B230	Analyze email from P. Ricotta and comments to cash collateral order (.2); internal call regarding same (.4); analyze email from C. Whitmore and comments to cash collateral order (.2); internal call regarding same and updated cash collateral order (.8); analyze redlined milestones (.1); correspond with BRG re milestones (.2); prepare email to clients re cash collateral (.1); analyze updated order and redlines (.3); analyze matters related to motion to seal milestones (.4); analyze and prepare stipulation re cash collateral and comments thereto (.6); prepare correspondence re cash collateral (.2); analyze updated version of order (.3); analyze comment from Jones Day (.1).
12/27/19	T. Moyron	2.30	1,192.55	B230	Conference call with lenders, BRG, et a. re cash collateral stipulation (1.5); analyze and prepare cash collateral stipulation (.4); internal calls regarding same (.3); call with Chambers regarding filing of stipulation (.1).
12/27/19	N. Koffroth	2.10	1,053.15	B230	Draft motion to file Disposition Milestones exhibit to Stipulation re use of cash collateral under seal (1.9); draft proposed order granting motion to file Disposition Milestones under seal (0.2)
12/27/19	C. Montgomery	4.60	3,680.00	B230	Conference call with T Moyron, P Ricotta, D Bleck, C Whitmore, N Koffroth regarding Debtors changes to proposed cash collateral order (1.4); phone calls with T Moyron regarding stipulation on cash collateral use (.5); communications with N Koffroth regarding changes to proposed stipulation in support of agreed cash collateral order (1.3); phone calls with T Moyron regarding suggested cash collateral stipulation changes (.4);communications with J Moe and T Conner regarding Wells Fargo account closure for VMF (.2); phone calls with T Moyron regarding new issues under cash collateral order and stipulation (.8);

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/27/19	C. Montgomery	1.80	1,440.00	B230	Review Maslon proposed changes to order (.5); phone calls with T Moyron re same (.4); conference call with T Moyron and C Whitmore re cash collateral order changes (.9)
12/27/19	T. Moyron	2.10	1,088.85	B230	Analyze matters related to motion to seal (.3); analyze correspondence regarding updated stipulation and order (.3); analyze Maslon changes (.2); internal call regarding Maslon changes (.3); conference call with Maslon, et al., re comments to cash collateral stipulation and order (.9); conference call with D. Galfus re stipulation (.1).
12/28/19	T. Moyron	5.20	2,696.20	B230	Attend to matters related to finalizing filing of stipulation and related documents (.8); exchange emails with counsel for lenders re signature pages (.2); conference call with N. Coco re signature page (.1); conference call with P. Saba regarding same (.1); analyze budget (.2); prepare supplement to stipulation(.3); finalize motion to extend exclusivity (1.1); finalize motion to seal (1.3); prepare correspondence regarding motions and stipulation (.4); correspond regarding budget (.2); conference call with J. Schlant regarding same (.1); analyze order granting motion to seal (.1); correspond regarding same (.1); correspond with R. Adcock regarding signature and documents (.2).
12/28/19	D. Pina	3.90	1,243.13	B230	Communications regarding preparation and filing of stipulation, related proposed first amended supplemental cash collateral order, motion to file documents under seal and related proposed order (.7); analysis of documents and discuss revisions with T. Moyron (.8); coordinate execution of correct signature page (.2); review and assemble papers and circulate for further comment and/or approval for filing (.5); assemble final sets of papers and prepare for electronic filing (.9); electronically file and circulate documents (.8).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/30/19	T. Moyron	6.30	3,266.55	B230	Analyze Committee's objection (.4); analyze and prepare reply thereto and analyze related documents (4.6); correspond with lenders regarding same (.4); prepare correspondence to clients and BRG (.1); conference call with R. Adcock regarding same (.2); analyze Court's order re milestones (.1); conference call with Chambers (.1); analyze, prepare and correspond regarding submission under seal (.4).
12/30/19	T. Moyron	0.40	207.40	B230	Analyze entered cash collateral order (.1); correspond with clients and BRG regarding same (.2); prepare email to lenders regarding same (.1).
12/30/19	C. Montgomery	3.80	3,040.00	B230	Phone calls with T Moyron regarding Committee Objection to Cash Collateral Order (.2) review Committee Objection and outline possible response (.4); conference call with T Moyron and R Richards regarding details of draft response to committee objection (2.1); follow up call with T Moyron regarding possible change to reply to committee objection (.4); communications with T Moyron regarding final edits to cash collateral reply (.3); communications with J Moe and S Maizel regarding Wells Fargo account closure threat (.2); phone calls from T Moyron regarding entry of court order on cash collateral (.2)
12/30/19	R. Richards	0.30	216.90	B230	Review Committee objection to cash collateral stipulation
12/30/19	R. Richards	0.30	216.90	B230	Review stipulation to amend cash collateral stipulation
12/30/19	R. Richards	0.90	650.70	B230	Call re response to Committee objection
12/30/19	R. Richards	0.20	144.60	B230	Review and comment on draft
12/30/19	D. Pina	0.30	95.63	B230	Communications regarding electronic submission of stipulation related to proposed first amended supplemental cash collateral order.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/30/19	K.M. Howard	0.30	75.23	B230	/Committee Litigation/ Telephone conference with Tania Moyron regarding the Committee Litigation (.1); assembled requested information and prepare email to Tania Moyron regarding same (.2).
12/31/19	L. Whidden	3.60	2,755.80	B230	Review Trust Instruments and security filings relating to liens of bondholders (2.3); research relating to UCC and lien issues (1.3)
12/31/19	C. Montgomery	0.10	80.00	B230	Review MOB secured property list and communications with P Chadwick re same.
12/31/19	C. Montgomery	0.10	80.00	B230	Communications with P Chadwick and T. Moyron regarding possible MOB credit bid (.1)
Subtotal		140.40	88,174.72		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B240 - Tax Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
12/19/19	T. Santoli	1.60	1,278.40	B240	Emails to N. Kappas regarding the definition of "all cash" transactions under US tax law (.3 hours); attention to same (1.3 hours).
12/19/19	N. Kappas	1.60	816.00	B240	Discuss certain tax-exempt bond restructuring issues with C. Montgomery (.4); research tax regulations to determine parameters of all cash transactions when acquiring bond financed facilities (1.2)
12/20/19	N. Kappas	1.30	663.00	B240	Further research regarding tax-exempt bond remediation rules for an all cash transaction; review email questions from C. Montgomery in connection with same.
	Subtotal	4.50	2,757.40		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B250 - Real Estate

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	N. Moges	2.50	1,083.75	B250	Conference with A. Dondoyano; review diligence items and draft escrow instruction letter; correspondence regarding the same.
12/02/19	M.M. Welch	3.10	830.03	B250	In preparation for closing prepare package to be sent Escrow Agent with copies of UCC 1 initial filings and UCC3 Amendments (2:30); Read email from Christine Etheridge of Leasing Connection regarding Seton Medical - IKON Financial Services - Cure Letter (.10); edited Seton Medical - IKON Financial Services Cure Letter (.10); review e-mails from Joe Vizzini regarding revised Schedule D tracking; (.10) review Schedule D Tracker (.50).
12/03/19	M.M. Welch	2.00	535.50	B250	Edit UCC Assumption KPC - Copy of Verity et al Schedule D - 11-21-2019 tracker (.60); Edit tracker for Mechanics Liens of Royal West Development, Inc. as at 12-2-2019; (.20); review email form joe Vizzini regarding (.20:) review e-mail from Barbara Gross, of Law Office of W. Jeffery Fulton and cure letters for U S Bank Equipment Finance (.30); revise Tracker for receipt of cure letters (.20); review email communication from Christine R. Etheridge, of Wells Fargo Bank, regarding cure letter for IKON Financial Services - Cure Letter and Carolyn Richter's response (.20); review e-mail communication from Marcus Taylor regarding the cure letter for Air Liquide (.10); revise cure letter tracker to reflect comment (.20) .

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/04/19	M.M. Welch	3.20	856.80	B250	Read email from Christine Etheridge of Leasing Connection regarding Seton Medical - IKON Financial Services - Cure Letter (.10) continue working on package to Title Agent with UCC3 Amendments in preparation of closing (1.5); organize executed Cure Letters received in preparation of closing (.50); Read email from Carolyn Richter: follow up request - Verity Health System regarding Dell Financial Services L.L.C. Cure Letter (.10); read email from Claude Montgomery requesting addresses of buyers(.10); Compose email to Claude Montgomery and Carolyn Richter: regarding addresses of buyers (.10); UCC3 Amendments to be recorded by Title Company for executed letters (.20); read email from Joe Vizzini (.10).; revise Schedule D tracker with comments from lessors (.50).
12/05/19	M.M. Welch	0.80	214.20	B250	Read email from Lisa.Peters of Kutak Rock LLP regarding the prepetition cure amounts of Seton GE HFS (.20); review e-mail communications from Joe Vizzini regarding Seton GE HFS cure amounts (10); review email communications from Carolyn Richter, regarding the Seton GE HFS - Cure Letter;(.10); review email communication from Christine Etheridge at Leasing Connections regarding IKON Financial Services Cure amounts (.20); review email communications from Elspeth Paul, General Counsel of Verity Health Systems regarding Seton GE HFS cure amounts (.10); review e-mail communications from Peter Chadwick of Berkeley Research Group, LLC regarding Seton GE HFS - Cure Letter (.10).
12/06/19	M.M. Welch	0.20	53.55	B250	Review email communication from Carolyn Richter regarding - Dell Financial Services - Cure Amount (.10); review e-mail communications regarding Seton GE HFS cure amounts (.10).

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/09/19	M.M. Welch	0.30	80.33	B250	Email communications from Charles.Simpson of Dell Financial regarding cure Amounts and outstanding invoices (.10) ; revise tracking spreadsheet to reflect comments (.20).
12/10/19	M.M. Welch	1.30	348.08	B250	Read email from Charles.Simpson from Dell Financial regarding Dell Financial Services - Cure Amount (.10); Read email from Christine Etheridge of Leasing Connection regarding Seton Medical - IKON Financial Services - Cure Letter (.10); Read email from Marcus Taylor of Airgas regarding Air Liquide - Cure Amount Letter review executed Cure Letter (.30); revise tracking spreadsheet to reflect comments (.70); Read email from Barbara of W. Jeff Fulton Law regarding St. Vincent and St. Francis leases with U S Bank Equipment Finance - Cure Letters (.10).
12/11/19	M.M. Welch	1.80	481.95	B250	Read email from J. Florczak of Mcguire Woods regarding Seton- Olympus America Inc. - Cure Letter (.10); review Cure Letter (.30); read email from John Moe of Dentons re the Seton- Olympus America Inc. - Cure Letter (10); read email response from J. Florczak of Mcguire Woods regarding the Seton- Olympus America Inc. - Cure Letter (.10); revise and update tracking spreadsheets (.50); review email communications from Carolyn Richter regarding Cure Letter (.10); review email from Marcus Taylor (.10) review Cure Letter (.20); revise Cure Letter Tracking Spreadsheet(.50).
12/12/19	M.M. Welch	1.20	321.30	B250	Reviewed Olympus Cure Letter (2)- St. Vincent Cure Letter (.20); organize executed Cure Letters into folder to be sent to Title Agent at closing (.50); revise Cure Letter Tracking Spreadsheet (.50);
12/16/19	M.M. Welch	1.00	267.75	B250	Edited UCC Assumption KPC - Copy of Verity et al Schedule D As At - 12-11-2019 (1.00)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/17/19	M.M. Welch	0.60	160.65	B250	Email communications from Joe Vizzini at Berkeley Research Group regarding Dell Financial Services - Cure Amounts (.10); revise cure letter tracker with comments(.50).
12/23/19	T. Moyron	0.70	362.95	B250	Analyze and prepare motion to extend time to assume leases (.4); analyze related correspondence and prepare same (3).
	Subtotal	18.70	5,596.84		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	G. Miller	0.20	88.40	B310	Review claim of Dr. Jamie Taylor.
12/05/19	P. Maxcy	0.80	591.60	B310	Analysis of waiver for Dr. Taylor claim.
12/06/19	R. Richards	0.20	144.60	B310	Follow up on California Tax claim and Vasquez claims
12/12/19	R. Richards	0.20	144.60	B310	Follow up emails on open claims matters.
12/12/19	J.A. Moe, II	0.20	107.10	B310	/Administrative Claim: MedImpact Health/ Review prior E-Mails and E-Mail to Tania Moyron on proceeding with Stipulation on allowance of Claim, subject to determining the amount of the Claim.
12/21/19	R. Richards	0.30	216.90	B310	Review California Workers Compensation alternative language (0.2); emails with client regarding same (0.1).
12/23/19	G. Miller	0.20	88.40	B310	Draft stipulation continuing Nantworks cure objection.
	Subtotal	2.10	1,381.60		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

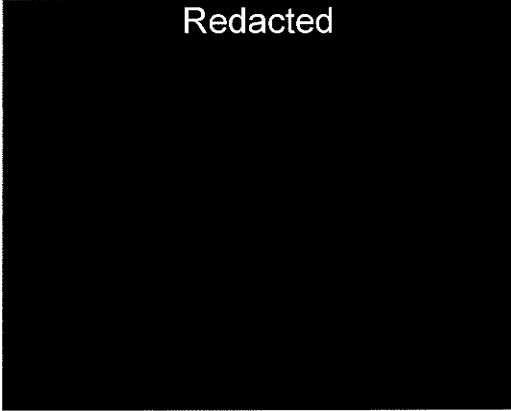
January 29, 2020

B320 - Plan and Disclosure Statement (incl. Business Plan)

Date	Timekeeper	Hours	Amount	Task	Narrative
12/01/19	C. Montgomery	4.30	3,440.00	B320	Draft questions and commentary for Kearns Equity Cushion report (2.2); participate in conference call re same with C Kearns, J Schlant, T Moyron, S Maizel and N Koffroth (2.1);
12/02/19	C. Montgomery	4.30	3,440.00	B320	Communications with C Kearns regarding possible updated collateral value/equity cushion analysis (.7); phone call with C Kearns re same (.1); review class 2 ballots (master and individual) (.4); review open mechanics lien issues for plan B (.5); communications regarding valuation discussion (.2); communications with T Conner, D Galfus regarding Perkins Coie as source of original remediation data and research same (.9); communications with T Moyron, E Paul, D Galfus and T Conner regarding remediation data (.1) ; phone conference with C Kearns, D Galfus, J Schlant , T moyron, S Maizel and N Koffroth regarding Valuation analysis and plan B (.9); study of Plan B charts (.5)
12/02/19	J.A. Moe, II	0.10	53.55	B320	/Distribution Of Disclosure Statement, Plan and Ballots/ E-Mails with Elspeth Paul, Karen Chapman and Ted Hopper on names and addresses for Class 12 Ballots.
12/02/19	J.A. Moe, II	0.10	53.55	B320	Review E-Mails from An Ruda and Tania Moyron on language for the Plan of Reorganization.
12/03/19	J.A. Moe, II	0.20	107.10	B320	/Class 12 Claimants and Balloting/ Telephone call with Karen Chapman on continuing work to create List of Class 12 Claimants; review Karen Chapman's E-Mail to Matthew Hopper on modifying the List.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	C. Montgomery	2.90	2,320.00	B320	
12/03/19	T. Moyron	0.90	466.65	B320	Conference call with C. Montgomery, et al., re QAF, deposit accounts and Committee litigation (.8); exchange emails with Committee counsel regarding call (.1).
12/03/19	T. Moyron	0.20	103.70	B320	Analyze issues related to collateral value at the petition date.
12/04/19	T. Moyron	0.50	259.25	B320	Analyze document re QAF and deposit accounts (.1); analyze correspondence regarding same (.2); conference call with C. Kerns and C. Montgomery regarding same (.2).
12/04/19	T. Moyron	0.40	207.40	B320	Exchange emails with M. Shinderman re agenda for call (.2); exchange emails with BRG, et al., re same (.2).
12/04/19	T. Moyron	1.30	674.05	B320	Conference call with Committee re SGM status, QAF, and deposit accounts (1.3).
12/04/19	C. Montgomery	4.30	3,440.00	B320	Phone call with D Galfus regarding reserve balance support (.3); phone conference with R Adcock, T Moyron, S Maizel, E Paul, D Galfus regarding planning for SGM closing dispute and committee call re plan prepetition collateral balances (.8); review collateral value estimates and communications with D Galfus and C Kearns regarding same (2.9); post committee call with R Adcock, E Paul, P Chadwick, T Moyron, S Maizel regarding committee call round up (.3)

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	C. Montgomery	1.40	1,120.00	B320	Phone call with D Galfus regarding reserve estimates (.3); review reserve summary and communications with N Kappas re same (.3); phone call with D Galfus and J Schlant re reserve computations (.8)
12/06/19	K.M. Howard	0.40	100.30	B320	Analysis of the Court's Order granting Debtors' Motion to Extend Exclusivity Periods and reviewed and revised Critical Dates Memorandum accordingly.
12/08/19	C. Montgomery	0.30	240.00	B320	Study estate value hurdle analysis.
12/09/19	N. Koffroth	3.40	1,705.10	B320	Draft motion to continue hearing and related deadlines re disclosure statement motion and related proposed order
12/09/19	G. Medina	1.00	293.25	B320	Received from T. Moyron Emergency Motion for OSC why SGM failed to close for filing and reviewed and prepared (0.2); Call with N. Koffroth regarding filing and stand down (0.1); received and revised Motion to Continue Hearing on Motion for approval of chapter 11 disclosure statement and filed (0.3); communication with N. Koffroth regarding order (0.1); received revised and uploaded (0.1); download and send e-filed copies to N. Koffroth, T. Moyron and S. Maizel (0.2).
12/10/19	C. Doherty, Jr.	0.50	187.00	B320	Call with Mr. Koffroth regarding motions to be prepared (.1); prepare email memo regarding exclusivity and 365(b) research (.4)
12/10/19	C. Montgomery	0.50	400.00	B320	Review recent valuation and diminution analysis decision.
12/10/19	K.M. Howard	0.40	100.30	B320	Analysis of Debtors' Motion to Approve Disclosure Statement, Solicitation/Voting Procedures, Notice and Objection Procedures for Confirmation of Plan and reviewed and revised Critical Dates Memorandum accordingly.
12/11/19	C. Montgomery	0.40	320.00	B320	Research on recent valuation disputes.
12/17/19	C. Montgomery	0.20	160.00	B320	Communications with S Maizel, T Moyron, L Macksoud regarding tail insurance issues.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/20/19	T. Moyron	0.80	414.80	B320	Analyze matters related to modified and restated plan (.5); internal meetings regarding same (.3).
12/23/19	N. Koffroth	0.60	300.90	B320	Call with C. Montgomery, T. Moyron, et al. re notice re omnibus reply in support of motion to approve disclosure statement
12/23/19	N. Koffroth	1.60	802.40	B320	Draft notice re omnibus reply in support of motion to approve disclosure statement
12/23/19	T. Moyron	1.90	985.15	B320	Analyze issues related to reply deadline and notice and internal calls regarding same (.8); conference call with C. Montgomery, et al., (.4), conference calls with D. Galfus (.2), conference call with R. Adcock (.1) regarding same; analyze issues related to exclusivity (.2); analyze and finalize notice (.2).
12/23/19	T. Moyron	0.30	155.55	B320	Conference call with P. Saba re cash collateral (.2); exchange emails with D. Bleck regarding same (.1).
12/23/19	C. Montgomery	0.20	160.00	B320	Phone call with T Moyron and N Koffroth regarding pulling plan instead of disclosure statement replies to objections.
12/26/19	K.M. Howard	0.40	100.30	B320	Analysis of the Court's Order vacating the hearing on Debtors' Motion to Approve Disclosure Statement, setting voting procedures and reviewed and revised Critical Dates Memorandum accordingly.
12/26/19	K.M. Howard	0.40	100.30	B320	Analysis of the Court's Order extending the objection deadline and continuing the hearing regarding NantWorks' Objection to Debtors' Motion for Order Approving Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
12/26/19	K.M. Howard	0.30	75.23	B320	Analysis of Debtors' Notice of Motion for Order Approving Proposed Disclosure Statement, Solicitation and Voting Procedures and reviewed and revised Critical Dates Memorandum accordingly.
12/26/19	N. Koffroth	1.10	551.65	B320	Draft motion to extend exclusivity periods
12/27/19	N. Koffroth	2.60	1,303.90	B320	Draft motion to extend exclusivity deadlines

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/27/19	T. Moyron	0.30	155.55	B320	Analyze KCC email re DS and respond to same (.1); analysis regarding withdrawal of DS and order (.2).
12/27/19	J.A. Moe, II	0.20	107.10	B320	Exchange E-Mails with and telephone call from Andres Estrada discussing the status of a Plan Of Liquidation.
12/28/19	S. Maizel	0.50	400.00	B320	Review and revise fifth motion to extend exclusivity.
12/31/19	R. Richards	0.20	144.60	B320	Emails re claims withdrawals and status.
	Subtotal	39.40	24,948.63		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

B410 - General Bankruptcy Advice/Opinions

Date	Timekeeper	Hours	Amount	Task	Narrative
12/30/19	L. Whidden	2.50	1,913.75	B410	Update UCC research re: California (1.1) Begin draft of lien analysis memo (1.4)
	Subtotal	2.50	1,913.75		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

EMP - Employee matters

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	S. Alberts	0.10	80.00	EMP	1113/1114. Communicate concerning status of hearing.
12/03/19	S. Alberts	2.10	1,680.00	EMP	1113/1114. Review proposed form of order from C. Doherty, original motion and settlements, revise and expand form of order, review tentative ruling and request notice of service, amend proposed order and send to S. Sharrer to confirm amounts.
12/04/19	S. Alberts	0.50	400.00	EMP	1113. Follow up on status of 1113/1114 order review by S. Sharrer (.1); dial in to hearing on 1113/1114 motion (.4).
12/05/19	S. Alberts	0.20	160.00	EMP	1113/1114. Confer with S. Sharrer, make final changes to form of order and circulate.
12/09/19	S. Alberts	0.80	640.00	EMP	1113/1114. Communicate with client about 1113/1114 form of order and approval to circulate to the unions (.2) and circulate to the unions (.4) and receive initial comment back from one union and forward to S. Sharrer (.2).
12/12/19	S. Maizel	0.50	400.00	EMP	Telephone conference with R. Adcock, etc. re employee issues.
12/12/19	S. Maizel	0.50	400.00	EMP	Telephone conference with BRG, etc. re employee issues.
12/13/19	T. Moyron	0.70	362.95	EMP	Redacted
12/15/19	S. Alberts	0.10	80.00	EMP	1113. Follow up with S. Sharrer on status of 1114 question.
12/16/19	S. Martin	1.00	760.75	EMP	Work with debtors to address benefits issues relating to Hodges Mace and access to portal including outreach to Hodges Mace.
12/16/19	S. Alberts	0.50	400.00	EMP	KEIP/KERP. Confer with working group about possibly modifying KEIP and KERP.
12/16/19	S. Alberts	0.10	80.00	EMP	1113. Contact client concerning status of order comments .
12/16/19	N. Koffroth	0.50	250.75	EMP	Participate in call with D. Galfus, P. Chadwick, et al. re modified KERP motion

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/16/19	T. Moyron	0.60	311.10	EMP	Analyze KERP/KEIP matters and correspond regarding same.
12/16/19	S. Maizel	0.50	400.00	EMP	Telephone conference with E. Paul, etc. re KERP issues.
12/17/19	C. Doherty, Jr.	4.20	1,570.80	EMP	Prepare KEIP/KERP Amendments Motion.
12/17/19	S. Alberts	0.20	160.00	EMP	KERP. Communicate with C. Doherty concerning KERP.
12/18/19	C. Doherty, Jr.	5.60	2,094.40	EMP	Prepare KEIP/KERP Amendments Motion (50) ; prepare Rabbi Trust Motion (.6)
12/18/19	T. Moyron	1.20	622.20	EMP	Redacted
12/19/19	C. Doherty, Jr.	6.60	2,468.40	EMP	Prepare KEIP/KERP Amendments Motion.
12/19/19	A. Shiran	1.90	977.55	EMP	Redacted
12/19/19	S. McCandless	0.40	319.60	EMP	Communicate with S. Sharrer regarding correspondence to be sent to corporate employees in context of unexpected continuing employment (.20); related review and analysis of same (.20).
12/20/19	C. Doherty, Jr.	4.80	1,795.20	EMP	Prepare KEIP/KERP Amendments Motion (4.6); respond to emails regarding Section 1114 issue (.2)
12/23/19	C. Doherty, Jr.	0.40	149.60	EMP	Prepare KEIP/KERP Amendments Motion per updates from BRG (.3); draft email regarding question to Ropes and Gray regarding Rabbi Trust Motion (.1)
12/23/19	T. Moyron	0.20	103.70	EMP	Analyze matters related to KEIP and KERP.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/24/19	T. Moyron	0.50	259.25	EMP	Analyze KERP/KEIP matters (.3); analyze T. Conner, et al., emails re workers' compensation (.2).
12/30/19	S. McCandless	0.90	719.10	EMP	Communicate with S. Sharrer regarding questions on follow up with state agencies as to employees not laid off as of this time (.30); related research (.40); communicate with A. Youssefi regarding same (.20).
12/31/19	A. Shiran	2.60	1,337.70	EMP	Correspondence with Steve Sharrer regarding WARN notice to affected corporate employees (.2); telephone conference with client team regarding next steps (.3); telephone conference with bankruptcy team to discuss additional facts relating to financing and relevant to potential WARN exceptions (.5); evaluate and analyze faltering company exception in light of additional developments and information regarding financing (1.6);
12/31/19	S. Alberts	0.10	80.00	EMP	1113. Communicate with A. Ruda and S. Sharrer regarding open question.
12/31/19	T. Moyron	1.00	518.50	EMP	Conference call with Verity, BRG, et al. re WARN (.3); internal call regarding same (.4); analyze WARN exceptions (.3).
Subtotal		39.30	19,581.55		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

INS - Insurance

Date	Timekeeper	Hours	Amount	Task	Narrative
12/01/19	O. Pinkas	0.10	80.00	INS	Email to Lockton and working group re: ACG offer.
12/01/19	G. Miller	0.40	176.80	INS	Draft notice re application to retain Lockton.
12/02/19	G. Miller	0.60	265.20	INS	Finalize and file notice re application to retain Lockton.
12/02/19	O. Pinkas	0.60	480.00	INS	Call with working group and Lockton on Marillac bid status and sale strategy (.4); and call with R. Corbi re: ACG IOI (.2).
12/02/19	K.M. Howard	0.40	100.30	INS	Analysis of Notice of Debtors' Application for Entry of an Order Authorizing the Employment of Kansas City Series of Lockton Companies as Advisor to Debtors in the Disposition of Marillac Insurance Company and reviewed and revised Critical Dates Memorandum accordingly.
12/02/19	J. Adolf	0.80	469.20	INS	Review indicative bids for Marillac (.2); call with L. Wall, O. Pinkas and T. Moyron to discuss ACG bid, bid process and next steps (.4); discuss same with J. Fisher (.2).
12/03/19	J. Adolf	0.40	234.60	INS	Review Riverstone indicative bid for Marillac.
12/04/19	J. Adolf	0.30	175.95	INS	Discuss Marillac indicative bids with J. Fisher.
12/04/19	O. Pinkas	0.40	320.00	INS	Call with R. Corbi on ACG IOI.
12/05/19	G. Miller	0.20	88.40	INS	Call re status of Marillac sale.
12/05/19	J. Adolf	0.20	117.30	INS	Call with client re Marillac sale process.
12/05/19	O. Pinkas	0.30	240.00	INS	Call with R. Corbi on Marillac sale IOI.
12/05/19	J. Fisher	1.00	378.00	INS	Status conference (Marillac).
12/06/19	J. Adolf	0.20	117.30	INS	Email communications re Marillac sale.
12/09/19	O. Pinkas	0.70	560.00	INS	Communications with working group on progress for sale of Marillac (.3) and call with ACG on revised bid (.4).
12/10/19	O. Pinkas	0.10	80.00	INS	Emails re: sale of Marillac.
12/10/19	J. Adolf	0.20	117.30	INS	Evaluate Marillac bid comparisons.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/13/19	J.A. Moe, II	0.10	53.55	INS	Review E-Mails from multiple parties, including Gary Baddin and Nam Nguyen, on payment for Workers Compensation Insurance Coverage.
12/13/19	J. Adolf	0.70	410.55	INS	Review email communications re Marillac sale (.1); call with Verity and Dentons re sale and Marillac (.5); discuss Marillac collateral with T. Moyron (.1).
12/17/19	J. Adolf	0.30	175.95	INS	Review tail quotes and share with team.
12/17/19	L. Macksoud	1.20	525.30	INS	Call with T. Moyron re tail insurance issues and emails with S. Maizel re same (.4), review pleading in similar bankruptcy cases and draft summary of same (.8)
12/17/19	T. Moyron	0.30	155.55	INS	Analyze issues related to tail policies.
12/17/19	S. Maizel	0.50	400.00	INS	Research re tail coverage insurance.
12/17/19	G. Medina	0.40	117.30	INS	Pull and send article related to ABA reprint Creative Solutions for Insurance Challenges to L. Macksoud per her request.
12/18/19	R. Richards	0.80	578.40	INS	Review and comment on new agreement for California Workers Compensation coverage (0.2), call from California WC re same (0.1), review existing pleadings re insurance renewals (0.3), emails re whether approval motion is needed (0.1), follow up on Vasquez stipulation (0.1)
12/18/19	J. Adolf	0.30	175.95	INS	Review California Fund workers' compensation agreement terms (.2); correspond with team re same (.1).
12/20/19	R. Richards	0.50	361.50	INS	Prepare markup of California workers compensation agreement (0.3); emails re comments on WC agreement (0.1); revise and recirculate WC Agreement (0.1).
12/23/19	R. Richards	0.20	144.60	INS	Emails regarding finalizing California Workers Compensation coverage.
12/23/19	J. Adolf	0.50	293.25	INS	Review email correspondence re State Fund workers' compensation proposal (.2); review State Fund proposal (.3).
12/23/19	T. Moyron	0.40	207.40	INS	Analyze amended agreement and related correspondence.

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/23/19	C. Montgomery	0.20	160.00	INS	Review communications with T. Moyron re workmen's compensation insurance.
12/24/19	O. Pinkas	0.30	240.00	INS	Email to Lockton on Marillac sale process timing.
	Subtotal	13.60	7,999.65		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

REP - Reporting

Date	Timekeeper	Hours	Amount	Task	Narrative
12/20/19	K.M. Howard	0.30	75.23	REP	Analysis of the docket to determine if stay orders were issued to attach as exhibits to the November Monthly Operating Report (.2); prepared email to Norm Haslun regarding same (.1).
12/20/19	T. Moyron	0.60	311.10	REP	Analyze MOR, questionnaire and related matters (.4); correspond regarding same (.2).
	Subtotal	0.90	386.33		

Verity Health System of California, Inc.
Matter: 15800425-000003
Invoice No.: 2242280

January 29, 2020

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
APP	Appellate Proceedings	48,550.30
B100	Administration	995.65
B110	Case Administration	4,977.60
B130	Asset Disposition	2,783.15
B140	Relief from Stay/Adequate Protection Proceedings	175.95
B150	Meetings of and Communications with Creditors	3,120.00
B160	Fee/Employment Applications	15,972.69
	Less Discount to Client	(9,806.00)
B170	Fee/Employment Objections	10,662.80
B185	Assumption/Rejection of Leases and Contracts	2,740.40
B190	Other Contested Matters (excl. assumption/rejection motions)	908.75
B200	Operations	255.85
B210	Business Operations	2,623.95
B220	Employee Benefits/Pension	1,467.00
B230	Financing/Cash Collections	88,174.72
B240	Tax Issues	2,757.40
B250	Real Estate	5,596.84
B310	Claims Administration and Objections	1,381.60
B320	Plan and Disclosure Statement (incl. Business Plan)	24,948.63
B410	General Bankruptcy Advice/Opinions	1,913.75
EMP	Employee matters	19,581.55
INS	Insurance	7,999.65
REP	Reporting	386.33
	Total This Matter	\$238,168.56

Verity Health System of California, Inc.
Invoice #: 2242280

January 29, 2020

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	101.00	\$80,800.00
O. Pinkas	\$800.00	2.50	\$2,000.00
S. Alberts	\$800.00	6.50	\$5,200.00
S. Maizel	\$800.00	20.00	\$16,000.00
S. Martin	\$760.75	1.00	\$760.75
J. Adolf	\$586.50	3.90	\$2,287.35
L. Whidden	\$765.50	6.90	\$5,281.95
N. Kappas	\$510.00	2.90	\$1,479.00
P. Maxcy	\$739.50	1.70	\$1,257.15
R. Richards	\$723.00	4.30	\$3,108.90
S. McCandless	\$799.00	1.30	\$1,038.70
T. Moyron	\$518.50	64.10	\$33,235.85
T. Santoli	\$799.00	1.60	\$1,278.40
J.A. Moe, II	\$535.50	29.80	\$15,957.90
K. Murphy	\$416.50	1.60	\$666.40
A. Shiran	\$514.50	4.50	\$2,315.25
G. Miller	\$442.00	2.50	\$1,105.00
J. Fisher	\$378.00	1.00	\$378.00
N. Koffroth	\$501.50	46.20	\$23,169.30
C. Doherty, Jr.	\$374.00	25.50	\$9,537.00
L. Macksoud	\$437.75	21.90	\$9,586.76
N. Moges	\$433.50	2.50	\$1,083.75
A. Dondoyano	\$323.00	2.60	\$839.80
S. Schrag	\$336.00	25.70	\$8,635.20
M. Ciziunas	\$280.50	0.50	\$140.25
D. Pina	\$318.75	9.10	\$2,900.64
G. Medina	\$293.25	26.90	\$7,888.44
K.M. Howard	\$250.75	23.50	\$5,892.68

Verity Health System of California, Inc.
Invoice #: 2242280

January 29, 2020

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
M.M. Welch	\$267.75	<u>15.50</u>	<u>\$4,150.14</u>
Totals		457.00	\$247,974.56
Fee Total	\$ 238,168.56		
Invoice Total	<u>\$ 238,168.56</u>		

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons – continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242281

Matter: 15800425-000004
O'Connor Hospital

Payment Due Upon Receipt

Total This Invoice \$ 2,291.15

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300



SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242281

For Professional Services Rendered through December 31, 2019:

Matter: 15800425-000004
O'Connor Hospital

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
12/11/19	S. Maizel	0.30	240.00	B130	Telephone conference with E. Paul, etc. re CMS issues at SCC hospitals.
12/11/19	C. Montgomery	0.10	80.00	B130	Communications with J Vizzini regarding OCH cure payment and Dell Financial.
	Subtotal	0.40	320.00		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2242281

January 29, 2020

B140 - Relief from Stay/Adequate Protection Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
12/30/19	K. Murphy	0.20	83.30	B140	Analyze KCC website to determine filing and hearing date on motion for relief from stay (.1); and prepare updates to Relief From Stay Chart and Verity Litigation Management Chart to reflect pending motion (.1);
12/30/19	K.M. Howard	0.60	150.45	B140	/Diem Anh Cao/ Analysis of the Motion for Relief from Stay filed by Diem Anh Cao in Cao v. O'Connor Hospital Foundation and reviewed and revised Critical Dates Memorandum accordingly (.4); received and reviewed conformed copy of Notice of Stay of Proceedings (.1) and conferred with attorney service regarding same (.1).
12/30/19	J.A. Moe, II	0.20	107.10	B140	/Diem Anh Cao v. O'Connor/ Review Motion For Relief From Stay and confer with Kathryn Howard on new Motion and changed hearing date (.10); E-Mail to Andres Estrada on whether Notice was served on Diem Anh Cao (.10).
12/31/19	J.A. Moe, II	0.70	374.85	B140	/Diem Anh Cao v. O'Connor/ Review again the Motion For Relief From Stay, then prepare and transmit analysis and proposed course of action to Sam Maizel and Tania Moyron (.30); exchange E-Mails with Andres Estrada on service of Notice and scheduling (.10); E-Mail to Karen Chapman on background to lawsuit (.10); review previous Oppositions, and identify form and contents of Opposition to the Motion filed by Diem Anh Cao (.20).
Subtotal		1.70	715.70		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2242281

January 29, 2020

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	K. Murphy	0.50	208.25	B190	/Thomson, Sydney / Draft email to Karen Chapman re designation of defense counsel for insured (.1); telephone call with plaintiff's counsel (.1) and counsel for Nantworks (.1) re 11/5/19 hearing on petition to compel arbitration; confer with John Moe re the same and convey plaintiff's counsel's request for policy demand (.1); and analyze Santa Clara Superior Court for minute order re same (.1).
12/02/19	J.A. Moe, II	0.20	107.10	B190	/Sydney Thompson v. O'Connor/ Confer with Karleen Murphy on compelling Arbitration against O'Connor as a violation of the automatic stay (.10); second conference with Karleen Murphy on Policy Demand an identifying attorney representing Verity (.10).
12/03/19	J.A. Moe, II	0.10	53.55	B190	/Swain v. O'Connor/ Review E-Mail on upcoming Status Conference (12/5/19).
12/05/19	K. Murphy	1.00	416.50	B190	/ Swain / Prepare for attending status conference re bankruptcy by analyzing status conference statement (.1); attend status conference (.8) and prepare report to Verity team re same (.1).
12/05/19	K. Murphy	0.10	41.65	B190	/ Swain / Prepare update to Verity Litigation Management Chart re further status conference on 6/25/19.
Subtotal		1.90	827.05		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2242281

January 29, 2020

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	J.A. Moe, II	0.30	160.65	B310	/Administrative Claim: MCG Health/ Exchange E-Mails with Michelle McMahon on Claim, and E-Mail to Peter Charwick and Jon Emerson on whether to permit the filing of an Administrative Claim (20); exchange E-Mails with Jon Emerson transmitting to Mr. Emerson the "package" of documents on the Administrative Claim (.10).
12/11/19	J.A. Moe, II	0.20	107.10	B310	/MCG Health/ Exchange E-Mails with and telephone call to Jon Emerson on continuing work reconciling Administrative Claim (.20).
12/11/19	J.A. Moe, II	0.10	53.55	B310	/Rubio v. St. Francis/ Review upcoming Status Conference and transmit Notice to Karleen Murphy.
12/12/19	J.A. Moe, II	0.20	107.10	B310	/MCG Health/ Review Jon Emerson's E-Mail on authority to confer with Michelle McMahon, then telephone call to Ms. McMahon on status of the reconciliation of amount due as an Administrative Claim.
	Subtotal	0.80	428.40		

O'Connor Hospital
Matter: 15800425-000004
Invoice No.: 2242281

January 29, 2020

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B130	Asset Disposition	320.00
B140	Relief from Stay/Adequate Protection Proceedings	715.70
B190	Other Contested Matters (excl. assumption/rejection motions)	827.05
B310	Claims Administration and Objections	428.40
	Total This Matter	\$2,291.15

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	0.10	\$80.00
S. Maizel	\$800.00	0.30	\$240.00
J.A. Moe, II	\$535.50	2.00	\$1,071.00
K. Murphy	\$416.50	1.80	\$749.70
K.M. Howard	\$250.75	<u>0.60</u>	<u>\$150.45</u>
Totals		4.80	\$2,291.15

Fee Total \$ 2,291.15

Invoice Total \$ 2,291.15

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242282

Matter: 15800425-000005
St. Vincent Medical Center

Payment Due Upon Receipt

Total This Invoice \$ 35,971.44

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300



SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242282

For Professional Services Rendered through December 31, 2019:

Matter: 15800425-000005
St. Vincent Medical Center

B100 - Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
12/17/19	N. Koffroth	0.60	300.90	B100	Participate in call with E. Paul et al. re motion concerning administration of SVMC
	Subtotal	0.60	300.90		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	M. Zeefe	0.30	144.08	B130	Redacted
12/04/19	M. Zeefe	1.60	768.40	B130	Redacted
12/05/19	M. Zeefe	0.20	96.05	B130	Redacted
12/06/19	M. Zeefe	2.00	960.50	B130	Redacted
12/07/19	M. Zeefe	6.70	3,217.68	B130	Redacted
12/07/19	T. Moyron	0.20	103.70	B130	Redacted
12/08/19	T. Moyron	1.30	674.05	B130	Redacted
12/10/19	M. Zeefe	0.20	96.05	B130	Redacted
12/11/19	M. Zeefe	0.20	96.05	B130	Redacted
12/12/19	M. Zeefe	3.70	1,776.93	B130	Redacted
12/12/19	T. Moyron	0.90	466.65	B130	Redacted
12/13/19	M. Zeefe	0.40	192.10	B130	Redacted
12/13/19	S. Martin	0.30	228.23	B130	Redacted
12/16/19	C. Montgomery	0.60	480.00	B130	Redacted
12/16/19	M. Zeefe	0.10	48.03	B130	Redacted
12/17/19	M. Zeefe	1.10	528.28	B130	Review draft GSH agreement and comment re same (0.5); Redacted

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/17/19	C. Montgomery	0.70	560.00	B130	Redacted
12/17/19	T. Moyron	0.20	103.70	B130	Analyze emails from E. Paul, et al., re GSH Agreement.
12/19/19	M. Zeefe	0.10	48.03	B130	Redacted
12/23/19	M. Zeefe	1.00	480.25	B130	Follow up re GSH agreement (0.1); Redacted
12/30/19	M. Zeefe	0.10	48.03	B130	Redacted
12/31/19	M. Zeefe	5.00	2,401.25	B130	Redacted
Subtotal		26.90	13,518.04		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	J.A. Moe, II	0.10	53.55	B190	/Myung Soo Han v. St. Vincent/ Review E-Mails from Elspeth Paul and Rich Adcock on status of and settlement authority.
12/02/19	K. Murphy	0.10	41.65	B190	/Myung Soo Han / Analyze emails from Janee Tomlinson re discussions with plaintiff's counsel re settlement negotiations and settlement authority.
12/02/19	K. Murphy	0.20	83.30	B190	/Myung Soo Han / Confer with John Moe re upcoming call to discuss mediation preparation and status of settlement demand (.1); and draft email to Kathleen Conway re upcoming call (.1).
12/04/19	K. Murphy	0.50	208.25	B190	/Myung Soo Han/ Attend conference call with Verity and insurance counsel to discuss case status and settlement negotiations.
12/04/19	T. Moyron	0.40	207.40	B190	Conference call with E. Paul, et al., re Han v. St. Vincent.
12/04/19	J.A. Moe, II	0.50	267.75	B190	/Myung Soo Han v. St. Vincent/ Conference call with representatives of Verity Health and St. Vincent, and Dentons Attorneys, with Jane Tomlinson, on review of Case and prospects for resolution (.40); review counsel's report on the case (.10).
12/12/19	J.A. Moe, II	0.10	53.55	B190	/Davila v. St. Vincent/ Telephone call from Elina Tilman reviewing and expanding language in Settlement Agreement on no Claim having been filed.
12/13/19	K. Murphy	0.10	41.65	B190	/ Davila / Analyze emails from Elina Tilman and Elspeth Paul re settlement status.
12/13/19	J.A. Moe, II	0.10	53.55	B190	/Myung Soo Han v. St. Vincent/ Review Janet Tomlinson's analysis and recommendation regarding settlement.
12/16/19	J.A. Moe, II	0.10	53.55	B190	/Myung Soo Han v. St. Vincent/ Review further exchange of E-Mails with Janee Tomlinson and Karen Chapman on Settlement Authority and upcoming Mediation, including starting pre-Mediation conferences.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/23/19	K. Murphy	0.10	41.65	B190	/ Myung Soo Han / Analyze email from Janee Thomson re update on status of settlement discussions with plaintiff's counsel.
12/30/19	K. Murphy	0.20	83.30	B190	/ Pullman / Analyze LA Court website for updated information on date for Final Status Conference and Trial Date (.1); draft email to Louise Douville re attending the same for SVMC and analyzed response to the same (.1).
Subtotal		2.50	1,189.15		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

B200 - Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	J.A. Moe, II	0.40	214.20	B200	/Audit Response/ Review Elspeth Paul's E-Mail on letter to CMS and retrieve previous letter st to LACDOMH for reference (.20); review Lori Sargeant's E-Mail and telephone call to Ms. Sargeant on proposed letter (.20).
12/06/19	J.A. Moe, II	0.10	53.55	B200	/Audit Response/ Telephone call returned to Lori Michaelson on letter relating to Agreement with CMS and necessity to complete sale of Hospitals to SGM in order for Agreement with CMS to proceed.
12/11/19	J.A. Moe, II	0.20	107.10	B200	/Audit Requests/ Conference telephone call with Sam Maizel. Elspeth Paul and Lori Sargent on Agreement with CMS and response to requests for information on audits.
12/12/19	J.A. Moe, II	0.60	321.30	B200	/Audit Response/ In regard to conference call on December 11th, identify and review Stipulation (.30); prepare draft of letter to Angela Belgrove, Elan Levey and Auditor Region 4, responding to requests for documents (.30).
12/13/19	J.A. Moe, II	0.50	267.75	B200	/Audit Requests/ Revise first draft of letter to Angela Belgrove, Elan Levey and to Recovery Auditor Region 4, responding to two requests for Documents and Medical Records (.30); revise the second draft of the letter (.20).
12/16/19	J.A. Moe, II	0.40	214.20	B200	/Audit Response/ Review and make three sets of minor revisions to the letter addressed to Angela Belgrove, Elan Levey and Auditor Region 4, on reasons why St. Vincents should not be required to respond to further Audits.
12/19/19	J.A. Moe, II	0.10	53.55	B200	/Audit Requests/ Review letter to Angela Belgrove and Elan Levey on responding to Audit, and transmit to Sam Maizel and Tania Moyron for review; exchange E-Mails with Tania Moyron on transmitting letter.

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/30/19	J.A. Moe, II	0.20	107.10	B200	/Audit Requests/ Exchange E-Mails with Elan Levey on no necessity to respond to audit requests for St. Vincent's, then review December 18th letter, then forward Elan Levey's response to Lori Saergent.
	Subtotal	2.50	1,338.75		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
12/16/19	S. Maizel	0.30	240.00	B210	Telephone confernece with E. Paul, etc. re SVMC issues.
12/17/19	S. Maizel	0.60	480.00	B210	Telephone conference with E. Paul, etc. re St. Vincent business plan.
	Subtotal	0.90	720.00		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
12/12/19	J.A. Moe, II	0.10	53.55	B310	/Maurice Bray v. St. Vincent/ Review and respond to Bob Richard's E-Mail on possible resolution of Claim, then telephone call to Stephen Peck on Mr. Peck's review of the Policies.
	Subtotal	0.10	53.55		

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

EMP - Employee matters

Date	Timekeeper	Hours	Amount	Task	Narrative
12/16/19	S. McCandless	1.70	1,358.30	EMP	Redacted
12/16/19	A. Shiran	1.90	977.55	EMP	Redacted
12/17/19	A. Shiran	5.60	2,881.20	EMP	Redacted
12/17/19	S. McCandless	1.10	878.90	EMP	Redacted
12/18/19	S. McCandless	4.10	3,275.90	EMP	Redacted

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
------	------------	-------	--------	------	-----------

Redacted

12/18/19	A. Shiran	3.60	1,852.20	EMP	
----------	-----------	------	----------	-----	--

Redacted

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/18/19	E. Bass	3.80	2,083.35	EMP	Redacted
12/19/19	S. McCandless	1.80	1,438.20	EMP	Redacted
12/30/19	S. McCandless	1.90	1,518.10	EMP	Redacted
12/30/19	A. Shiran	1.30	668.85	EMP	Redacted
12/31/19	S. McCandless	0.30	239.70	EMP	Redacted

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/31/19	S. McCandless	1.20	958.80	EMP	

Redacted

12/31/19	C. Montgomery	0.90	720.00	EMP	
----------	---------------	------	--------	-----	--

Redacted

Subtotal		29.20	18,851.05		
-----------------	--	--------------	------------------	--	--

St. Vincent Medical Center
Matter: 15800425-000005
Invoice No.: 2242282

January 29, 2020

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B100	Administration	300.90
B130	Asset Disposition	13,518.04
B190	Other Contested Matters (excl. assumption/rejection motions)	1,189.15
B200	Operations	1,338.75
B210	Business Operations	720.00
B310	Claims Administration and Objections	53.55
EMP	Employee matters	18,851.05
Total This Matter		\$35,971.44

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	2.20	\$1,760.00
S. Maizel	\$800.00	0.90	\$720.00
S. Martin	\$760.75	0.30	\$228.23
S. McCandless	\$799.00	12.10	\$9,667.90
T. Moyron	\$518.50	3.00	\$1,555.50
J.A. Moe, II	\$535.50	3.50	\$1,874.25
K. Murphy	\$416.50	1.20	\$499.80
M. Zeefe	\$480.25	22.70	\$10,901.71
A. Shiran	\$514.50	12.40	\$6,379.80
E. Bass	\$548.25	3.80	\$2,083.35
N. Koffroth	\$501.50	<u>0.60</u>	<u>\$300.90</u>
Totals		62.70	\$35,971.44

St. Vincent Medical Center
Invoice #: 2242282

January 29, 2020

Fee Total	\$ 35,971.44
-----------	--------------

Invoice Total	<u>\$ 35,971.44</u>
---------------	---------------------

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242285

Matter: 15800425-000006
St. Francis Medical Center

Payment Due Upon Receipt

Total This Invoice \$ 382,284.43

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693

Account Name: Dentons US LLP

Swift Code: CITIUS33

Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242285

For Professional Services Rendered through December 31, 2019:

Matter: 15800425-000006
St. Francis Medical Center

APP - Appellate Proceedings

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	S. Alberts	0.20	160.00	APP	Sale. Receive, review and assess appeal status.
12/02/19	K.M. Howard	0.70	175.53	APP	Analysis of BAP Scheduling and Briefing Order and reviewed and reviewed and revised Critical Dates Memorandum accordingly.
12/02/19	J.A. Moe, II	0.10	53.55	APP	Review and consider with Kathryn Howard the time to file Counter-Designation Of Record on the SGM Appeal.
12/02/19	N. Koffroth	7.50	3,761.25	APP	Draft motion to dismiss appeal re enforcement order
12/02/19	L. Macksoud	0.50	218.88	APP	Review orders and decisions issued by Judge Robles re SMG closing.
12/03/19	T. Moyron	0.50	259.25	APP	Conference call with R. Adcock re appeals (.2); conference call with N. Koffroth re appeals and stipulation (.3).
12/03/19	T. Moyron	3.10	1,607.35	APP	Analyze G. Klausner email re appeals, closing and other issues (.1); analyze notice of appeal (.1); research issues regarding appeals (finality, etc.) (1.3); conference call with S. Maizel, et al., re appeals, motions to dismiss re SGM (.8); analyze issues related to appeal of enforcement order re standing, waiver (.3); conference call with D. Eldan (.1); analyze issues regarding appeal of Section 8.6 order and finality (.4).
12/03/19	C. Montgomery	0.20	160.00	APP	Review SGM three notices of appeal.
12/03/19	N. Koffroth	8.10	4,062.15	APP	Draft motion to dismiss appeal re enforcement order

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	S. Maizel	0.30	240.00	APP	Telephone conference with T. Moyron, etc. re SGM appeals.
12/03/19	S. Maizel	0.80	640.00	APP	Telephone conference with S. Martin, etc. re SGM appeals.
12/03/19	S. Maizel	0.50	400.00	APP	Review and revise motion to dismiss SGM appeal.
12/03/19	L. Macksoud	3.70	1,619.68	APP	Call with team to discuss SGM appeals (.8), research and review cases and rules regarding final order versus interlocutory orders (1.5), review case docket and recent decisions and transcripts (1.0), confer with T. Moyron re same (.4)
12/04/19	L. Macksoud	6.80	2,976.70	APP	Review additional filings and transcripts (1.0), review motion to dismiss enforcement order (.6), research, draft and revise motion to dismiss section 8.6 order (4.8), confer with N. Koffroth re same (.4)
12/04/19	S. Maizel	0.40	320.00	APP	Review and revise motion to dismiss SGM appeal of enforcement order.
12/04/19	G. Medina	1.90	557.18	APP	Drafted and edits to statement of elections to transfer appeal to DC (1.1); filed in 9th Circuit BAP (0.4); download and send confirmation to T. Moyron, S. Maizel, L. Macksoud, Lauren N. Koffroth and C. Montgomery (0.3); communication with T. Moyron regarding BAP Statements filed (0.1).
12/04/19	T. Moyron	0.40	207.40	APP	Analyze second motion to dismiss appeal.
12/04/19	T. Moyron	1.70	881.45	APP	Analyze and prepare motion to dismiss appeal.
12/04/19	N. Koffroth	5.90	2,958.85	APP	Draft motion to dismiss appeal of enforcement order
12/04/19	N. Koffroth	1.20	601.80	APP	Draft appendix in support of motion to dismiss appeal of enforcement order
12/04/19	N. Koffroth	0.70	351.05	APP	Draft statements of election to transfer appeals of orders related to SGM Sale from Bankruptcy Appellate Panel to District Court
12/04/19	C. Montgomery	1.00	800.00	APP	Review draft motion to dismiss appeal and begin drafting comments to same.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	C. Montgomery	3.10	2,480.00	APP	Continued work on motion to dismiss SGM appeal and communications with T Moyron, N Koffroth and S Martin re same (2.5); confer with L Macksoud regarding motion to dismiss appeal number 2 and judicial estoppel (.6) ;
12/05/19	N. Koffroth	2.30	1,153.45	APP	Draft motion to dismiss appeal of enforcement order
12/05/19	K.M. Howard	5.60	1,404.20	APP	Analysis of Appendix in support of Debtors' Motion to Dismiss SGM's Appeal (.4); assembled and prepared all voluminous documents identified in the Appendix including finalizing each for filing (5.2).
12/05/19	L. Macksoud	3.00	1,313.25	APP	Confer with C. Montgomery re appeal and motions to dismiss (.5), review additional notice of appeal and related filings (.8), research issues for motions to dismiss (1.7)
12/06/19	L. Macksoud	1.20	525.30	APP	Conduct additional research on issue of judicial estoppel and review additional case law (.9), confer with C. Montgomery and T. Moyron re same (.3)
12/08/19	L. Macksoud	0.30	131.33	APP	Review updates on appeal status (.2), confer with T. Moyron re same (.1)
12/09/19	K.M. Howard	0.40	100.30	APP	Analysis of new documents to be added to the Appendix in support of Debtors' Motion to Dismiss the Appeal and prepared same.
12/09/19	L. Macksoud	2.20	963.05	APP	Review Rutter Guide for arguments to dismiss appeal (1.0); draft motion to dismiss section 8.6 appeal (1.2)
12/09/19	N. Koffroth	5.30	2,657.95	APP	Draft motion to dismiss appeal of enforcement order
12/10/19	N. Koffroth	8.30	4,162.45	APP	Draft motion to dismiss appeal of enforcement order
12/10/19	C. Montgomery	0.20	160.00	APP	Communications with T Moyron and N Koffroth regarding motion to dismiss appeal timing and local rules issue (.1); confer with L Macksoud regarding motions to dismiss appeals number 2 and 3 (.1)
12/10/19	L. Macksoud	0.70	306.43	APP	Call with Dentons team regarding appeals and next steps.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/10/19	L. Macksoud	3.00	1,313.25	APP	Confer with C. Montgomery status of matter (.2), confer with N. Koffroth re motions to dismiss (.4), review district court dockets and various filings (.7), draft motion to dismiss closing order appeal (1.7).
12/11/19	L. Macksoud	7.80	3,414.45	APP	Research issues on appeal and review case law related to same (2.6), draft motion to dismiss second and third appeal filed by SGM (4.4), emails with Dentons team re same (.8).
12/11/19	K.M. Howard	0.40	100.30	APP	Analysis of Notice of Debtors' Emergency Motion to Dismiss Appeal and reviewed and revised Critical Dates Memorandum accordingly.
12/11/19	K.M. Howard	0.40	100.30	APP	Analysis of the Notice and Debtors' Motion to Dismiss SGM's Appeal and reviewed and revised Critical Dates Memorandum accordingly.
12/11/19	C. Doherty, Jr.	0.60	224.40	APP	Prepare email regarding consolidation of appeals.
12/11/19	N. Koffroth	3.00	1,504.50	APP	Draft three notices of related appeals re SGM appeals of Enforcement Order, Section 8.6 Order, and Closing Order
12/11/19	N. Koffroth	2.10	1,053.15	APP	Research re issues related to express waiver and interlocutory orders re motion to dismiss Section 8.6 Order and Closing Order appeals
12/12/19	N. Koffroth	2.40	1,203.60	APP	Draft three notices of related appeals re SGM appeals of Enforcement Order, Section 8.6 Order, and Closing Order
12/12/19	N. Koffroth	2.70	1,354.05	APP	Research statutory and case law re express waiver and interlocutory orders re Section 8.6 Order and Closing Order appeals
12/12/19	C. Montgomery	0.50	400.00	APP	Conferences with L Macksoud regarding motions to dismiss appeals 2 and 3 by SGM
12/12/19	T. Moyron	0.50	259.25	APP	Analyze notices of related cases and prepare comments to same (.3); exchange emails regarding same (.2).

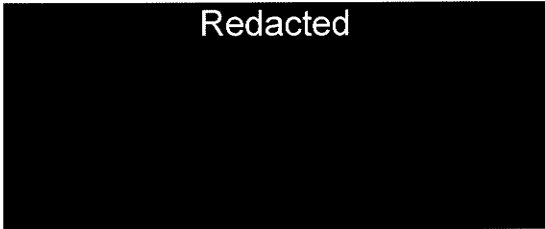
St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/12/19	K.M. Howard	0.40	100.30	APP	Analysis of DHCS' Motion for Voluntary Dismissal of Appeal (.1); reviewed and revised Critical Dates Memorandum accordingly (.2); prepared email to Verity Team regarding same (.1).
12/12/19	L. Macksoud	5.00	2,188.75	APP	Call with secured lenders and Dentons team re SGM appeal, closing issues and DIP appeal (1.3), confer with Claude re DIP appeal (.3) and SGM appeals (.4), further draft and revise SGM appeals (2.6), confer with N. Koffroth re ancillary documents and process for filing same (.3), email with K. Howard re preparation of appendix (.1).
12/13/19	L. Macksoud	2.80	1,225.70	APP	Multiple calls with C. Montgomery re motions to dismiss (.5), draft and revise per same (.4), confer with D. Cook re additional research (.2), draft proposed order, appendix and other ancillary documents for appeal (1.1), confer with K Howard re filing (.1), review statements of issues on appeal filed by SGM (.5)
12/13/19	K.M. Howard	0.20	50.15	APP	Email exchanges with Lauren Macksoud regarding Debtors' Motion to Dismiss and pending Appendix in the three remaining appeals.
12/13/19	K.M. Howard	0.20	50.15	APP	Assembled Statements of Issues and Designations of Record on Appeal for three SGM Appeals (.1) and prepared email to Verity Appellate Team regarding same (.1).
12/13/19	K.M. Howard	0.30	75.23	APP	Analysis of Appellant's Statements of Issues on Appeal and Designations of Record on Appeal (x3) and reviewed and revised Critical Dates Memorandum accordingly.
12/13/19	D. Cook	0.50	235.88	APP	Research regarding whether a final order incorporates a corresponding interlocutory order.
12/13/19	T. Moyron	0.70	362.95	APP	Analyze SGM's statements on appeal (.4); analyze matters and correspond regarding same (.3).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/13/19	C. Montgomery	4.40	3,520.00	APP	
12/14/19	S. Maizel	0.40	320.00	APP	Review SGM statement of issues on appeal.
12/16/19	L. Macksoud	4.50	1,969.88	APP	Review comments to motion to dismiss appeal and revise per same (2.9), review newly issue decision on waiver and build argument into motion to dismiss (1.3), confer with N. Koffroth re same (.3)
12/16/19	C. Montgomery	0.20	160.00	APP	Communications with T Moyron and L Macksoud regarding motions to dismiss SGM appeals 2 and 3 (.1); confer with L Macksoud re same (.1)
12/16/19	N. Koffroth	9.20	4,613.80	APP	Draft motions to dismiss appeals of the 8.6 Order and Closing Order
12/17/19	N. Koffroth	2.80	1,404.20	APP	Draft motions to dismiss appeals of 8.6 Order and Closing Order
12/17/19	M. Zeefe	0.20	96.05	APP	Emails re motion to consolidate SGM appeals.
12/17/19	T. Moyron	1.30	674.05	APP	Analyze Committee's filings re motion to intervene and joinder (.4); analyze SGM's opposition (.6); analyze matters related to SGM's opposition (.3).
12/17/19	K.M. Howard	0.30	75.23	APP	Email exchanges and conference with Lauren Macksoud regarding the preparation of appendices in support of three motions to dismiss and the possibility of preparing a motion to consolidate two appeals.
12/17/19	N. Koffroth	2.10	1,053.15	APP	Draft motions to consolidate SGM appeals

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/17/19	L. Macksoud	6.30	2,757.83	APP	Review additional transcripts and pleadings and draft and revise motions to dismiss per additional comments from T. Moyron (2.1), confer with T. Moyron re same (.5), review federal rules of bankruptcy and appellate procedure (.7), revise brief per word count limitations (1.5), call with N. Koffroth re motion to consolidate (.5), call with K. Howard re appendix for motion (.3), draft email to client re motion to dismiss and strategy (.2), continue to revise pleading per comments from clients (.5)
12/18/19	L. Macksoud	10.30	4,508.83	APP	Draft and revise motion to dismiss and all ancillary documents including notice of motion, appendix, notice of lodgment and order (5.0), confer with S. Martin re same (.6), confer with T. Moyron re strategy and filing of same (1.1), confer with K. Howard re appendix (.5), draft motion to consolidate appeals and all ancillary documents (2.2), confer with M. Zeefe re same (.5), review rules (.4).
12/18/19	K.M. Howard	0.70	175.53	APP	Telephone conferences and email exchanges regarding the preparation of the Appendix in support of Debtors' Motion to Dismiss the Appeals and changes to cited documents.
12/18/19	K.M. Howard	7.70	1,930.78	APP	Reviewed Motion to Dismiss Appeals and revised citations to the Appendix (1.4); reviewed and revised the Appendix (1.9); assembled and prepared the documents comprising the Appendix (4.4).
12/18/19	T. Moyron	5.80	3,007.30	APP	Motion to dismiss second and third appeals and internal calls regarding same (3.7); prepare reply in support of motion to dismiss first appeal and internal calls regarding same (1.4); analysis regarding emergency relief (.7).
12/18/19	S. Maizel	0.50	400.00	APP	Review and revise motion to dismiss SGM appeal re 8.6 and closing order.
12/18/19	C. Montgomery	0.80	640.00	APP	Review SMG response and phone conference with T Moyron re same and emergency issues (.5); draft emergency concept language (.3)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/18/19	M. Zeefe	4.20	2,017.05	APP	Calls with L. Macksoud re motion to consolidate SGM appeals (0.4); call with T. Moyron re same (0.1); call with N. Koffroth re same (0.2); revise same (3.5).
12/18/19	N. Koffroth	12.60	6,318.90	APP	Draft reply in support of emergency motion to dismiss appeal of Enforcement Order
12/19/19	N. Koffroth	0.40	200.60	APP	Participate in call with T. Moyron, S. Maizel, et al. re motions to dismiss appeals of 8.6 Order and Closing Order
12/19/19	N. Koffroth	7.80	3,911.70	APP	Draft motions to dismiss appeals of 8.6 Order and Closing Order
12/19/19	N. Koffroth	2.50	1,253.75	APP	Draft reply in support of motion to dismiss appeal of Enforcement Order
12/19/19	C. Montgomery	0.50	400.00	APP	Review emergency motion correspondence (.1) ; participate in conference call re appeal 2 and 3 timing (.4)
12/19/19	T. Moyron	3.70	1,918.45	APP	Internal call regarding second motion to dismiss (.4); analyze and prepare reply and analyze opposition in connection therewith (.8); analyze and prepare motion to dismiss and analyze related rules (2.5).
12/19/19	S. Maizel	3.60	2,880.00	APP	Revising reply in support of motion to dismiss SGM appeals.
12/19/19	K.M. Howard	4.40	1,103.30	APP	Reviewed and revised Appendix in support of Motion to Dismiss (.4); reviewed and revised Notice of filing of Motion to Dismiss (.2); reviewed Order (.1); email exchanges with Lauren Macksoud regarding the status of the pleadings and finalizing same for filing (.2); prepared additional documents and incorporated into the Appendix (.6); reviewed, revised and finalized all exhibits designated for inclusion into the Appendix (2.8); prepared email to N. Koffroth regarding the Order (.1).
12/19/19	L. Macksoud	4.40	1,926.10	APP	Internal calls to discuss strategy and request for emergency relief (.6), draft and revise motion relating to same (2.1), review additional documents from SGM (.5), further revise all ancillary documents (.7) and confer with K. Howard re filing of same (.5)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/20/19	S. Maizel	1.10	880.00	APP	Review district court rulings (.3) on motions to dismiss SGM appeals (.5); telephone conference with R. Adcock, etc. re same (.3).
12/20/19	C. Doherty, Jr.	0.10	37.40	APP	Review court orders denying appeals.
12/20/19	K.M. Howard	0.50	125.38	APP	Analysis of Debtors' Notices and Motions to Dismiss the District Court Appeals (x2) and reviewed and revised Critical Dates Memorandum accordingly.
12/20/19	K.M. Howard	0.30	75.23	APP	Reviewed and culled orders denying Debtors' Motion to Dismiss SGM three appeals in the District Court (.2) and prepared emails to the Verity Team regarding same (.1).
12/20/19	K.M. Howard	0.40	100.30	APP	Analysis of SGM's Motion to Consolidate the appeals and reviewed and revised Critical Dates Memorandum accordingly.
12/20/19	C. Montgomery	4.60	3,680.00	APP	Communications with L Macksoud regarding additional research (.4); continued revisions to brief (4.2)
12/20/19	C. Montgomery	0.20	160.00	APP	Review order denying motions to dismiss and communications with T Moyron re same (.2)
12/20/19	N. Koffroth	4.40	2,206.60	APP	Draft motions to consolidate appeals (3.6); draft notices of lodging orders (0.6); draft proposed orders consolidating appeals (0.2)
12/20/19	N. Koffroth	0.40	200.60	APP	Participate in calls re status of SGM appeals with R. Adcock, et al. (0.2); D. Eldan (0.2)
12/20/19	N. Koffroth	2.60	1,303.90	APP	Review and analyze District Court orders re motions to dismiss SGM appeals (0.8); meeting with T. Moyron re strategy concerning the same (1.8)
12/23/19	M. Zeefe	0.10	48.03	APP	Follow up re consolidation of SGM appeals.
12/23/19	J.S. Zeman	0.40	219.30	APP	Teleconference with Ms. Moyron to assess strategies for appeals

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/23/19	T. Moyron	3.50	1,814.75	APP	Conference call with J. Zeman regarding appeals re SGM (.5); analyze correspondence regarding pleadings and call re SGM (.3); analyze and prepare answering brief (1.7) and analyze related Circuit rules (.4); analyze Committee's opening brief (.3); correspond regarding appendix (.2) and conversation with K. Howard re same (.1).
12/26/19	J.S. Zeman	2.30	1,260.98	APP	Analyzed multiple court orders and motions to dismiss appeals
12/26/19	J.S. Zeman	1.20	657.90	APP	Researched Court orders and grounds on which to obtain further review
12/26/19	K.M. Howard	0.20	50.15	APP	Email exchange with Tania Moyron regarding the hearing on Appellate's Motion to Consolidate.
12/26/19	K.M. Howard	0.40	100.30	APP	Further analysis of the Motion to Consolidate and reviewed and revised Critical Dates Memorandum accordingly.
12/26/19	K.M. Howard	0.40	100.30	APP	Analysis of the Court's Notice setting the hearing on Appellate's Motion to Consolidate and reviewed and revised Critical Dates Memorandum accordingly.
12/27/19	N. Koffroth	2.10	1,053.15	APP	Draft supplemental designations of record on appeal re SGM Appeals concerning the Enforcement Order, 8.6 Order, and Closing Order
12/27/19	K.M. Howard	0.40	100.30	APP	Analysis of UCC's Motion to Intervene in SGM Appeals and reviewed and revised Critical Dates Memorandum accordingly.
12/27/19	K.M. Howard	1.10	275.83	APP	Analysis of Appellant's Designation of Record on Appeal in USDC Case No. 10352 and prepared Appellee's Designation of Additional Documents to be included in the Record on Appeal.
12/27/19	K.M. Howard	0.80	200.60	APP	Analysis of Appellant's Designation of Record on Appeal in USDC Case No. 10356 and prepared Appellee's Designation of Additional Documents to be included in the Record on Appeal.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/27/19	K.M. Howard	0.90	225.68	APP	Analysis of Appellant's Designation of Record on Appeal in USDC Case No. 10354 and prepared Appellee's Designation of Additional Documents to be included in the Record on Appeal.
12/27/19	K.M. Howard	0.30	75.23	APP	Email exchanges with Nick Koffroth and followup telephone conference regarding the designations of additional documents to be included in the three appeals in the United States District Court.
12/30/19	K.M. Howard	0.40	100.30	APP	Further analysis of UCC's Motion to Intervene in SGM's Appeals and reviewed and revised Critical Dates Memorandum accordingly.
Subtotal		243.00	117,874.83		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
11/26/19	C. Heddesheimer	0.40	173.40	B130	Attend closing checklist call.
12/01/19	C. Montgomery	0.30	240.00	B130	Conference call with T Moyron, R Adcock and J Moloney regarding SGM sale inquiry.
12/02/19	C. Montgomery	4.50	3,600.00	B130	Redacted
12/02/19	S. Maizel	4.10	3,280.00	B130	Telephone conference with R. Adcock, etc. re SGM sale issues (.60); telephone conference with Simon Aron re SGM sale issues (.10); telephone conference with E. Levey re SGM sale issues (.30); telephone conference with BRG, etc re SGM sale issues (1.0); telephone conference with G. Klausner, etc. re SGM sale issues (.40); telephone conference R. Adcock, etc. re SGM sale issues (.90); telephone conference with T. Moyron, etc. re SGM sale issues (x2) (.8).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	S. Maizel	1.00	800.00	B130	Review materials related to SGM sale issues.
12/02/19	K.M. Howard	0.20	50.15	B130	Assembled the court's Memorandum of Decision regarding the sale of the hospitals and prepared email to Verity Team regarding same.
12/02/19	C. Doherty, Jr.	0.10	37.40	B130	Review Court decision regarding SGM Sale and emails regarding case events.
12/02/19	C. Doherty, Jr.	0.10	37.40	B130	Attention to emails from contract counterparties regarding stipulations.
12/02/19	T. Moyron	1.30	674.05	B130	Conference call regarding health plan litigation (.2); conference call with counsel for lenders re SGM call (.2); conference call with Verity, SGM, etc. re SGM (.6); exchange emails with G. Klausner re proposed mediation, cancelling of calls, etc. (.3).
12/02/19	T. Moyron	5.50	2,851.75	B130	Internal emails regarding SGM (.4); emails with Verity and BRG regarding SGM (.4); analyze matters related to SGM, including closing, motion to be filed, SGM's proposed process, and related matters (4.3); analyze J. Emerson, et al., emails re mechanics' liens (.2); analyze email from M. Shinderman (.1); discussion regarding same (.1).
12/02/19	K.M. Howard	0.40	100.30	B130	Analysis of the Order approving the Stipulation continuing the hearing and extending objection deadline regarding NantWorks Objection to the Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
12/02/19	T. Moyron	0.50	259.25	B130	Conference call with S. Maizel re 8.6 and Court's order (.2); conference call with Committee counsel and S. Maizel (.3).
12/02/19	J.A. Moe, II	0.20	107.10	B130	Conferences with Kathryn Howard on Judge Robles' decision on closing of sale. and review Memorandum Of Decision on SGM closing sale.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	J.A. Moe, II	0.20	107.10	B130	/Contempt and Enforcement of Order/ Review and research procedures for finding party in contempt of Court and enforcement of Contempt Citation.
12/02/19	A. Dondoyano	1.90	613.70	B130	Revise closing checklist (0.5); Confer with Dentons, Verity and BRG teams re Escrow Instructions (0.9); Review good standing certificates and email to A.Sussman re same (0.5).
12/02/19	S. Martin	4.60	3,499.45	B130	<div style="background-color: black; color: white; text-align: center; padding: 5px;">Redacted</div>
12/02/19	T. Moyron	1.90	985.15	B130	Conference call with G. Klausner and S. Maizel re sale (.3); conference call with Verity, SGM, etc. re SGM (.8); analyze emails from G. Klausner (.2); internal emails regarding same (.4) and prepare responses (.2).
12/02/19	K.M. Howard	0.40	100.30	B130	Analysis of Memorandum of Decision and Order finding that SGM is obligated to close the sale and reviewed and revised Critical Dates Memorandum accordingly.
12/02/19	N. Koffroth	1.00	501.50	B130	Participate in calls re issues related to SGM Sale with R. Adcock, E. Paul, et al. x 2 (0.6), (0.4)
12/02/19	N. Koffroth	0.90	451.35	B130	Participate in call with D. Galfus, S. Maizel re recovery models
12/02/19	R. Garms	1.30	784.55	B130	Work on closing items.
12/03/19	R. Garms	2.20	1,327.70	B130	Review and follow up on open items for closing.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	N. Koffroth	0.90	451.35	B130	Participate in call with C. Montgomery, S. Maizel, et al. re recovery models
12/03/19	N. Koffroth	0.90	451.35	B130	Participate in call with secured lenders re SGM Sale status and related issues.
12/03/19	N. Koffroth	0.70	351.05	B130	Draft stipulation re privilege concerning issues related to SGM Sale
12/03/19	N. Koffroth	0.70	351.05	B130	Draft motion re issuance of order to show cause re SGM Sale
12/03/19	T. Moyron	2.90	1,503.65	B130	Redacted
12/03/19	T. Moyron	1.30	674.05	B130	Conference call with Verity, BRG and board (1.0). re SGM update; conference call with R. Adcock & E. Paul re license (.1); analyze H. Levy-Biel emails regarding same (.2).
12/03/19	T. Moyron	2.20	1,140.70	B130	Analyze email from G. Klausner re stipulation (.1); analyze SGM proposed stipulation (.4); conference call with C. Montgomery regarding SGM proposal and stipulation and changes thereto (.9); prepare stipulation x2 (.8).
12/03/19	T. Moyron	0.60	311.10	B130	Analyze tentative rulings (.2); exchange emails with KCC re service (.2); analyze internal emails regarding same (.1); conference call with Chambers (.1).
12/03/19	T. Moyron	0.20	103.70	B130	Conference call with R. Adcock re financing (.1); conference call with lenders' counsel re financing (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	T. Moyron	0.80	414.80	B130	Analyzel emails from P. Chadwick, D. Galfus, et al., re mediation proposal by SGM (.2); respond to same (.1); prepare emails regarding SGM meeting (.1); analyze email from Committee counsel re stipulation (.1); analyze issues related to Nant deadline (.1); analyze email from P. Chadwick re cure issues (.1); analyze email from R. Adcock re SGM (.1).
12/03/19	T. Moyron	0.30	155.55	B130	Calls with P. Chadwick re SGM request for meeting (.2); call with S. Maizel re same (.1).
12/03/19	G. Miller	0.60	265.20	B130	Draft stipulation extending cure objection deadline for Nant Works.
12/03/19	J. Whipple	3.20	1,686.40	B130	Research applicability of mediation privileges, local rule confidentiality requirements, and Federal Rule of Evidence 408 to settlement negotiations; draft Emergency Order to enforce SGM Sale closure.
12/03/19	C. Richter	2.50	1,615.00	B130	Call with Joe Vizzini regarding following up on cure letters (.2); review updated checklist re cure letters not received (.3); calls and emails to lessors to follow up on same (1.0); review and comment on draft of escrow letter for delivery of transaction documents signed under the Asset Purchase Agreement (.5); email from Claude Montgomery regarding information needed for assignment of rights under bond financing and provide same (.5).
12/03/19	S. Martin	8.70	6,618.53	B130	Redacted

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
					Redacted
12/03/19	A. Dondoyano	2.80	904.40	B130	Revise Escrow Instructions Letter (0.9); Prep the war room for closing (0.8); Compile signature packet (1.1).
12/03/19	K.M. Howard	0.80	200.60	B130	Assembled all pleadings pertaining to Debtors' Bid Procedures Motion and prepared materials for use at December 5, 2019 hearing.
12/03/19	C. Montgomery	5.50	4,400.00	B130	Review draft note to G Klausner and revise same (.3); communications with Team regarding deposit refund (.2) ; draft comments on escrow instruction letter (.5); Redacted ; communications with D Riley regarding Acknowledgment Documentation (. 1); review draft mediation stipulation from G Klausner (.2); phone conference with T Moyron regarding analysis and revisions to same (.9); review acknowledgment documentation for CSCDA and PACE bonds and communications with E Paul and M Garms re same (.6); research and communications with S Martin and T Moyron regarding order to show cause jurisdiction in light of appeals (.7), including conference call with S Maizel, S Martin and T Moyron re same (.8); follow up communications with E Paul and T Moyron regarding PACE Bond assignment (.2)
12/03/19	S. Maizel	0.80	640.00	B130	Telephone conference with C. Montgomery, etc. re SGM sale issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	S. Maizel	0.10	80.00	B130	Telephone conference with M. Shinderman, etc. re SGM sale issues.
12/03/19	S. Maizel	0.90	720.00	B130	Telephone conference with secured creditors, BRG, etc. re SGM sale issues.
12/03/19	S. Maizel	0.20	160.00	B130	Telephone conference with S. Martin, etc. re SGM sale issues.
12/04/19	S. Maizel	0.50	400.00	B130	Telephone conference with R. Adcock, etc. re SGM sale issues.
12/04/19	S. Maizel	0.40	320.00	B130	Telephone conference with BRG, etc., re SGM sale issues.
12/04/19	S. Maizel	1.10	880.00	B130	Review and revise motion for OSC re SGM sale (.30); research re contempt issues via-a-vis the same (.8).
12/04/19	S. Maizel	0.50	400.00	B130	Review and revise motion to enforce SGM closure order.
12/04/19	T. Moyron	2.90	1,503.65	B130	Conference call with Verity, BRG, et al. re SGM proposed stipulation (.5); analyze G. Klausner emails (.2); prepare email to G. Klausner (.1); analyze issues related to G. Klausner request (.3); analyze updated motion to dismiss appeal (.4); conference calls with N. Koffroth regarding same (.4); conference call with P. Chadwick re SGM matter and stipulation (.3); conference calls with S. Martin regarding next steps with SGM, stipulation and analyze related matters (.7).
12/04/19	T. Moyron	1.90	985.15	B130	Conference call with Verity, BRG, et al. re SGM matters, DHCS, etc. (.6); conference call with K. Wang and S. Maizel re DHCS (.2); conference call with D. Galfus re DHCS (.1); analyze and prepare motion for OSC (1.0).
12/04/19	A. Dondoyano	2.00	646.00	B130	Confer with Chicago Title and Dentons and Verity teams re Escrow Instructions (0.6); Finalize the same (0.9); Call with Chicago Title re same (0.4); Update closing checklist (0.1).
12/04/19	A. Dondoyano	0.30	96.90	B130	Closing checklist call.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/04/19	S. Martin	10.40	7,911.80	B130	Continue drafting motion for order to show cause (4.3); review G. Klausner's December 3 and December 4 emails and draft responses to same (1.5); calls and emails with debtors, debtors' counsel and BRG regarding SGM strategy issues (1.8); edit confidentiality stipulation and further evaluate consequences of same (.4); confer with E. Paul and T. Moyron regarding APA and Seton issues (.5); review email from Cain Brothers regarding SGM offer and related communications (.3); call with unsecured creditors and follow up (1.3); document preservation strategy call (.3).
12/04/19	C. Richter	2.00	1,292.00	B130	Email from Joe Vizzini re cure letters outstanding (.2); email several lessors to follow up on cure letters (1.0); call with Elspeth Paul re cure issues and email to GE HFS regarding cure letter (.5); email to GE HFS's counsel (.3).
12/04/19	J. Whipple	1.10	579.70	B130	Incorporate S. Martin's edits and requested research into Emergency Motion to enforce sale order and closing.
12/04/19	G. Miller	0.50	221.00	B130	Review communications re cure objections.
12/04/19	G. Miller	1.10	486.20	B130	Call with BRG to discuss status of resolving cure objections.
12/04/19	G. Miller	0.30	132.60	B130	Draft stipulation extending cure objection deadline for Nant Works.
12/04/19	T. Moyron	1.70	881.45	B130	Conference call with Verity, BRG, et al. re SGM sale and other matters (.8); conference call with counsel for Nant re stipulation (.1); conference call with E. Paul and S. Martin re SGM matters (.5); analyze correspondence to SGM and prepare comments thereto (.2); exchange emails with P. Chadwick re proposed stipulation (.1).
12/04/19	T. Moyron	1.30	674.05	B130	Conference call with Chicago Title, E. Paul, et al. re closing matters (.3); call with BRG, E. Paul, et al. re cure matters (.7); conference call with P. Saba and related emails re Nant deadline (.2); analyze emails regarding closing checklist call (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/04/19	N. Koffroth	1.30	651.95	B130	Participate in call with Committee concerning open issues and related SGM Sale issues
12/04/19	N. Koffroth	1.50	752.25	B130	Participate in calls concerning status of SGM Sale with P. Chadwick, D. Galfus, et al. (0.3); R. Adcock, E. Paul, et al. (0.8); E. Paul, D. Galfus, et al. (0.4)
12/04/19	N. Koffroth	0.30	150.45	B130	Draft emergency motion for an order to show cause re failure to comply with orders re SGM Sale
12/04/19	C. Montgomery	2.60	2,080.00	B130	Phone call with D Galfus for deposit source information and working capital financing balances (.3); ; phone calls with T Moyron regarding SGM dispute (.3); phone call with D Riley Communications with C Richter, M Welch and A Dondoyano re Pace bond assumption (.3); revise same (.5); phone call with D Riley regarding same (.1); phone conference with CKearns, T Moyron, R Adcock, E Paul regarding post committee call discussion regarding SGM sale issues and enforcement battle plan with SGM (. 7); phone conference with R Adcock, E Paul, TMOyron, S Martin and S Maizel regarding SGM proposed stipulation issues (.4)
12/04/19	R. Garms	1.00	603.50	B130	Redacted
12/05/19	R. Garms	1.60	965.60	B130	Redacted
12/05/19	C. Montgomery	6.20	4,960.00	B130	Phone conference with T Moyron, M Shinderman, N Coco, C Whitmore, D Bleck, A Turnbull re SGM sale status (.4); phone conference with clients regarding settlement (1.0); phone call with T Moyron re proposal circulation question (.1); communications with S Martin re Klausner letter and review same(.3); Communications with S Martin regarding possible revisions to order to show cause (1.0); communications with C Richter regarding GE cure costs (.7); phone conference with R Adcock, E Paul, T Moyron and BRG regarding (.7); communications with S Martin , T Moyron regarding communications with G Klausner (.1); conference call with E Paul and T Conner regarding possible Emma notice

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
					(.1) ; phone call with Debtors and lenders re status of sale process (.3); phone conference with client team regarding rule 408 settlement proposal (.9); phone calls with T Moyron re same and circulation of SGM settlement proposal as of (3); communications with S Martin re benefits of settlement letter (.3)
12/05/19	N. Koffroth	0.80	401.20	B130	Draft correspondence re SGM Sale
12/05/19	N. Koffroth	2.50	1,253.75	B130	Participate in calls analyzing issues re SGM Sale with R. Adcock, E. Paul, et al. x 2 (0.8) (0.9); Debtors' constituents (0.3); P. Chadwick, D. Galfus, et al. (0.2); E. Paul and T. Moyron x2 (0.1) (0.1); C. Montgomery and T. Moyron (0.1)
12/05/19	N. Koffroth	3.30	1,654.95	B130	Draft motion for order to show cause re compliance with orders re SGM Sale
12/05/19	N. Koffroth	0.30	150.45	B130	Draft Declaration of C. Beith in support of motion re OSC
12/05/19	G. Miller	0.60	265.20	B130	Review chart of modified cure amounts and comment re same.
12/05/19	S. Maizel	0.30	240.00	B130	Review and comment on draft breach letter to SGM.
12/05/19	A. Dondoyano	1.20	387.60	B130	Confer with Verity and Dentons teams re closing (0.4); Revise Secretary's Certificates (0.4); Review Closing Readiness checklist (0.4).
12/05/19	A. Dondoyano	0.20	64.60	B130	Closing checklist call.
12/05/19	S. Maizel	0.60	480.00	B130	Telephone conference with R. Adcock re SGM Sale issues (.3); telephone conference with T. Moyron re same (.1); telephone conference with Mintz, etc. re SGM Sale issues (.2).
12/05/19	S. Maizel	0.40	320.00	B130	Review and respond to email from Bill Thomas re offer of settlement.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	S. Martin	11.00	8,368.25	B130	Review and comment on draft motion to dismiss appeal (.3); continue drafting motion for order to show cause and supporting declarations (3.8); draft email to G. Klausner regarding financial information and confidentiality agreement (1.4); review and analyze correspondence from G. Klausner regarding closing and deposit (.9); communicate with debtors, debtors' counsel, BRG and Cain Brothers regarding SGM strategy issues (1.4); draft notice of default to SGM (.8); call with creditors regarding SGM issues (.5); review and analyze SGM settlement offer (.3); confer with debtors, BRG and debtors' counsel regarding same (1.4); email relating to Nelson Hardiman regulatory response (.2).
12/05/19	G. Medina	0.80	234.60	B130	Call with T. Moyron regarding time of SGM closing (0.1); drafted chart and populated per T. Moyron's instructions and updated per communications received (0.7).
12/05/19	T. Moyron	8.80	4,562.80	B130	Correspondence regarding draft email to SGM counsel (.4); exchange emails with H. Levy-Biehl re Medi-Cal (.2); conference call with Verity, BRG, etc. re SGM matters, letter to SGM, etc. (.8); analyze letter to SGM and provide comments thereto (.6); conference call with lender's counsel re SGM (.5); conference call with R. Adcock re chart and SGM matters (.3); conference call with R. Adcock re SGM correspondence (.1); analyze and prepare chart and discussions regarding same re SGM (.4); conference call with E. Paul re DHCS (.1); conference call with constituents re SGM (.3); conference call with Verity, BRG, etc. SGM offer (.9); analyze comments to motion to dismiss (.4); analyze SGM offer (.5); analyze BRG, et al. emails regarding same (.4); prepare emails to constituents regarding same (.2); analyze G. Klausner letter (.2) and analyze APA in connection therewith and related issues (.3); conference call with E. Paul re SGM offer (.2); conference call with R. Adcock and D. Galfus re SGM offer (.4); analyze motion and procedural issues and declaration in

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
					support thereof re SGM (1.0); conference calls with K. Wang (.2); analyze BRG, et al., emails re SGM matters (.4).
12/05/19	M. Sanchez	0.40	102.00	B130	Review orders to be lodged with Court.
12/06/19	K.M. Howard	0.40	100.30	B130	Analysis of Debtors' Emergency Motion to Show Cause why SGM failed to close the Sale by the deadline and reviewed and revised Critical Dates Memorandum accordingly.
12/06/19	K.M. Howard	0.20	50.15	B130	Email exchange with T. Moyron regarding the emergency hearing on Debtors' Motion to Show Cause.
12/06/19	T. Moyron	8.30	4,303.55	B130	Conference calls with R. Adcock re SGM (.3); analyze and prepare motion for an OSC and other relief and internal calls regarding same (2.8); conference call with D. Galfus and R. Adcock re hurdle analysis and review same (.3); conference call with Jones Day re SGM (.3); conference call with Mintz re SGM (.7); conference call with C. Montgomery re matters related to APA (.3); conference call with Mintz re SGM (.1); conference call with E. Paul (.2); conference call with E. Paul, K. Wang, et al. re DHCS (.3); conference call with E. Paul re SGM (.4); conference call with R. Adcock, Cain, BRG, etc. (.9); analyze final version of DHCS settlement (.3); correspondence with E. Paul, H. Levy-Biehl, et al., regarding same (.4); analyze B. Carsten, et al., emails re motion for OSC (.2); analyze correspondence related to modified cure amounts (.2); exchange emails with Nant counsel re call (.1); analyze hurdle analysis and related emails (.4); analyze committee counsel email re SGM (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/06/19	S. Martin	9.00	6,846.75	B130	Redacted
12/06/19	S. Maizel	0.30	240.00	B130	Telephone conference with T. Moyron re SGM Sale issues.
12/06/19	S. Maizel	0.40	320.00	B130	Telephone conference with B. Bennett for Nantworks re SGM Sale issues.
12/06/19	S. Maizel	0.90	720.00	B130	Telephone conference with R. Adcock, etc. alternatives to SGM Sale (.2); telephone conference with Mintz, etc. re same (.7).
12/06/19	S. Maizel	0.50	400.00	B130	Telephone conference with R. Adcock, etc. re alternatives to SGM Sale (.2); telephone conference with T. Moyron re same (.3).
12/06/19	C. Richter	1.30	839.80	B130	Email from Dell Financial re cure (.3); discuss with Claude Montgomery (.5) email to Tanya Moran (.3); email to Dell Financial (.2).
12/06/19	G. Miller	0.30	132.60	B130	Call with N. Koffroth re SGM sale.
12/06/19	G. Miller	0.70	309.40	B130	Review chart of modified cure amounts and comment re same.
12/06/19	S. Maizel	0.50	400.00	B130	Review and respond to emails re Motion to enforce closure order (.3); review and revise same (.2).
12/06/19	N. Koffroth	0.20	100.30	B130	Participate in call with G. Miller re cure objections status

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/06/19	N. Koffroth	2.00	1,003.00	B130	Participate in calls re status of SGM Sale with counsel to MOBs (0.3); P. Ricotta, D. Bleck, et al. (0.7); R. Adcock, E. Paul, et al. (1.0)
12/06/19	N. Koffroth	6.80	3,410.20	B130	Draft motion re entry of an order to show cause re SGM's noncompliance with orders re SGM Sale
12/06/19	C. Montgomery	4.90	3,920.00	B130	Review of Galfus multiple drafts hurdle analysis (.7); phone call with D Galfus re same (.3); communications with N Koffroth and T Moyron re same (.3); phone conference with B Bennett, T Moyron, S Martin, D Galfus regarding yesterday's SGM settlement offer (.4); phone conference with D Bleck, S Maizel, T Moyron, P Ricotta, A Turnbull, D Galfus regarding yesterdays SGM settlement offer (.7); communications regarding text of order to show cause (.1); phone call T Moyron regarding timing of termination notice (.3); review AG impact on amended APA (.4); research same and review BRG presentation summary (1.5); communications with D Riley regarding PACE tax payment (.1); communications with S Maizel regarding DHCS settlement (.1)
12/06/19	R. Garms	0.20	120.70	B130	E-mails regarding strategy.
12/07/19	S. Maizel	0.50	400.00	B130	Review and respond to emails re SGM Sale issues.
12/07/19	S. Maizel	0.10	80.00	B130	Telephone conference with Bill Thomas re SGM Sale issues.
12/07/19	S. Martin	5.30	4,031.98	B130	Review and analyze draft response to SGM settlement proposal (.2); draft response to G. Klausner "default" letter (1.6); review and analyze sale order as applied to SGM default and email with debtors' counsel regarding same (.5); continue drafting conflict letter to R. Lundy (.2); confer with T. Moyron regarding OSC strategy considerations (.3); continue drafting complaint (1.7); review case law regarding jurisdiction to enforce sale orders (.8).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/07/19	T. Moyron	2.80	1,451.80	B130	Conference call with R. Adcock re status of SGM sale and related issues (.4); internal calls regarding SGM (.3); further conference calls with R. Adcock x 2 re SGM (.3); conference calls with R. Adcock, and BRG (.3); analyze clarifications from lender re SGM confidential proposal (.2); analyze D. Galfus clarifications (.2); analyze SGM offer (.2); analyze issues HL (.1); analyze correspondence with DHCS (.1); analyze issues related to sale order and correspond regarding same (.3); analyze correspondence related to SGM letter (.2); correspond with R. Adcock re Cain and SGM (.2).
12/08/19	T. Moyron	1.90	985.15	B130	Analyze SGM objection (.1); prepare outline to objection (.2) and analyze and prepare objection (.9); analyze and prepare correspondence regarding same (.3); analyze related cases (.2); analyze J. Moloney email re SGM (.1); prepare email regarding same (.1).
12/08/19	S. Martin	2.50	1,901.88	B130	Communications with debtors and debtors' counsel regarding SGM settlement proposal (.2); review and analyze SGM objection to motion to enforce and rules cited therein (.8); communicate with debtors counsel regarding same (.4); research case law on court's inherent authority, due process, and sua sponte orders (.8); review and comment on draft reply (.3).
12/08/19	S. Maizel	0.70	560.00	B130	Review and revise Martin letter to Klausner re 12/5/19 correspondence.
12/08/19	S. Maizel	0.50	400.00	B130	Review draft reply to opposition to motion re OSC.
12/08/19	C. Montgomery	1.60	1,280.00	B130	Review Debtors filed motion to show cause (.5); review SGM response to same (.2); communications with T Moyron re same (.1); study funds flow analysis (.3); communications with N Koffroth and S Maizel regarding Debtors response to the procedural challenge by SGM (.5)
12/08/19	N. Koffroth	8.90	4,463.35	B130	Draft reply in support of motion to issue an order to show cause re compliance with court's orders re closing the SGM Sale

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/09/19	N. Koffroth	3.20	1,604.80	B130	Calls re issues related to status of SGM Sale with R. Adcock, E. Paul, et al. x2 (1.7) (0.4); D. Bleck, P. Ricotta, et al. (0.7); M. Shinderman, et al. (0.4)
12/09/19	C. Montgomery	5.40	4,320.00	B130	Phone conference with M Shinderman, T Moyron, S Maizel regarding SGM status (.3); phone conference with D Bleck, P Ricotta, T Moyron, S Maizel regarding SGM sale issues (.7); participate in Dentons team conference call (.5); review APA and orders for exclusivity and cooperation issues beyond section 12.1 and communications with T Moyron, S Martin, S Maizel re same (2.3); propose modifications to letter of clarification to SGM (.5); communications with S Martin regarding default termination versus deposit demand return issues (1.0); communications with B Bennett and T Moyron regarding SGM sale (.1)
12/09/19	S. Maizel	2.00	1,600.00	B130	Review correspondence, court orders, etc. re SGM sale issues.
12/09/19	S. Maizel	2.10	1,680.00	B130	Telephone conference with T. Moyron re SGM slae issues (.1); telephone conference with BRG, R. Adcock, etc. re SGM sale issues (.6); telephone conference with S. Martin, etc. re SGM settlement proposal (.50); telephone conference with D. Bleck, etc. re SGM sale issues (.4); telephone conference with P. Chadwick, etc. re SGM sale issues (.2); telephone conference with M. Shinderman re SGM sale issues (.3).
12/09/19	S. Alberts	0.50	400.00	B130	Sale. Review motion (.4) and then order denying status conference (.1).
12/09/19	J.A. Moe, II	0.20	107.10	B130	Review Court's Order and Memorandum Of Decision denying Emergency Motion For Hearing on closure of sale with SGM (.10); return telephone call to Andres Estrada on when solicitation of vote on a Plan might occur (.10).
12/09/19	C. Doherty, Jr.	0.70	261.80	B130	Review draft of Motion to Dismiss with attention to compliance with Local Rules (.5) draft email to Mr. Koffroth with findings (.2)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/09/19	T. Moyron	10.00	5,185.00	B130	Conference call with Verity, BRG, et al. re SGM (1.7); conference call with lender's counsel, etc. re SGM (.7); conference call with P. Chadwick, et al., re clarifications re SGM (.4); analyze HL response re SGM (.2); analyze and prepare reply and correspond regarding same re OSC (.7); analyze Court's order (.1); conference calls regarding same (.4); prepare and finalize clarifications to SGM's proposal and analyze related documents (2.7); correspond with K. Wang, E. Paul (.4); analyze final version of settlement re DHCS (.3); exchange emails with M. Shinderman and call (.3); analyze BRG documents re SGM (.3); analyze and prepare motion to dismiss appeal (1.8).
12/09/19	S. Martin	4.60	3,499.45	B130	Further review and edit reply in support of OSC motion (.3); continue drafting response to default letter from G. Klausner (.2); communications with debtors and debtors' counsel regarding draft document preservation demand (.6); review comments from J. Moloney and A. Turnball on proposed response to SGM regarding settlement overture (.2); review order on emergency motion and confer with debtors and debtors' counsel regarding same and next steps (1.6); Redacted ; analysis regarding APA and Sale Order provisions as to exclusivity and communicate with C. Montgomery and T. Moyron regarding same (.6); call with UCC counsel regarding SGM settlement proposal (.4).
12/10/19	S. Martin	4.70	3,575.53	B130	Strategy call with debtors' counsel regarding approach to APA issues concerning termination (.8); call with Hardiman Nelson regarding regulatory issues (.6); continue drafting letter to SGM regarding Section 8.7 of APA (.4); review and analyze Medi-Cal settlement order (.2); review filing by Seton Medical Staff (.2); confer with debtors' counsel regarding order approving Medi-Cal settlement (.3); Redacted

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
					(.5); review and respond to communications from SGM regarding settlement discussions, default notices and demand for deposit (1.4); review and comment on draft board resolution (.2); communicate with BRG regarding SGM research (.1).
12/10/19	T. Moyron	0.80	414.80	B130	Redacted
12/10/19	T. Moyron	7.40	3,836.90	B130	Conference call with Verity, SGM, et al. re SGM (.8); conference call regarding DHCS (.3); further call regarding SGM re Verity, etc. (.5); conference call with Nelson Hardiman, et al., re regulatory matters (.5); correspond regarding dates and cure matters (.3); analyze Seton expression of concern (.2); correspond and calls regarding same (.3); analyze, prepare and finalize letter to SGM and analyze related issues (1.7); analyze emails from G. Klausner (.2); analyze matters related to SGM correspondence (1.2); prepare emails to G. Klausner (.2); prepare emails to G. Klausner re motion to dismiss (.1); analyze matters related to timing of motion to dismiss (.6); analyze follow up email from G. Klausner (.1); correspond with Verity regarding G. Klausner emails (.4);
12/10/19	C. Doherty, Jr.	1.30	486.20	B130	Prepare email memo regarding Local Rule compliance and strategy for emergency motion (.8); prepare email regarding consolidation of appeals (.5)
12/10/19	G. Miller	0.50	221.00	B130	Draft omnibus stipulation continuing cure objections.
12/10/19	S. Maizel	0.90	720.00	B130	Redacted
12/10/19	S. Maizel	0.20	160.00	B130	Telephone conference with C. Montgomery, S. Martin, etc. re SGM sale issues.
12/10/19	S. Maizel	0.50	400.00	B130	Telephone conference with BRG, etc. re SGM sale issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/10/19	S. Maizel	0.80	640.00	B130	Telephone conference with T. Moyron re SGM sales issues (multiple) (.50); telephone conference with R. Amkraut re same (.30).
12/10/19	S. Maizel	0.40	320.00	B130	Review and respond to emails re response to SGM settlement offer.
12/10/19	C. Montgomery	3.10	2,480.00	B130	<p>Redacted</p> <p>communications with T Moyron regarding entry of DHCS settlement order (.2); review S Martin letter to G Klausner regrading deposit return demand and suggest revisions to same (.5); phone conference with T Moyron, S Maizel, S Martin, regarding impact of DHCS settlement order (.3); quick review of impact of vacating DHCS orders (.5); Redacted</p> <p>Redacted; phone call to D Galfus regarding closing balance computation (.1); communications with T Moyron re Klausner draft (.2) ; communications with P Chadwick, E Paul, T Moyron regarding follow up communications from SGM re DHCS Verity request for information (.2)</p>
12/10/19	N. Koffroth	1.20	601.80	B130	Participate in calls re status of SGM Sale with T. Moyron, C. Montgomery, et al. (0.7); R. Adcock, E. Paul, et al. (0.5)
12/11/19	C. Montgomery	5.30	4,240.00	B130	<p>Communications with S Marin and T Moyron regarding diligence on Chaudhuri (.2); Redacted</p> <p>communications with S Martin regarding closing and deposit (.5); review Purchasers representation re ability to perform and communications with S Martin regarding response to G Klausner's Tuesday evening letter re deposit (.5); communications with T Moyron regarding further analysis of termination date (1.8); phone call with D Galfus regarding mechanics lien closing payment issues and Swinerton (.1) ; phone conference with T Moyron, S Maizel, S</p>

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
					Martin and N Koffroth regarding "outside date" concept (.9); draft outside date outline (.5)
12/11/19	S. Maizel	0.60	480.00	B130	Redacted
12/11/19	S. Maizel	0.20	160.00	B130	Telephone conference with Eric Weissman re SGM sale issues.
12/11/19	S. Maizel	0.50	400.00	B130	Review and revise letters to G. Klausner re SGM sale issues.
12/11/19	S. Maizel	0.30	240.00	B130	Review and respond to emails re SGM sale issues.
12/11/19	S. Maizel	0.90	720.00	B130	Telephone conference with T. Moyron, etc. re SGM sale issues.
12/11/19	T. Moyron	5.50	2,851.75	B130	Conference call with Verity, BRG, et al. re SGM (.6); internal conference call re SGM (1.0); analyze Committee's statement and send same to Verity (.2); analyze and prepare letter to Gary Klausner (.7) and correspond regarding same (.6); analyze and prepare notice of related appeals (.4); analyze emails regarding execution of DHCS settlement (.2); analyze matters related to terminate date (.6); analyze omnibus stipulation and related correspondence (.3); analyze E. Paul, et al., emails re CMS (.2); analyze matters related to SGM (.7).
12/11/19	T. Moyron	1.30	674.05	B130	Redacted
12/11/19	T. Moyron	1.40	725.90	B130	Conference calls with Verity, BRG, etc. and correspondence re SGM.
12/11/19	P. Maxcy	1.70	1,257.15	B130	Prepare revised VMG letter agreement and distribute same for approval.
12/11/19	G. Miller	0.30	132.60	B130	Finalize and file omnibus stipulation continuing cure objections.
12/11/19	G. Miller	0.10	44.20	B130	Finalize and file stipulation continuing NantWorks objection deadline.
12/11/19	K.M. Howard	0.40	100.30	B130	Analysis of Omnibus Stipulation Continuing Hearing and Deadlines regarding the Cure and Other Issues Authorizing the Sale to SGM and reviewed and revised Critical Dates Memorandum accordingly.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/11/19	K.M. Howard	0.40	100.30	B130	Analysis of Stipulation and Order Extending Objection Deadlines and Hearing for Nantworks regarding the Order Approving the Asset Purchase Agreement and reviewed and revised Critical Dates Memorandum accordingly.
12/11/19	S. Martin	4.10	3,119.08	B130	<div style="background-color: black; color: white; text-align: center; padding: 5px;">Redacted</div>
					review and analyze APA provisions addressing deposit and strategy regarding same (.4).
12/11/19	C. Richter	1.00	646.00	B130	Call from Joe Vizzini regarding following up on cure letter and status of the sale (.5); call to Marcus Taylor to follow up on letter and email Margaret Welch and Joe Vizzini (.3); email to Denise McKittrick to follow up on cure letter (.2).
12/11/19	N. Koffroth	1.00	501.50	B130	Participate in call re status of SGM Sale with R. Adcock, E. Paul, et al.
12/12/19	S. Martin	5.30	4,031.98	B130	Strategy call with debtors' counsel regarding APA timing issues (1); revise letters to SGM and email to employees regarding operations and deposit (.3); call with debtors, BRG and debtors' counsel regarding employee issues (.5); calls with creditors regarding SGM status and strategy (1.9); review, analyze and draft response to G. Klausner email regarding site visit (1.2); confer with debtors and debtors' counsel regarding same (.4).
12/12/19	S. Maizel	0.10	80.00	B130	Telephone conference with C. Montgomery re SGM sale issues.
12/12/19	S. Maizel	0.80	640.00	B130	Telephone conference with secured creditors re SGM sale issues.
12/12/19	S. Maizel	0.30	240.00	B130	Telephone conference with T. Moyron, etc. re SGM inspection of buildings.
12/12/19	S. Maizel	0.50	400.00	B130	Review and revise email to G. Klausner re SGM inspection of facilities.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/12/19	S. Maizel	1.00	800.00	B130	Review SGM correspondence re sale.
12/12/19	N. Koffroth	3.40	1,705.10	B130	Participate in calls re status of SGM Sale with R. Adcock, E. Paul, et al. (0.3); T. Moyron, C. Montgomery, et al. (1.1); N. Coco, C. Whitmore, et al. (0.8); P. Ricotta, D. Bleck, et al. (1.2)
12/12/19	T. Moyron	0.40	207.40	B130	Conference call with Cain, R. Adcock, et al. re dataroom (.2); exchange emails regarding same (.2).
12/12/19	S. Maizel	2.30	1,840.00	B130	Telephone conference with S. Martin, etc. re SGM slae issues (1.0); telephone conference with T. Moyron re same (.1); telephone conference with secured creditors re same (1.2).
12/12/19	T. Moyron	0.90	466.65	B130	Correspond with M. Shinderman re SGM (.2); correspond with Verity, BRG, et al. re SGM (.7).
12/12/19	T. Moyron	1.20	622.20	B130	Conference call with D. Bleck, et al. re SGM.
12/12/19	C. Montgomery	3.90	3,120.00	B130	Draft Termination Effective Date letter (1.0); phone conference with T Moyron, S Maizel, S Martin , N Koffroth regarding outside date issue (1.1); communications with T Moyron and P Chadwick regarding access to data room (.1); phone call with T Moyron, R Adcock, E Paul, P Chadwick T Patmanuvanu regarding Nant and bidder access to data room (.3); conference call with T Moyron and S Martin regarding SGM and lenders (.2); conference call with C Whitmore, N Coco, P Chadwick, S Maizel, T Moyron regarding SGM and impact on cash collateral issues (.8); phone call with T Moyron regarding G Klausner updated communication re property visit (.2); review draft committee note to G Klausner and comment on same (.1); phone call with S Maizel and T Moyron regarding G Klausner and Committee communications (.1)
12/13/19	C. Montgomery	0.80	640.00	B130	Communications with T Moyron, S Maizel and S Martin regarding SGM deposit return communications (. 3); phone conference with Client SGM and deposit exposure questions (.5)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/13/19	T. Moyron	0.50	259.25	B130	Exchange emails with M. Shinderman re SGM (.2); conference call with M. Shinderman (.2); correspond with clients regarding same (.1).
12/13/19	S. Maizel	0.10	80.00	B130	Telephone conference with Joe Kohanski re SGM sale issues.
12/13/19	S. Maizel	0.20	160.00	B130	Telephone conference with T. Moyron and S. Martin re SGM sale issues.
12/13/19	S. Maizel	0.50	400.00	B130	Telephone conference with T. Moyron, BRG, etc. re SGM sale issues (x2).
12/13/19	S. Maizel	0.70	560.00	B130	Review, revise and email G. Klausner re SGM sale issues.
12/13/19	G. Miller	0.10	44.20	B130	Follow up re signatures missing from omnibus stipulation continuing cure objections.
12/13/19	S. Martin	1.70	1,293.25	B130	Continue drafting response to SGM request for inspection (.3); review communications between UCC and SGM and confer with M. Shinderman regarding same (.3); confer with S. McCandless and debtors regarding WARN issues (.3); communicate with debtors and debtors' counsel regarding strategy issues (.5); review SGM designations on appeal (.3).
12/14/19	S. Maizel	0.60	480.00	B130	Telephone conference with secured creditors, etc. re SGM sale issues.
12/14/19	S. Maizel	0.20	160.00	B130	Telephone conference with T. Moyron re SGM sale issues.
12/15/19	S. Martin	0.40	304.30	B130	Review correspondence from SGM regarding inspection and meeting (.1); email with debtors' counsel regarding same (1.); review data room activity and email with T. Moyron regarding same (.2).
12/15/19	S. Martin	0.20	152.15	B130	Review APA provisions regarding access to information and confer with T. Moyron regarding same.
12/15/19	G. Miller	0.30	132.60	B130	Draft notice of submission of signatures missing from omnibus stipulation continuing cure objections.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/16/19	G. Miller	0.20	88.40	B130	Draft and file notice of submission of signatures missing from omnibus stipulation continuing cure objections.
12/16/19	S. Maizel	0.10	80.00	B130	Telephone conference with B. Bennett re SGM sale issues.
12/16/19	S. Maizel	0.20	160.00	B130	Telephone conference with E. Levey re SGM sale issues.
12/16/19	T. Moyron	3.20	1,659.20	B130	Analyze matters re SGM and correspond regarding sale.
12/16/19	N. Koffroth	0.30	150.45	B130	Participate in call re SGM Sale with R. Adcock, E. Paul, et al.
12/16/19	C. Montgomery	0.80	640.00	B130	Participate in status conference call re SGM with R Adcock, E Paul, T Moyron, S Martin, P Chadwick (.2); participate in conference call with J Moloney, E Paul, C Beith, T Moyron, P Chadwick regarding SGM communications (.5); communications with S Martin and T Moyron regarding risk of further SGM conversations (.1)
12/17/19	C. Montgomery	1.00	800.00	B130	Conference call with P Chadwick, T Moyron, R Adcock, S Maizel, S Martin, (.5) ; communications with T Moyron, S Martin, N Koffroth regarding termination effective date notice and drafts of same (.5)
12/17/19	T. Moyron	4.80	2,488.80	B130	SGM: conference call with Verity, BRG, et al. (.4); follow up conference call with Verity, BRG, et al. (.5); analyze and prepare letter (.7) and exchange emails regarding same (.6), and analyze issues related to APA (.4); prepare emails re Request for Clarification (.2) and prepare other emails (.2); conference calls with D. Bleck (.2); conference call with R. Adcock (.1); conference call with C. Montgomery (.2); conference call with D. Galfus (.5); conference call with M. Shinderman (.2); analyze matters related to SGM litigation and calls with S. Martin regarding same (.4); analyze talking points and J. Moloney emails regarding same (.2).
12/17/19	N. Koffroth	0.90	451.35	B130	Participate in calls re status of SGM Sales with R. Adcock, E. Paul, et al. x 2 (0.4) (0.5)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/17/19	N. Koffroth	1.00	501.50	B130	Draft letter re Notice of APA termination effective date.
12/17/19	S. Maizel	0.90	720.00	B130	Telephone conference with R. Adcock, etc. re SGM sale issues (.4); telephone conference with Cain Brothers re same (.5).
12/17/19	S. Maizel	1.00	800.00	B130	Telephone conference with C. Montgomery, etc. re SGM sale issues.
12/17/19	S. Maizel	0.20	160.00	B130	Emails to G. Klausner re SGM sale issues.
12/17/19	S. Martin	2.40	1,825.80	B130	Confer with debtors, BRG and debtors' counsel regarding communications with SGM (.9); review and revise communications to SGM regarding breach and termination (.3); confer with debtors and debtors' counsel regarding sale motion (.6); communicate with UCC counsel regarding SGM claims (.1); review SGM opposition to motion to dismiss appeal and related correspondence (.5).
12/18/19	S. Martin	3.00	2,282.25	B130	Calls with BRG regarding asset investigation (.6); review and revise brief relating to Appeals 2 and 3 and confer with L. Macksoud regarding same (.8); confer with T. Moyron regarding strategy issues relating to appellate briefs (.4); communications with Cain, BRG and debtors' counsel regarding settlement communications (.3); review and analyze SGM settlement terms (.3); review and revise response to SGM (.3); communicate with debtors, debtors' counsel, and UCC counsel regarding same (.3).
12/18/19	S. Alberts	0.20	160.00	B130	Sale. Receive and review communication for SGM and response thereto.
12/18/19	S. Maizel	0.20	160.00	B130	Telephone conference with T. Moyron re SGM sale issues (x2).
12/18/19	S. Maizel	0.20	160.00	B130	Redacted
12/18/19	S. Maizel	0.80	640.00	B130	Email to G. Klausner and Bill Thomas re response to SGM settlement proposal.
12/18/19	S. Maizel	1.00	800.00	B130	Reivew SGM correspondence re SGM sale issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/18/19	T. Moyron	3.50	1,814.75	B130	Conference call with D. Bleck (.2); conference call with R. Adcock (.1); conference call with E. Paul (.1); conference call with D. Galfus re SGM (.1); conference call with S. Maizel and P. Chadwick (.2); analyze letter from SGM (.2); prepare email regarding redline (.1) and analyze redline (.1); correspondence regarding same (.1); conference call with E. Paul and R. Adcock regarding same (.3); further conference calls with D. Bleck (.3); call with M. Shinderman (.1); exchange emails with M. Shinderman (.2); analyze issues related to damages (.4); conference call with D. Galfus re response to SGM (.2); analyze and prepare response to SGM (.6) and analyze E. Paul, et al., related correspondence (.2).
12/18/19	T. Moyron	1.80	933.30	B130	Redacted
12/18/19	C. Montgomery	0.20	160.00	B130	Communications with T Moyron, J Moloney re Chaudhuri.
12/18/19	R. Garms	0.70	422.45	B130	Redacted
12/19/19	R. Garms	0.80	482.80	B130	Redacted
12/19/19	T. Moyron	6.10	3,162.85	B130	SGM: conference call with P. Mort from SGM, BRG, et al. (.5); conference call with S. Maizel, BRG, et al. re follow up discussion (.3); conference call with E. Paul re call with P. Mort (.2); conference call with J. Moloney (.1); analyze and prepare reply ISO motion to dismiss (1.6); analyze and prepare motion to dismiss (2.2); analyze and research issues regarding finality and interlocutory orders (.6); correspond with R. Adcock and analyze related emails re signature re motions (.2); analyze S. Maizel, G. Klausner emails re P. Mort and call (.2); prepare email to G. Klausner re

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
					emergency motions to dismiss (.1); prepare email to B. Thomas re-sending Request for Clarification (.1).
12/19/19	C. Montgomery	0.20	160.00	B130	Review draft communications S Maizel to G Klausner re Friday meeting.
12/19/19	N. Koffroth	1.60	802.40	B130	Redacted
12/19/19	T. Moyron	1.70	881.45	B130	Redacted
12/19/19	T. Moyron	1.00	518.50	B130	Conference call with Mintz, Houlihan, BRG. re SGM (.5); conference call with D. Bleck re SGM (.2); follow up call with D. Bleck re SGM (.1); conference call with R. Adcock re SGM (.2).
12/19/19	S. Maizel	0.60	480.00	B130	Telephone conference with T. Moyron re SGM sale issues (x3).
12/19/19	S. Maizel	1.50	1,200.00	B130	Redacted
12/19/19	S. Maizel	0.10	80.00	B130	Telephone conference with Jeffry Selig re SGM sale issues.
12/19/19	S. Maizel	0.60	480.00	B130	Telephone conference with Peter Mort, etc. re SGM sale issues (.4); telephone conference with C. Montgomery, etc. re same (.2)..
12/19/19	S. Maizel	0.10	80.00	B130	Review and respond to emails for Peter Mort re SGM sale.
12/19/19	S. Maizel	0.40	320.00	B130	Redacted
12/19/19	S. Martin	1.50	1,141.13	B130	Communicate with debtors and their counsel regarding SGM issues and alternative asset disposition (.2); strategy call regarding motion to dismiss second and third appeals (.4); confer with SGM and debtors regarding SGM settlement proposal (.9).
12/20/19	C. Montgomery	2.10	1,680.00	B130	Communications with N Kappas regarding "all cash" issues.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/20/19	T. Moyron	2.90	1,503.65	B130	Analyze orders entered by District Court and analyze related issues (.8); internal meetings and calls regarding same (.6); conference calls with R. Adcock and E. Paul and correspondence re same (.7); analyze matters related to complaint and correspond regarding same (.6); correspond with FTI, et al., regarding call with Cain (.2).
12/21/19	S. Maizel	1.50	1,200.00	B130	Telephone conference with T. Moyron re SGM sale issues (.2); telephone conference with Committee professionals re same (.8); telephone conference with BRG, R. Adcock, etc. re same (.5).
12/22/19	G. Miller	0.40	176.80	B130	Draft stipulation continuing Nantworks cure objection.
12/22/19	G. Miller	0.50	221.00	B130	Draft omnibus stipulation continuing cure objections.
12/22/19	G. Miller	0.30	132.60	B130	Follow up with T. Moyron re cure objections.
12/22/19	T. Moyron	3.50	1,814.75	B130	Conference call with D. Bleck (.2); conference call with R. Adcock (.1); conference call with E. Paul (.1); conference call with D. Galfus re SGM (.1); conference call with S. Maizel and P. Chadwick (.2); analyze letter from SGM (.2); prepare email regarding redline (.1) and analyze redline (.1); correspondence regarding same (.1); conference call with E. Paul and R. Adcock regarding same (.3); further conference calls with D. Bleck (.3); call with M. Shinderman (.1); exchange emails with M. Shinderman (.2); analyze issues related to damages (.4); conference call with D. Galfus re response to SGM (.2); analyze and prepare response to SGM (.6) and analyze E. Paul, et al., related correspondence (.2).
12/23/19	S. Maizel	0.50	400.00	B130	Review and respond to letter from Peter Mort re SGM sale issues.
12/23/19	C. Montgomery	0.30	240.00	B130	Review SGM settlement offer (.2); communications with R Adcock, T Moyron and D Galfus re same (.1)

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/23/19	G. Miller	0.70	309.40	B130	Draft omnibus stipulation continuing cure objections.
12/23/19	K.M. Howard	0.40	100.30	B130	Analysis of Omnibus Stipulation Continuing the Hearing on Cure Objection and Other Issues and reviewed and revised the Critical Dates Memorandum accordingly.
12/23/19	K.M. Howard	0.40	100.30	B130	Analysis of Stipulation between Verity and NantWorks Extending Objection Deadlines and reviewed and revised Critical Dates Memorandum accordingly.
12/23/19	T. Moyron	2.40	1,244.40	B130	Conference call with D. Eldan re appeals and other matters (.4); analyze letter from SGM (.4); exchange emails with Verity and BRG regarding same (.4); email SGM regarding same (.1); email constituents regarding same (.3); conference call with M. Shinderman re SGM letter (.2); conference call with R. Adcock re SGM (.3); exchange correspondence with P. Saba, et al. regarding Nant stipulation (.2); analyze emails from E. Goldstein, et al. re stipulation to extend deadlines re cure objections (.1).
12/23/19	E. Giudice	1.00	247.00	B130	Shepardize 316 BR 330 and 477 BR 767 for L. Whidden.
12/23/19	N. Koffroth	0.70	351.05	B130	Draft stipulation and order to continue NantWorks deadline re cure objection
12/23/19	S. Martin	0.40	304.30	B130	Review and analyze further settlement offer from SGM (.2); communicate with debtors, BRG and debtors' counsel regarding same (.2).
12/24/19	S. Maizel	0.50	400.00	B130	Telephone conference with S. Martin and T. Moyron re SGM Sale issues.
12/26/19	K.M. Howard	0.40	100.30	B130	Analysis of the Court's Order continuing the hearing and objection deadlines regarding the Cure Objections and Other Issues re Order Authorizing the Sale to Strategic Global Management and reviewed and revised the Critical Dates Memorandum accordingly.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/26/19	T. Moyron	0.30	155.55	B130	Conference call with R. Adcock re SGM (.1); call with J. Moloney re SGM (.1); analyze last offer from SGM in connection therewith (.1).
12/27/19	S. Martin	0.60	456.45	B130	Call with BRG regarding asset research (.4); review email from SGM regarding settlement proposal (.1); email with debtors and debtors' counsel regarding same (.1).
12/28/19	S. Martin	0.80	608.60	B130	Review and analyze emails from Cain Brothers relating to SGM sale.
12/28/19	S. Maizel	0.40	320.00	B130	Review and revise motion to seal.
12/30/19	K.M. Howard	0.30	75.23	B130	Reviewed and assembled the transcript of the bid procedures motion (.2); email exchanges with Tania Moyron regarding same (.1).
12/30/19	S. Maizel	0.10	80.00	B130	Telephone conference with T. Moyron re SGM issues.
12/30/19	T. Moyron	1.30	674.05	B130	Redacted
12/30/19	T. Moyron	0.40	207.40	B130	Analyze stipulation and order thereon (.2); analyze emails related to proposed order granting enforcement motion and R. Adcock, et al., responses thereto (.2).
12/31/19	K.M. Howard	0.30	75.23	B130	Assembled the transcript of the November 26, 2019 Status Conference Hearing (.1); prepared email to Tania Moyron regarding same (.1); prepared email to Sonia Martin regarding same (.1).
12/31/19	T. Moyron	0.50	259.25	B130	Exchange emails with E. Goldstein re status (.1); conference call with E. Goldstein re SGM and status of cases (.2); internal correspondence regarding objection deadline and notice re cure (.2).
Subtotal		376.60	237,621.92		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	C. Doherty, Jr.	0.20	74.80	B185	Respond to BRG emails regarding abandonment motion.
	Subtotal	0.20	74.80		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	J.A. Moe, II	0.10	53.55	B190	/Quiñones v. St. Francis/ Review Calendar for December 2nd hearing and exchange E-Mails with Karleen Murphy on CMC; review Karleen Murphy's Report on results of the hearing.
12/02/19	J.A. Moe, II	0.10	53.55	B190	/Anil Jain v. St. Francis/ Exchange E-Mails with An Ruda on settlement without a resolution of Claims.
12/02/19	J.A. Moe, II	0.70	374.85	B190	/Leonard Harris v. St. Francis/ Exchange E-Mails and telephone call with Elina Tilman on the automatic stay and individuals sued by Mr. Harris (.10); research the Barton Doctrine and conferring briefly with Sam Maizel on conclusion (.60).
12/02/19	J.A. Moe, II	0.50	267.75	B190	/Aaron Raj v. St. Francis/ Review documents received from Andres Estrada consisting of the four Notices (.10); revise draft of letter to Attorney Zev Abramson on failure to timely file Claim (.20); review Proofs Of Service in order to complete dates (.10); revise letter to reflect dates of Service (.10).
12/02/19	K. Murphy	0.10	41.65	B190	/ Ancira / Analyze email regarding rescheduling depositions in matter.
12/02/19	K. Murphy	0.10	41.65	B190	/Quionones / Analyze and respond to email from John Moe re upcoming status conference.
12/02/19	K. Murphy	0.20	83.30	B190	/Quinones / Analyze voice message from David Weiss Law Firm (insurance counsel for SFMC) re whether Mr. Weiss needs to appear at the upcoming status conference (.1) and return telephone call with Mr. Weiss to advise re the same. (.1).
12/02/19	K. Murphy	0.10	41.65	B190	/Quinones / Analyze and respond to email from David Weiss confirming telephone call and plan for upcoming status conference.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	K. Murphy	0.50	208.25	B190	/Alicia Rubio / Prepare for upcoming status conference re bankruptcy by analyzing court website to confirm conference date, and information re prior status conference, and date of filing notice of automatic stay (.1); confer with Haig Arabian to seek copy pf complaint (.1); prepare status conference statement re bankruptcy (.2); and confer with John Moe re draft of the same. (.1).
12/03/19	K. Murphy	0.30	124.95	B190	/Alicia Rubio / Analyzed complaint from Haig Arabian (.1); analyze order entering stipulation for relief from automatic stay (.1); and prepare update to Verity Litigation Management Chart and Relief from Stay Chart re order on stipulation for relief. (.1).
12/03/19	J.A. Moe, II	0.10	53.55	B190	/Harris v. St. Francis/ Exchange E-Mails with Ahn Ruda and Elina Tilman conferring on the Leonard Harris action.
12/03/19	J.A. Moe, II	0.40	214.20	B190	/UNAC v. St. Francis/ Review proposed additions and corrections to the Settlement Agreement (proposed by UNAC) and exchange E-Mails with Elina Tilman (.20); telephone call with Ahn Ruda and Elina Tilman on fact that the Settlement Agreement should be a full release (.10); review E-Mail from and telephone call with Elina Tilman on withdrawal of claim, and language for withdrawal (.10).
12/03/19	J.A. Moe, II	0.80	428.40	B190	/Leonard Harris v. St. Francis/ Telephone call with Ahn Ruda and Elina Tilman on how to proceed in defense of the Case, then review of connection between the Proof Of Claim and Complaint, then focus on Defendants as coverage (.60); review draft letter to Leonard Harris' counsel and transmit to Ms. Ruda and Ms. Tilman (.10); review Elina Tilman's suggestions and make minor revisions to Mr. Harris's counsel (.10).
12/03/19	J.A. Moe, II	0.10	53.55	B190	/Carcamo and Engelman v. St. Francis/ Telephone call with Ahn Ruda and Elina Tilman on defense of individuals and source of funds for payment for individuals to pay judgment.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	J.A. Moe, II	0.40	214.20	B190	/Aaron Raj v. St. Francis/ Telephone call with An Ruda and Elina Tilman on fact that Claim bears no relation to Complaint and Mr. Raj cannot proceed (.20); review and correct letter to opposing counsel Zev Abramson, then transmit to Ms. Ruda and Ms. Tilman (.10); make additional minor revisions to the letter to Zev Abramson (.10).
12/03/19	J.A. Moe, II	0.30	160.65	B190	/Anil Jain v. St. Francis/ Telephone call with Ahn Ruda and Elina Tilman on necessity to settle all Claims with Settlement Agreement, conferring on and reviewing Proof of Claim and Administrative Claim.
12/03/19	J.A. Moe, II	0.10	53.55	B190	/Nguyen v. St. Francis/ Confer with Ahn Ruda and Elina Tilman on upcoming Case Management Conference, filing of a Report and possible attendance of Steve Sharrer at the hearing.
12/03/19	J.A. Moe, II	0.10	53.55	B190	/Zavala v. St. Francis/ Review E-Mails from Haig Arabian and Karleen Murphy on complete settlement of the Case.
12/03/19	J.A. Moe, II	0.10	53.55	B190	/Rubio v. St. Francis/ Review with Karleen Murphy the draft of the proposed Case Management Conference Statement, making one edit and reviewing the final version to be filed.
12/04/19	J.A. Moe, II	0.30	160.65	B190	/Aaron Raj v. St. Francis/ Confer with Elina Tilman on minor revisions to the letter to Zev Abramson (.10); make minor revisions, review revised letter and transmit with E-Mail to Elina Tilman and Ahn Ruda;v(.1); complete letter to Mr. Abramson and Vianney Muñoz (.1).
12/04/19	J.A. Moe, II	0.10	53.55	B190	/Rodriquez v. St. Francis/ Review E-Mail from and telephone call with Elina Tilman on authority to proceed with settlement.
12/04/19	K. Murphy	1.00	416.50	B190	/ Quinones / Prepare for attending status conference re bankruptcy by analyzing status conference statement (.1); attend staunts conference (.8) and prepare report to Verity team re same (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/04/19	K. Murphy	0.10	41.65	B190	/ Quinones / Prepare update to Verity Upcoming Deadline Chart with further status conference date on 6/4/2020.
12/04/19	K. Murphy	0.20	83.30	B190	/ Carcamo / Analyze and respond to email from Elina Tilman enclosing minute order from recent status conference and notice of further status conference and post mediation status conference, and review the enclosed documents (.1); and prepare update to Verity Deadline Chart with further conference dates (.1).
12/04/19	K. Murphy	0.20	83.30	B190	/ Irene Rodriguez / Analyze and respond to email from Elina Tilman enclosing executed settlement documents (.1) and prepare updates to Verity Litigation Management Chart re case settlement (.1).
12/04/19	K. Murphy	0.10	41.65	B190	/ Quinones / Prepare notice of further status conference.
12/05/19	K. Murphy	0.10	41.65	B190	/ Quinones / Analyze and respond to email from David Weiss (counsel for insured) with report of status conference on 12/4/19.
12/05/19	K. Murphy	0.40	166.60	B190	/ Natalie Nguyen / Analyze court website to determine date of filing of notice of automatic stay and confirmation of upcoming non-appearance case review (.1); prepared draft of statement re non-appearance case review (.2); and conferred with John Moe re draft of the same (.1).
12/05/19	K. Murphy	0.10	41.65	B190	/ Dahl / Confer with John Moe re required changes to status conference statement for 12/18/19 and prepare changes to the same.
12/05/19	J.A. Moe, II	0.10	53.55	B190	/Vasquez v. St. Francis/ Review E-Mails from Robert Richards on possible settlement of Proof of Claim.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	J.A. Moe, II	0.60	321.30	B190	/Leonard Harris v. St. Francis/ Revise/update letter to Attorney Carney Shegerian, on failure to file a Proof Of Claim, then E-Mail to Elina Tilman on revised letter (.20); telephone call from Ms. Tilman on two additions to the letter, inserting the additions, then review letter with Ms. Tilman (.20); telephone call with Ms. Tilman on missing service of Notice Of Case Commencement and exchange E-Mails with Andres Estrada on fact that first Notice was sent to Leonard Harris (.20).
12/05/19	K. Murphy	0.20	83.30	B190	/ Rubio / Confer with Haig Arabian to prepare for upcoming status conference in case with relief from automatic stay (.1) and draft email to Mr. Arabian enclosing copy of St. Francis Medical Center's Case Management Conference Statement re same. (.1).
12/06/19	J.A. Moe, II	0.10	53.55	B190	/Leonard Harris v. St. Francis/ Exchange E-Mails with Elina Tilman on approval of letter to Carney Shegerian.
12/06/19	K. Murphy	0.10	41.65	B190	/ Leonard Harris / Analyze email from John Moe to Plaintiff's counsel enclosing letter re untimely claim re assertions in complaint.
12/09/19	K. Murphy	0.10	41.65	B190	/ Raj / Analyze and respond to voice mail from John Moe re identification of debtors at issue in case.
12/09/19	J.A. Moe, II	0.10	53.55	B190	/Leonard Harris v. St. Francis/ Review Ahn Ruda's extensive E-Mail to Insurance Carrier on recommended Mediation of the Case.
12/09/19	J.A. Moe, II	0.10	53.55	B190	/Leonard Harris v. St. Francis/ Telephone call returned to Elina Tilman on letter to Carney Shegerian on failure to file a Claim.
12/09/19	K. Murphy	0.10	41.65	B190	Analyze email from Elina Tillman advising of new counsel for plaintiff and service of discovery to SFMC with question to John Moe re preparation of stay letter to new counsel.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/10/19	J.A. Moe, II	0.10	53.55	B190	/Alicia Rubio v. St. Francis/ Exchange of E-Mails with Karleen Murphy and Haig Arabian on relief from stay and defense of the Case going forward.
12/10/19	J.A. Moe, II	0.10	53.55	B190	/Natalie Nguyen v. St. Francis/ Review and make minor revision to the Case Management Conference Statement.
12/10/19	K. Murphy	0.10	41.65	B190	/ Natalie Nguyen / Telephone call with Elina Tillman re identification of individual to appear in small claims court at upcoming conference.
12/10/19	K. Murphy	0.10	41.65	B190	/ Natalie Nguyen / Confer with John Moe re attendance at upcoming conference if the court does not vacate the hearing date following receipt of status conference statement re bankruptcy.
12/10/19	K. Murphy	0.10	41.65	B190	/ Dahl / Analyze and respond to email from Elina Tillman re upcoming further status conference.
12/10/19	K. Murphy	0.10	41.65	B190	/ Dahl / Analyze Plaintiff's counsel's notice of change of address and draft email to Laurie Soledad to update service list re the same.
12/10/19	K. Murphy	0.20	83.30	B190	/ Dahl / Analyze notice of case management conference (.1) and draft email to John Moe to follow up re review of draft statement (.1).
12/11/19	J.A. Moe, II	0.10	53.55	B190	/Natalie Nguyen v. St. Francis/ Review Karleen Murphy's and Elina Tilman's E-Mails on upcoming Small Claims Court Hearing, then confer with Karleen Murphy on Steve Sharrer's possible appearance.
12/11/19	K. Murphy	0.20	83.30	B190	/ Natalie Nguyen / Confer with John Moe re identification of SFMC appearance at upcoming conference (.1) and draft email to Elina Tilman re the same (.1).
12/11/19	K. Murphy	1.10	458.15	B190	/ Rubio / Prepare for attending status conference by analyzing status conference statement (.1); attend conference (.8); prepare report to Verity team (.1); and confer with John Moe re monitoring case going forward (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/12/19	K.M. Howard	0.40	100.30	B190	Email exchanges with John Moe regarding a notice of stay of proceedings in Harris v. St. Francis Medical Center (.2) and reviewed the Harris complaint (.2).
12/12/19	J.A. Moe, II	0.20	107.10	B190	/Natalie Nguyen v. St. Francis/ Exchange texts with and telephone call returned from Karleen Murphy on preparing for upcoming Small Claims Court hearing, and setting conference call with Steve Sharrer and Elina Tilman on hearing (and the necessity to file a revised Status Conference Statement); retrieve documents.
12/13/19	K. Murphy	0.10	41.65	B190	/ Natalie Nguyen / Confer with Elina Tilman re team call to discuss appearance at upcoming conference.
12/13/19	K. Murphy	0.30	124.95	B190	/ Natalie Nguyen / Analyze court website to determine if court continued 12/24 matter following receipt of statement in advance of non-appearance case review (.1) and prepare for team call by analyzing prior emails regarding small claims matter and case facts (.2).
12/13/19	K. Murphy	0.40	166.60	B190	/ Natalie Nguyen / Prepare for call with John Moe, Elina Tilman, and Steve Sharrer re upcoming 12/24 appearance by analyzing prior emails re wage claim as pre and post petition (.1); confer with John Moe to brief on status prior to call (.1); and attend teleconference (.2).
12/13/19	J.A. Moe, II	0.10	53.55	B190	/Leonard Harris v. St. Francis/ Review Elina Tilman's E-Mail and proposed Answer.
12/13/19	J.A. Moe, II	0.20	107.10	B190	/Leonard Harris v. St. Francis/ Review with An Ruda and Elina Tilman the automatic stay, no Answer for St. Francis, letter sent to Carney Shegerian and Notice of Stay to be filed, and necessity to respond to discovery.
12/13/19	J.A. Moe, II	0.10	53.55	B190	/Rodriguez v. St. Francis/ Review E-Mail from Counsel on Request For Dismissal, and expected Withdrawal of Claim.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/13/19	J.A. Moe, II	0.20	107.10	B190	/Natalie Nguyen v. St. Francis/ Conference call with Elina Tilman, Steve Sharrer and Karleen Murphy, on preparation for upcoming Conference, including whether Conference will occur and telephonic appearance.
12/16/19	J.A. Moe, II	0.10	53.55	B190	/Moritaya v. St. Francis, Naope v. St. Francis/ Review Notices of upcoming Case Management Conferences; forward to Karleen Murphy.
12/17/19	J.A. Moe, II	0.30	160.65	B190	/Ancira v. St. Francis/ Review upcoming Case Management Conference and forward to Karleen Murphy.
12/17/19	J.A. Moe, II	0.20	107.10	B190	/Natalie Nguyen v. St. Francis/ Review fact of upcoming Case Management Conference and goal of avoiding hearing in Small Claims Court, forwarding to Karleen Murphy.
12/17/19	K.M. Howard	0.20	50.15	B190	Reviewed and culled the tentative ruling granting the motion to approve compromise and settlement between Debtors and LA Care Health Plan (.1); prepared email to Verity Team regarding same (.1).
12/17/19	K. Murphy	0.40	166.60	B190	/ Natalie Nguyen / Telephone call with court clerk re upcoming non-appearance case review (.2); confer with John Moe re same (.1) and prepare email to team with status update (.1).
12/19/19	K. Murphy	0.10	41.65	B190	/ Morataya / Analyze prior status conference report and minute order to confirm that no further status conference statement is required for upcoming conference.
12/19/19	K. Murphy	0.20	83.30	B190	/ Dahl / Analyze court's minute order posted re 12/18/19 conferences (.1) and drafted email to Elina Tilman re the same. (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/19/19	K. Murphy	0.40	166.60	B190	/ Khajehkarameddinm / Prepare for drafting status conference statement for 1/7/20 conference by analyzing prior status conference report and court website to confirm filing date for Notice of Automatic Stay (.1); draft status conference statement (.2); and draft email to John Moe with draft of statemnet for review (.1).
12/23/19	J.A. Moe, II	0.20	107.10	B190	/Leonard Harris v. St. Francis/ Review E-Mail and telephone call with Elina Tilman on Notice Of Stay.
12/24/19	K.M. Howard	0.20	50.15	B190	Email exchanges with Tania Moyron regarding pending adversary case against SGM (.1); reviewed the adversary proceeding cover sheet (.1).
12/24/19	K. Murphy	0.20	83.30	B190	/ Irene Rodriguez / Analyze confirmed request for dismissal (.1) and prepare updates to Verity Litigation Management Charts re dismissal (.1).
12/24/19	K. Murphy	0.30	124.95	B190	/ Natalie Nyugen / Analyze minute order from 12/24/19 non-appearance case review and new date on court website for cont'd non-appearance case review (.1); draft email to Verity team advising of continued matter (.1); and prepare update to Verity Litigation Management Charts re same. (.1)
12/27/19	K.M. Howard	0.60	150.45	B190	Reviewed complaint and docket in Harris v. St. Francis Medical Center (.2); prepared Notice of Stay of Proceedings, proof of service and exhibits thereto, and coordinated filing of same (.4).
12/27/19	K.M. Howard	0.20	50.15	B190	Received and reviewed conformed copy of Notice of Stay of Proceedings filed in Harris v. St. Francis (.1) and prepared email to John Moe and Karleen Murphy regarding same (.1).
12/27/19	K.M. Howard	0.60	150.45	B190	Analysis of docket in Leonard Harris v. St. Francis Medical Center and reviewed and revised Litigation Management Chart and Critical Dates Memorandum.

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/27/19	J.A. Moe, II	0.10	53.55	B190	/Francis Khajehkaraneddinm v. St. Francis/ Review multiple Notices on Status Conference and transfer to Karleen Murphy.
12/27/19	J.A. Moe, II	0.10	53.55	B190	/Irene Rodriquez v. St. Francis/ Review Elina Tilman's E-Mail and conformed Request For Dismissal; E-Mail to Karleen Murphy and Kathryn Howard on dismissal of Superior Court Litigation.
12/27/19	J.A. Moe, II	0.20	107.10	B190	/Natalie Nguyen v. St. Francis/ Review multiple exchange of E-Mails on Minute Order; review Minute Order; E-Mail to Karleen Murphy on upcoming Mediation.
12/27/19	J.A. Moe, II	0.20	107.10	B190	/Leonard Harris v. St. Francis/ Review status of, review E-Mails from Elina Tilman and Karleen Murphy on, and telephone call with Kathryn Howard on Notice Of Stay (.10); telephone call with Elina Tilman on filing the Notice Of Stay (.10).
12/30/19	S. Maizel	1.30	1,040.00	B190	Telephone conference with secured creditors re SGM complaint (.4); telephone conference with S. Martin re same (.9).
12/30/19	S. Maizel	0.10	80.00	B190	Telephone conference with T. Moyron re SGM complaint.
12/30/19	K. Murphy	0.20	83.30	B190	/ Ebtissam / Analyze LA Court website for updated information on date for Final Status Conference and Trial Date (.1); draft update to Verity Litigation Management Deadline Chart re the same and email to Kathryn Howard re the same (.1).
12/30/19	K. Murphy	0.50	208.25	B190	Analyze email from Kathryn Howard enclosing court endorsed notice of stay of proceedings by St. Francis Medical Center (.1); draft email to Elina Tilman enclosing the confirmed notice (.1); analyze complaint and LA Court Website re future hearings to prepare new case summary of new matter in Verity Litigation Management Chart (.1); and prepare new case summary for Verity Litigation Management Charts and Upcoming Deadline charts with new case (.2).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/30/19	K. Murphy	0.10	41.65	B190	Analyze email from Elina Tillman enclosing draft of partial Answer for SFMC and Ms. Tillman's comments re conversation with John Moe re issue of affirmative defenses.
12/30/19	K. Murphy	0.40	166.60	B190	/ Naope / Prepare for drafting status conference statement by researching court website to confirm upcoming status conference and analyze prior status conference report (.1); prepare status conference statement (.2); and draft email to John Moe enclosing draft of status conference statement for review. (.1).
Subtotal		20.80	9,751.75		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

B260 - Board of Directors Matters

Date	Timekeeper	Hours	Amount	Task	Narrative
12/13/19	S. Maizel	1.30	1,040.00	B260	Board of Directors conference call re SGM sale issues.
12/13/19	T. Moyron	1.50	777.75	B260	Conference call with Board and correspond with R. Adcock thereafter.
	Subtotal	2.80	1,817.75		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
12/12/19	J.A. Moe, II	0.10	53.55	B310	/UNAC Grievance Claims v. St. Francis/ Confer with Elina Tilman on preparing Withdrawal of Claim, and prepare draft of Withdrawal Of Claim.
12/27/19	J.A. Moe, II	0.40	214.20	B310	/Sonnia Ahinasi v. St. Francis/ Review E- Mails from Elina Tilman and Karleen Murphy on Claim, and brief telephone call with and E-Mail to Andres Estrada on whether Claims were filed (.20); review e- Mail with Claims from Andres Estrada and E-Mail to Elina Tilman transmitting Claims, exchanging E-Mails on contents of the Claims (.20).
12/27/19	J.A. Moe, II	0.30	160.65	B310	/Wolferd v. St. Francis and Gonzalez v. St. Francis/ Review two proposed Withdrawals Of Claims, then E-Mail to Elina Tilman on proposed terms of the Withdrawals (.20); telephone call with Elina Tilman on taking language out of the Withdrawals (.10).
12/31/19	J.A. Moe, II	0.20	107.10	B310	/Katherine Wolferd v. St. Francis/ Exchange E-Mails with An Ruda and Elina Tilman on Withdrawal, then review and confirm Withdrawal was filed, then E-Mail to Bob Richards on Withdrawal (.10); review Withdrawal from Christian Kim (.10).
12/31/19	J.A. Moe, II	0.10	53.55	B310	/Irene Rodriguez v. St. Francis/ Confer with Elaine Tilman on the necessity to obtain Withdrawal and review E-Mails to and from Counsel on Withdrawal.
Subtotal		1.10	589.05		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

EMP - Employee matters

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	C. Doherty, Jr.	0.20	74.80	EMP	Respond to emails regarding 1113 Motion Procedure.
12/03/19	C. Doherty, Jr.	1.50	561.00	EMP	Respond to emails regarding 1113 Motion Procedure and service questions regarding tentative ruling (.5); review docket regarding questions regarding service (.2); prepare comments to proposed order for 1113 motion (.6); review tentative orders in case (.2)
12/06/19	A. Shiran	0.20	102.90	EMP	Discuss hospital sale status and impact on employee terminations and WARN with Sandra McCandless.
12/06/19	S. McCandless	0.20	159.80	EMP	Discuss WARN issues in context of sale status with A. Youssefi.
12/12/19	S. McCandless	1.50	1,198.50	EMP	Telephone call with S. Sharrer regarding current WARN issues in context of sale status and delay of separations (.50); review and analyze Adcock correspondence to employees as related to same (.30); communicate with A. Youssefi regarding implications of same (.30); related legal research (.40).
12/12/19	T. Moyron	2.00	1,037.00	EMP	Conference call with S. Maizel, et al. re SGM and next steps (1.1); conference call with R. Adcock, et al. re employees (.5); analyze correspondence to employee (.1); prepare same and prepare emails (.3).
12/12/19	N. Koffroth	0.50	250.75	EMP	Participate in call with E. Paul, R. Adcock, et al. re employee matters
12/12/19	A. Shiran	1.90	977.55	EMP	Telephone conference with Steve Sharrer regarding next WARN steps; evaluate and analyze next steps in event sale does not go forward (1.5); research possibility of withdrawal of WARN Notice (.3); review correspondence from Rich Adcock relating to next steps and sale status (.1).

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/13/19	A. Shiran	2.50	1,286.25	EMP	Multiple telephone conference with Steve Sharrer regarding upcoming end of WARN windown and potential next steps given failure of sale to close early December (.9); team call with client to discuss current status (.3); evaluate next steps including potential WARN Notices and notice to employees of continued employment (1.3).
12/13/19	S. McCandless	1.90	1,518.10	EMP	Two telephone calls with S. Sharrer regarding implications of ending of WARN period in context of current failure to close and related background information (.90); discuss same with A. Youssefi (.20); related communications with Dentons team (.20); team conference call to discuss same (.30); review related communications from T. Moyron and R. Adcock (.10); further analyze R. Adcock's memorandum to employees in context of same (.20).
12/16/19	C. Doherty, Jr.	1.60	598.40	EMP	Draft update email regarding lodging of 1113 Order (.2); draft email regarding strategy regarding KEIP KERP Motion (.4); attend KEIP/KERP call regarding need for amendments (.5); begin preparing KEIP KERP amendments motion (.5)
12/19/19	E. Bass	0.70	383.78	EMP	Conduct additional research re applicability of the liquidating fiduciary exception to the WARN Act.
12/24/19	C. Doherty, Jr.	0.10	37.40	EMP	Respond to emails regarding hearing date for KEIP/KERP Motion.
Subtotal		14.80	8,186.23		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

MED/DHC- Medi-Cal/DHCS Issues

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	S. Maizel	0.50	400.00	MED/DHCS	Review and respond to emails re DHCS settlement agreement.
12/04/19	S. Maizel	0.80	640.00	MED/DHCS	Telephone conference with E. Paul, etc. re Medi-Cal settlement issues (.60); telephone conference with BRG, etc. re same (.20).
12/04/19	S. Maizel	0.90	720.00	MED/DHCS	Review and respond to emails re DHCS settlement (.40); review and revise DHCS settlement agreement (.50).
12/04/19	T. Moyron	0.30	155.55	MED/DHCS	Follow up call with D. Galfus and S. Maizel re DHCS.
12/04/19	N. Koffroth	0.30	150.45	MED/DHCS	Participate in strategy call with R. Adcock, E. Paul, et al. re DHCS stipulation
12/05/19	N. Koffroth	0.30	150.45	MED/DHCS	Draft order approving DHCS stipulation
12/05/19	S. Maizel	0.70	560.00	MED/DHCS	Review and respond to emails re Medi-Cal settlement agreement.
12/06/19	S. Maizel	2.50	2,000.00	MED/DHCS	Telephone conference with E. Paul, etc. re Medi-Cal settlement agreement (.5); telephone conference with K. Wang re same (x3) (.3); review and respond to emails re same (.8); review and revise Medi-Cal settlement agreement (.9).
12/06/19	N. Koffroth	0.20	100.30	MED/DHCS	Draft stipulation with DHCS re transfer of Medi-Cal provider agreements
12/06/19	N. Koffroth	0.60	300.90	MED/DHCS	Calls re Stipulation with DHCS re transfer of Medi-Cal provider agreements with E. Paul, K. Wang, et al. x 2 (0.1) (0.3), E. Paul and T. Moyron (0.2)
12/07/19	S. Maizel	0.40	320.00	MED/DHCS	Review and respond to emails from K. Wang re Medi-Cal settlement.
12/09/19	S. Maizel	0.60	480.00	MED/DHCS	Review and respond to emails re DHCS settlement and appeal.
12/10/19	S. Maizel	0.30	240.00	MED/DHCS	Telephone conference with E. Paul, etc. re DHCS settlement issues.
12/10/19	N. Koffroth	0.30	150.45	MED/DHCS	Participate in call with C. Montgomery, T. Moyron, et al. re DHCS settlement
Subtotal		8.70	6,368.10		

St. Francis Medical Center
Matter: 15800425-000006
Invoice No.: 2242285

January 29, 2020

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
APP	Appellate Proceedings	117,874.83
B130	Asset Disposition	237,621.92
B185	Assumption/Rejection of Leases and Contracts	74.80
B190	Other Contested Matters (excl. assumption/rejection motions)	9,751.75
B260	Board of Directors Matters	1,817.75
B310	Claims Administration and Objections	589.05
EMP	Employee matters	8,186.23
MED/DHCS	Medi-Cal/DHCS Issues	6,368.10
	Total This Matter	\$382,284.43

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	64.40	\$51,520.00
S. Alberts	\$800.00	0.90	\$720.00
S. Maizel	\$800.00	59.90	\$47,920.00
S. Martin	\$760.75	81.20	\$61,772.91
J.S. Zeman	\$548.25	3.90	\$2,138.18
P. Maxcy	\$739.50	1.70	\$1,257.15
R. Garms	\$603.50	7.80	\$4,707.30
S. McCandless	\$799.00	3.60	\$2,876.40
T. Moyron	\$518.50	134.90	\$69,945.65
J.A. Moe, II	\$535.50	9.50	\$5,087.25
C. Richter	\$646.00	6.80	\$4,392.80
K. Murphy	\$416.50	9.50	\$3,956.75
M. Zeefe	\$480.25	4.50	\$2,161.13
A. Shiran	\$514.50	4.60	\$2,366.70
E. Bass	\$548.25	0.70	\$383.78

St. Francis Medical Center
Invoice #: 2242285

January 29, 2020

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
G. Miller	\$442.00	7.50	\$3,315.00
J. Whipple	\$527.00	4.30	\$2,266.10
N. Koffroth	\$501.50	144.90	\$72,667.35
C. Doherty, Jr.	\$374.00	6.50	\$2,431.00
C. Heddesheimer	\$433.50	0.40	\$173.40
L. Macksoud	\$437.75	62.50	\$27,359.41
A. Dondoyano	\$323.00	8.40	\$2,713.20
D. Cook	\$471.75	0.50	\$235.88
G. Medina	\$293.25	2.70	\$791.78
K.M. Howard	\$250.75	35.00	\$8,776.31
M. Sanchez	\$255.00	0.40	\$102.00
E. Giudice	\$247.00	<u>1.00</u>	<u>\$247.00</u>
Totals		668.00	\$382,284.43

Fee Total \$ 382,284.43

Invoice Total \$ 382,284.43

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242286

Matter: 15800425-000008
Seton Medical Center and Seton Coastside

Payment Due Upon Receipt

Total This Invoice \$ 39,067.10

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242286

For Professional Services Rendered through December 31, 2019:

Matter: 15800425-000008
Seton Medical Center and Seton Coastside

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	L. Whidden	4.20	3,215.10	B130	Redacted
12/03/19	L. Whidden	4.10	3,138.55	B130	Redacted
12/03/19	C. Montgomery	0.30	240.00	B130	Redacted
12/04/19	S. Maizel	0.20	160.00	B130	Telephone conference with M. St. James re Seton issues vis-a-vis SGM sale.
12/04/19	L. Whidden	4.90	3,750.95	B130	Redacted
12/04/19	T. Moyron	0.10	51.85	B130	Conference call with M. St. James re sale status.

Seton Medical Center and Seton Coastside
Matter: 15800425-000008
Invoice No.: 2242286

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/05/19	L. Whidden	5.10	3,904.05	B130	Redacted
12/06/19	L. Whidden	3.50	2,679.25	B130	Redacted
12/07/19	T. Moyron	0.20	103.70	B130	Redacted
12/07/19	C. Montgomery	1.80	1,440.00	B130	Redacted
12/10/19	J.A. Moe, II	0.10	53.55	B130	Review the Statement Of Concern and attached letter from Dr. Robert Perez, on status of Seton Medical Center.
12/10/19	L. Whidden	4.40	3,368.20	B130	Redacted
12/10/19	G. Medina	0.40	117.30	B130	Pull and send Order denying emergency motion for insurance of and OSC, the Memo Decision, the Emergency Motion enforce the sale to SGM and the First Day Declaration of R. Adcock per the request of L. Whidden.
12/11/19	L. Whidden	2.50	1,913.75	B130	Redacted
12/12/19	L. Whidden	3.50	2,679.25	B130	Redacted
12/16/19	L. Whidden	5.70	4,363.35	B130	Redacted
12/17/19	L. Whidden	5.10	3,904.05	B130	Redacted
12/17/19	T. Moyron	0.50	259.25	B130	Redacted
12/17/19	G. Medina	0.40	117.30	B130	Pull and send at the request of L. Whidden Declaration of James Maloney and Motion to Enforce Sale to SGM.

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2242286

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/18/19	C. Montgomery	0.10	80.00	B130	Redacted
12/18/19	K.M. Howard	0.40	100.30	B130	Redacted
12/20/19	C. Montgomery	0.30	240.00	B130	Communications with E Paul and Cain regarding Allied NDA.
12/23/19	L. Whidden	1.40	1,071.70	B130	Redacted
12/31/19	T. Moyron	1.10	570.35	B130	Redacted
Subtotal		50.30	37,521.80		

Seton Medical Center and Seton Coastside
Matter: 15800425-000008
Invoice No.: 2242286

January 29, 2020

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
12/02/19	J.A. Moe, II	0.10	53.55	B190	/Meeko v. Seton/ Review E-Mails to and from Bruce Highman and Elina Tilman on payment of settlement.
12/03/19	J.A. Moe, II	0.10	53.55	B190	/Michael Coneff v. Seton/ Confer with Ahn Ruda and Elina Tilman on necessity to determine if Notices were received, yet recommend to accept \$2500 settlement.
12/04/19	K. Murphy	0.10	41.65	B190	/Coneff / Analyze emails from Elina Tillman and John Moe re case settlement and settlement documents.
12/04/19	J.A. Moe, II	0.50	267.75	B190	/Michael Coneff v. Seton/ Review Elina Tilman's E-Mail on the Michael Coneff Case and recommendation for settlement (.10); exchange E-Mails with Andres Estrada on Notices served and Claim filed (.10); review Elina Tilman's E-Mail on proposed settlement and approval of Elisa Tilman and Steve Sharrer (.10); review report form Ms. Tilman on successful settlement and telephone call with Ms. Tilman on terms (.10); telephone call from Elina Tilman with approval of the Settlement Agreement (.10).
12/05/19	J.A. Moe, II	0.10	53.55	B190	/Michael Coneff v. Seton/ Review proposed Settlement Agreement and E-Mail to Elina Tilman.
12/27/19	J.A. Moe, II	0.10	53.55	B190	/Reyes-Hernandez v. Seton/ Review Notice and forward to Karleen Murphy on Status Conference.
Subtotal		1.00	523.60		

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2242286

January 29, 2020

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	G. Miller	1.10	486.20	B210	Draft motion to abandon furniture at Seton.
	Subtotal	1.10	486.20		

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2242286

January 29, 2020

B310 - Claims Administration and Objections

Date	Timekeeper	Hours	Amount	Task	Narrative
12/12/19	J.A. Moe, II	0.10	53.55	B310	/Meeko v. Seton/ Telephone call with Elina Tilman on preparing a Withdrawal Of Claim and prepare draft of the Withdrawal.
12/13/19	J.A. Moe, II	0.20	107.10	B310	/Mary Meeko v. Seton/ Revise the Withdrawal Of Claims, for Bruce Highman's Office; E-Mail to Mr. Highman on preparing Form of Withdrawal.
12/16/19	J.A. Moe, II	0.20	107.10	B310	/Meeko Claims/ Exchange E-Mails with Bruce Highman and revise the second page of the proposed Withdrawal Of Claims.
12/17/19	J.A. Moe, II	0.20	107.10	B310	/Mary Meeko Claims/ Exchange E-Mails with Bruce Highman on Withdrawal Of Claims, reviewing the revised proposed Withdrawal.
12/18/19	J.A. Moe, II	0.10	53.55	B310	/Mary Meeko v. Seton/ Review executed Withdrawal Of Claims and have Withdrawal filed resolving four Claims.
12/23/19	J.A. Moe, II	0.20	107.10	B310	/Mary Meeko v. Seton/ Exchange E-Mails with Elina Tilman, retrieve conformed Withdrawal, and transmit to Ms. Tilman, An Ruda and Bruce Highman.
Subtotal		1.00	535.50		

Seton Medical Center and Seton Coastsides
Matter: 15800425-000008
Invoice No.: 2242286

January 29, 2020

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B130	Asset Disposition	37,521.80
B190	Other Contested Matters (excl. assumption/rejection motions)	523.60
B210	Business Operations	486.20
B310	Claims Administration and Objections	535.50
Total This Matter		\$39,067.10

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	2.50	\$2,000.00
S. Maizel	\$800.00	0.20	\$160.00
L. Whidden	\$765.50	44.40	\$33,988.20
T. Moyron	\$518.50	1.90	\$985.15
J.A. Moe, II	\$535.50	2.00	\$1,071.00
K. Murphy	\$416.50	0.10	\$41.65
G. Miller	\$442.00	1.10	\$486.20
G. Medina	\$293.25	0.80	\$234.60
K.M. Howard	\$250.75	<u>0.40</u>	<u>\$100.30</u>
Totals		53.40	\$39,067.10
Fee Total	\$	39,067.10	
Invoice Total	\$	<u>39,067.10</u>	

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons – continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242289

Matter: 15800425-000010
Verity Medical Foundation

Payment Due Upon Receipt

Total This Invoice	\$ 9,806.45
--------------------	-------------

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242289

For Professional Services Rendered through December 31, 2019:

Matter: 15800425-000010
Verity Medical Foundation

B100 - Administration

Date	Timekeeper	Hours	Amount	Task	Narrative
12/11/19	T. Moyron	0.30	155.55	B100	Analyze matters and correspondence related to VMG.
	Subtotal	0.30	155.55		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2242289

January 29, 2020

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	P. Maxcy	0.30	221.85	B130	Review message from SMMI re SOAR demand and forward same to M. Kwok.
12/04/19	P. Maxcy	0.50	369.75	B130	Review VMG letter and send same to P. Melnick.
12/05/19	P. Maxcy	2.40	1,774.80	B130	Calls and work on VMG agreement.
12/05/19	P. Maxcy	1.40	1,035.30	B130	Review SOAR APA and discuss alleged SOAR lease claims with M. Kwok.
12/06/19	P. Maxcy	0.70	517.65	B130	Work on SOAR and SMMI lease issues.
12/10/19	P. Maxcy	0.40	295.80	B130	Review proposed edits to VMG letter agreement.
12/13/19	P. Maxcy	0.50	369.75	B130	Various discussions with P. Melnick and others re status of VMG issues.
12/18/19	T. Moyron	0.20	103.70	B130	Analyze motion to abandon (.1); call with G. Miller regarding same (.1).
12/19/19	P. Maxcy	0.60	443.70	B130	Review and comment on proposed edits to VMG letter agreement.
12/23/19	N. Koffroth	1.90	952.85	B130	Draft motion for approval of Hunt settlement agreement
12/23/19	T. Moyron	0.20	103.70	B130	Analyze correspondence regarding Hunt motion and settlement.
12/26/19	P. Maxcy	0.30	221.85	B130	Review letter from VMG and follow-up re: payments to VMG.
12/30/19	K.M. Howard	0.40	100.30	B130	Analysis of Debtors' Motion to Approve Compromise between Debtors and Hunt Spine Institute and reviewed and revised Critical Dates Memorandum accordingly.
12/30/19	P. Maxcy	0.90	665.55	B130	Follow up with P. Chadwick on VMG issues.
Subtotal		10.70	7,176.55		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2242289

January 29, 2020

B185 - Assumption/Rejection of Leases and Contracts

Date	Timekeeper	Hours	Amount	Task	Narrative
12/03/19	P. Maxcy	0.20	147.90	B185	Check status of credits on assignment of IDX contract.
12/04/19	P. Maxcy	0.20	147.90	B185	Check status of IDX assignment order.
12/04/19	C. Doherty, Jr.	0.40	149.60	B185	Call with contract counterparty regarding stipulation (.2); attention to emails negotiating same (.2)
12/04/19	G. Miller	1.10	486.20	B185	Draft order approving assumption and assignment of IDX contract to SVMD.
12/05/19	P. Maxcy	0.30	221.85	B185	Check status of IDX and lease rejection orders.
12/06/19	P. Maxcy	0.20	147.90	B185	Review and forward IDX assignment order.
	Subtotal	2.40	1,301.35		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2242289

January 29, 2020

B190 - Other Contested Matters (excl. assumption/rejection motions)

Date	Timekeeper	Hours	Amount	Task	Narrative
12/10/19	J.A. Moe, II	0.10	53.55	B190	/Alana Dahl v. VMF/ Review and confer with Karleen Murphy on two minor corrections to the Case Management Conference Statement.
	Subtotal	0.10	53.55		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2242289

January 29, 2020

B210 - Business Operations

Date	Timekeeper	Hours	Amount	Task	Narrative
12/27/19	T. Moyron	0.30	155.55	B210	Correspond with T. Conner re Wells Fargo accounts (.2); analyze related correspondence (.1).
12/27/19	J.A. Moe, II	0.90	481.95	B210	/Wells Fargo Bank/ Review series of E-Mails from Ty Conner and Chris Albright and review letter on closure of accounts (.10); prepare draft of letter to Mr. Albright (.20); exchange E-Mails with Tania Moyron on responding to Mr. Albright (.10); two E-Mails to Ty Conner on conferring on background facts, and telephone call with Mr. Conner on prior exchanges with Wells Fargo (.30); review Ty Conner's proposed insert, then revise and expand draft of letter to Mr. Albright, including information from Mr. Connor (.20).
12/30/19	J.A. Moe, II	0.90	481.95	B210	/Wells Fargo Bank/ Review and revise first full draft of letter addressed to Wells Fargo Bank requesting that accounts remain open until June 30, 2020 (.20); review again Chris Albright's letter and integrate information from Mr. Albright's letter into response (.10); exchange E-Mails with Claude Montgomery on possible additional argument (.10); review Ty Conner's additional facts and revise and expand letter to include additional facts on impact of changing the accounts (.20); additional revisions to and reformatting of letter to Chris Albright, then entirely revise new section of the letter (.30).
Subtotal		2.10	1,119.45		

Verity Medical Foundation
Matter: 15800425-000010
Invoice No.: 2242289

January 29, 2020

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B100	Administration	155.55
B130	Asset Disposition	7,176.55
B185	Assumption/Rejection of Leases and Contracts	1,301.35
B190	Other Contested Matters (excl. assumption/rejection motions)	53.55
B210	Business Operations	1,119.45
	Total This Matter	\$9,806.45

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
P. Maxcy	\$739.50	8.90	\$6,581.55
T. Moyron	\$518.50	1.00	\$518.50
J.A. Moe, II	\$535.50	1.90	\$1,017.45
G. Miller	\$442.00	1.10	\$486.20
N. Koffroth	\$501.50	1.90	\$952.85
C. Doherty, Jr.	\$374.00	0.40	\$149.60
K.M. Howard	\$250.75	<u>0.40</u>	<u>\$100.30</u>
Totals		15.60	\$9,806.45

Fee Total \$ 9,806.45

Invoice Total \$ 9,806.45

DENTONS

SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons – continuing services
throughout Hawai'i

dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2245639

Matter: 15800425-000020
Adv. Proceeding - Verity, et al. v. Chaudhuri, M.D., et al.
2:20-ap-01001-ER

Payment Due Upon Receipt

Total This Invoice \$ 44,094.62

Please return this page with your payment

In the case of mail deliveries to:

SNR Denton US LLP
8000 Sears Tower
Chicago, IL 60606

OR

In the case of overnight deliveries to:

SNR Denton US LLP
Attention: Accounting
233 South Wacker Drive
Chicago, IL 60604-6404

Payment by wire transfer should be sent to:

Citi Private Bank
227 W Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account # 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference Invoice # and/or client matter #

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300



SNR Denton US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is now
Dentons -- continuing services
throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2245639

For Professional Services Rendered through December 31, 2019:

Matter: 15800425-000020
Adv. Proceeding - Verity, et al. v. Chaudhuri, M.D., et al.
2:20-ap-01001-ER

B130 - Asset Disposition

Date	Timekeeper	Hours	Amount	Task	Narrative
12/01/19	S. Martin	1.00	760.75	B130	Communicate with debtors, BRG, Cain Brothers and debtors' counsel regarding communications with SGM (.7); evaluate contingency approach to SGM issues (.3).
12/02/19	E. Cobarrubias	0.70	187.43	B130	Run individual property searches for assets held by Strategic Global Management (SGM) and KPC Health entities, for Sonia Martin.
12/06/19	E. Cobarrubias	0.30	80.33	B130	Locate property records for the KPC Health entities, for Sonia Martin.
12/08/19	S. Martin	3.20	2,434.40	B130	Continue drafting complaint against SGM, KPC, et al.
12/09/19	S. Martin	0.80	608.60	B130	Continue drafting complaint against SGM and alter egos.
12/16/19	S. Martin	1.10	836.83	B130	Email with debtors regarding operational issues and communications with SGM regarding same (.2); communicate with debtors, BRG and debtors' counsel regarding SGM breach issues and next steps (.9).
12/18/19	T. Fowler	0.10	20.40	B130	Research and obtain requested cases for S. Martin.
12/18/19	A. Hall	2.10	615.83	B130	Research when damages for breach of covenant of good faith available in addition to economic damages
12/18/19	S. Martin	1.10	836.80	B130	Legal research in response to inquiry from UCC regarding complaint against SGM and breach of implied covenant.

Adv. Proceeding - Verity, et al. v. Chaudhuri, M.D., et al.
2:20-ap-01001-ER
Matter: 15800425-000020
Invoice No.: 2245639

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/19/19	L. Whidden	3.70	2,832.35	B130	Review background information on pre-petition security granted by hospitals to pre-petition lenders in preparation for analysis of entitlements to litigation proceeds (2.5); review UCC provisions relevant to analysis (1.2)
12/20/19	S. Martin	0.90	684.68	B130	Review and analyze order on motion to dismiss appeal (.6); confer with debtors' counsel regarding same (.2); analysis regarding timing of complaint (.1).
12/21/19	S. Martin	0.40	304.30	B130	Continue drafting complaint (.3); communicate with T. Moyron regarding same (.1).
12/22/19	S. Martin	0.70	532.53	B130	Review and revise complaint against SGM (.5); confer with T. Moyron regarding appellate strategy issues (.2)
12/23/19	T. Moyron	0.40	207.40	B130	Prepare email to S. Maizel, et al. re complaint (.1); correspond with S. Martin regarding same (.2); analyze excel sheet re AG costs (.1).
12/23/19	C. Montgomery	0.10	80.00	B130	Communications with T Moyron regarding draft complaint against SGM.
12/24/19	T. Moyron	1.40	725.90	B130	Analyze matters related to complaint (.4); analyze updated complaint and internal correspondence regarding same (.8); exchange emails with D. Galfus, et al. re timing (.2).
12/24/19	C. Montgomery	0.60	480.00	B130	Begin review of draft complaint.
12/24/19	S. Martin	3.10	2,358.33	B130	Continue drafting complaint against SGM, et al and communicate with debtors, SGM and debtors' counsel regarding same.
12/25/19	S. Martin	0.30	228.23	B130	Communicate with debtors and debtors' counsel regarding draft complaint (.1); analysis regarding additional factual allegations to add to complaint (.2).
12/25/19	S. Maizel	0.30	240.00	B130	Review and respond to emails re SGM complaint.

Adv. Proceeding - Verity, et al. v. Chaudhuri, M.D., et al.
2:20-ap-01001-ER
Matter: 15800425-000020
Invoice No.: 2245639

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/26/19	S. Martin	2.60	1,977.95	B130	Review and analyze research regarding implied covenant elements and recovery (.9); analysis regarding additional grounds for fraud claims (.8); continue drafting complaint against SGM, et al (.7); communicate with debtors and debtors' counsel regarding allegations in complaint (.2).
12/27/19	C. Montgomery	0.20	160.00	B130	Phone calls with L Whidden regarding SGM complaint as Prepetition secured creditor collateral.
12/30/19	C. Montgomery	2.00	1,600.00	B130	Phone call from T Moyron regarding SGM complaint (.2); conference call with T Moyron, S Martin, R Richards and A Ruegger re same (1.1); conference call with R Adcock, P Chadwick, S Martin, T Moyron, E Paul regarding same (.7)
12/30/19	A. Ruegger	3.80	3,040.00	B130	Communications with T. Moyron, S. Martin and Dentons team re draft complaint vs. SGM defendants (0.8); review legal authorities re alter-ego principles (1.8); review draft complaint for alter-ego allegations (0.5); conference call with Dentons team re status and steps to take re draft complaint (0.7).
12/30/19	R. Richards	2.20	1,590.60	B130	Review and comments on draft complaint against SGM and related entities and persons (0.7); review and forward existing alter ego research (1.3); emails re other potential factual support avenues (0.2)
12/30/19	S. Martin	6.50	4,944.88	B130	Continue drafting complaint against SGM et al. (2.4); review and analyze AG and court hearing transcripts and Cain Brothers emails for factual allegations (1.6); calls and emails with debtors and debtors' counsel regarding complaint against SGM and alter egos (2.2); confer with Cain Brothers regarding factual allegations concerning communications about financing (.3).
12/30/19	T. Moyron	2.70	1,399.95	B130	Analyze and prepare complaint.

Adv. Proceeding - Verity, et al. v. Chaudhuri, M.D., et al.
2:20-ap-01001-ER
Matter: 15800425-000020
Invoice No.: 2245639

January 29, 2020

Date	Timekeeper	Hours	Amount	Task	Narrative
12/31/19	R. Richards	2.40	1,735.20	B130	Review and comment on revised draft of complaint (1.0); conference call re comments and strategy on the same (1.2); review additional documents (0.2)
12/31/19	R. Richards	0.50	361.50	B130	Call with client and team re strategy re complaint against SGM.
12/31/19	A. Ruegger	3.60	2,880.00	B130	Continued review of alter-ego legal authority (1.7); conference call with Dentons-Verity team re draft complaint (1.4); conference call with client and Dentons team re draft complaint (0.5).
12/31/19	C. Montgomery	0.90	720.00	B130	Phone call with Lee Whidden regarding prepetition lender line on SGM complaint issues.
12/31/19	T. Moyron	4.40	2,281.40	B130	Internal call regarding complaint and claims therein (1.4); correspond with Verity, BRG, et al., regarding conference call (.2); conference call with Verity, BRG and Cain regarding same (.5); analyze comments to updated complaint (.4); analyze amended complaint, transcripts and prepare same (1.3); conference calls with R. Adcock regarding same (.2); correspond regarding logistics related to filing of complaint (.2); correspond with Committee counsel re SGM (.2).
12/31/19	C. Montgomery	2.80	2,240.00	B130	Participate in phone conference with S Martin, T Moyron, A Ruegger and R Richards regarding SGM complaint (1.4); conference call with R Adcock, E Paul, P Chadwick regarding SGM complaint issues (.5); review draft complaint (.9)
12/31/19	S. Martin	5.40	4,108.05	B130	Calls and emails with debtors, BRG and debtors' counsel regarding allegations and legal claims to include in complaint (2.2); continue drafting complaint (2.9); research additional KPC entities to include as defendants (.3).
Subtotal		62.30	44,094.62		

Adv. Proceeding - Verity, et al. v. Chaudhuri, M.D., et al.
2:20-ap-01001-ER
Matter: 15800425-000020
Invoice No.: 2245639

January 29, 2020

SUMMARY OF AMOUNT DUE BY TASK CODE

<u>Task Code</u>	<u>Task Code Name</u>	<u>Fees</u>
B130	Asset Disposition	44,094.62
	Total This Matter	\$44,094.62

TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
C. Montgomery	\$800.00	6.60	\$5,280.00
S. Maizel	\$800.00	0.30	\$240.00
S. Martin	\$760.75	27.10	\$20,616.33
L. Whidden	\$765.50	3.70	\$2,832.35
R. Richards	\$723.00	5.10	\$3,687.30
T. Moyron	\$518.50	8.90	\$4,614.65
A. Ruegger	\$800.00	7.40	\$5,920.00
A. Hall	\$293.25	2.10	\$615.83
E. Cobarrubias	\$267.75	1.00	\$267.76
T. Fowler	\$204.00	<u>0.10</u>	<u>\$20.40</u>
Totals		62.30	\$44,094.62

Fee Total \$ 44,094.62

Invoice Total \$ 44,094.62

EXHIBIT H

DENTONS

Suite 2500
Los Angeles, California 90017-5704

Aiston Hunt Floyd & Ing is
now Dentons -- Continuing
services throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208399

Client/Matter: 15800425-000003

Verity Health System of California

Payment Due Upon Receipt

Total This Invoice \$ 10,686.15

Please return this page with your payment

Payments by check should be sent to:
Dentons US LLP
Dept. 3078
Carol Stream, IL 60132-3078

OR

Payment by wire transfer should be sent to:
Citi Private Bank
227 West Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account #: 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference: Invoice # and/or client matter #

Please send payment remittance advice information to cashreceipts@dentons.com
In order to guarantee proper allocation of payments

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730
Questions relating to this invoice should be directed to:



Dentons US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-
5704

Alston Hunt Floyd & Ing is
now Dentons -- Continuing
services throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

October 23, 2019

Invoice No. 2208399

Client/Matter: 15800425-000003

Verity Health System of California

DISBURSEMENT DETAIL

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/9/2019	Delivery & Postage FedEx Airbill #789679846567 09/09/19 Delivery to 2040 E MARIPOSA AVE, EL SEGUNDO, CA Executed documents	38.32
9/9/2019	Delivery & Postage FedEx Airbill #789680106454 09/09/19 Delivery to 2000 Clayton Rd , 6th Floo CONCORD, CA Executed Documents	38.32
9/9/2019	Delivery & Postage FedEx Airbill #789679510991 09/09/19 Delivery to 633 W 5TH ST, LOS ANGELES, CA Executed Documents	35.61
9/9/2019	Delivery & Postage ACE ATTORNEY, INVOICE 291629 9/09/19 SPECIAL MESSENGER TO, MILBANK, TWEED, HADLEY & MCCLO1763242	44.83
	SUBTOTAL	157.08
9/10/2019	Filing Fees Karleen F. Murphy, 9/25/19: COURTCALL Mancilla v. St. Vincent Medical Center - Status Conference	94.00
9/10/2019	Filing Fees Karleen F. Murphy, 9/17/19: COURTCALL Cortes v. St. Francis Medical Center - Status Conference	94.00
8/19/2019	Filing Fees ACE ATTORNEY, INVOICE 289534 8/19/19 CHAMBER'S COPY SAME DAY TO, USBC - ROYBAL - ROBLES 1754398, DEL CCJ TO HON	35.00
8/21/2019	Filing Fees ACE ATTORNEY, INVOICE 289534 8/21/19 CHAMBER'S COPY SAME DAY TO, USBC - ROYBAL - JUDGE ROBLES 1755646, DEL CCJ TO HON	35.00
8/28/2019	Filing Fees ACE ATTORNEY, INVOICE 289534 8/28/19 SPECIAL MESSENGER TO, USBC - ROYBAL - ROBLES 1758310,	13.00
8/5/2019	Filing Fees ACE ATTORNEY, INVOICE 289534 8/05/19 EFILING PRIORITY TO, LASC 1748571, STATUS CONFERENCE EFILE	62.70
9/13/2019	Filing Fees ACE ATTORNEY, INVOICE 291629 9/13/19 CHAMBER'S COPY SAME DAY TO, USBC 1765539IN REVERITY HEALTH DEL TO DROP BOX	35.00
9/26/2019	Filing Fees Karleen F. Murphy, 9/30/19 COURTCALL Verity NAOPE v. Gwen Allan re Status Conference	94.00

Verity Health System of California

October 23, 2019

Matter: 15800425-000003

Invoice No.: 2208399

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/27/2019	Filing Fees Karleen F. Murphy, 9/26/19: COURTCALL Verity Engelman v. St. Francis Medical Center re Order to Show Cause	94.00
9/23/2019	Filing Fees Karleen F. Murphy, 9/23/19 - downloaded from LASC Court's website Verity - Kanique Thomas v. St. Vincent Medical Center - Complaint	14.60
9/23/2019	Filing Fees Karleen F. Murphy, 9/20/19: LASC docket downloaded the Status Report on Engelman v. St. Francis	3.00
9/5/2019	Filing Fees ACE ATTORNEY, INVOICE 291629 9/05/19 CHAMBER'S COPY RUSH TO, SBC - ROYBAL - ROBLES 1761889	45.00
9/10/2019	Filing Fees ACE ATTORNEY, INVOICE 291629 9/10/19 CHAMBER'S COPY SAME DAY TO, USBC-ROYBAL - JUDGE ROBLES 1763562	35.00
8/19/2019	Filing Fees ACE ATTORNEY, INVOICE 289534 8/19/19 EFILING PRIORITY TO, LASC 1754684, NTC OF STAY EFILE	62.70
8/27/2019	Filing Fees ACE ATTORNEY, INVOICE 289534 8/27/19 EFILING PRIORITY TO, SPRING STREET COURT 1758310, NTC OF STAY EFILE	62.70
8/22/2019	Filing Fees ACE ATTORNEY, INVOICE 289534 8/22/19 CHAMBER'S COPY SAME DAY TO, USBC - ROYBAL - ROBLES 1756143, DEL CCJ HON ROBLES	35.00
9/16/2019	Filing Fees Karleen F. Murphy, 9/13/19: COURTCALL Verity - Diane Nguyen v. St. Francis Medical Center - Status Conference	94.00
9/20/2019	Filing Fees Karleen F. Murphy, 9/27/19: COURTCALL Verity Carcamo v. St. Francis Medical Center - Order to Show Cause	94.00
9/25/2019	Filing Fees Karleen F. Murphy, 9/24/19: COURTCALL re Verity - Steele v. Orik re Case Management Conference	94.00
	SUBTOTAL	1,096.70
9/4/2019	Lexis MOYRON\ TANIA	7.49
9/4/2019	Lexis MURPHY\ KARLEEN	16.05
9/4/2019	Lexis MOYRON\ TANIA	50.77
9/4/2019	Lexis MOYRON\ TANIA	105.81
9/4/2019	Lexis MURPHY\ KARLEEN	529.05
9/5/2019	Lexis MOYRON\ TANIA	1.07
9/29/2019	Lexis MOYRON\ TANIA	11.53
9/29/2019	Lexis MOYRON\ TANIA	49.71
9/29/2019	Lexis MOYRON\ TANIA	248.55
9/29/2019	Lexis MOYRON\ TANIA	310.83

Verity Health System of California

October 23, 2019

Matter: 15800425-000003

Invoice No.: 2208399

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/19/2019	Lexis MILLER\ GEOFFREY	50.96
9/23/2019	Lexis MOYRON\ TANIA	3.21
9/23/2019	Lexis MOYRON\ TANIA	50.60
9/23/2019	Lexis MOYRON\ TANIA	105.46
9/29/2019	Lexis MOYRON\ TANIA	1.05
9/29/2019	Lexis MOYRON\ TANIA	5.24
9/15/2019	Lexis DOHERTY\ CASEY	53.10
9/16/2019	Lexis MURPHY\ KARLEEN	50.96
9/16/2019	Lexis MURPHY\ KARLEEN	56.86
9/16/2019	Lexis MURPHY\ KARLEEN	1.07
9/16/2019	Lexis MURPHY\ KARLEEN	3.22
9/16/2019	Lexis MURPHY\ KARLEEN	13.94
9/10/2019	Lexis MOYRON\ TANIA	1.07
9/10/2019	Lexis MOYRON\ TANIA	152.34
9/10/2019	Lexis MOYRON\ TANIA	317.50
9/11/2019	Lexis MOYRON\ TANIA	1.07
9/12/2019	Lexis MOYRON\ TANIA	1.07
9/12/2019	Lexis MOYRON\ TANIA	52.92
9/5/2019	Lexis MOYRON\ TANIA	6.42
9/5/2019	Lexis MURPHY\ KARLEEN	11.77
9/5/2019	Lexis MURPHY\ KARLEEN	529.05
9/5/2019	Lexis MOYRON\ TANIA	581.96
9/6/2019	Lexis MOYRON\ TANIA	1.07
9/6/2019	Lexis MOYRON\ TANIA	52.91
	SUBTOTAL	3,435.68
8/6/2019	LITIGATION SUPPORT VENDORS LA Best invoice CT-30321 re oversize printout with Excel formatting.	27.38
	SUBTOTAL	27.38
9/1/2019	Outside Professional Services Document delivery services - August 2019	37.00
	SUBTOTAL	37.00

Verity Health System of California

October 23, 2019

Matter: 15800425-000003

Invoice No.: 2208399

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/9/2019	Outside Copying/Printing Nicholas Koffroth, Copies of documents for Verity mediation.	68.10
		SUBTOTAL 68.10
	Print/Color Copies Color	128.00
		SUBTOTAL 128.00
	Print/Copies BW	369.20
		SUBTOTAL 369.20
9/26/2019	SEARCH FEE - REGARDLESS IF THERE IS A CORRESPOND ING APPLICATION 1602 Lien searches in connection with Verity	223.90
9/26/2019	SEARCH FEE - REGARDLESS IF THERE IS A CORRESPOND ING APPLICATION 1602 Lien searches in connection with Verity.	223.90
9/26/2019	SEARCH FEE - REGARDLESS IF THERE IS A CORRESPOND ING APPLICATION 1602 Lien searches in connection with Verity.	223.90
9/26/2019	SEARCH FEE - REGARDLESS IF THERE IS A CORRESPOND ING APPLICATION 1602 Lien searches in connection with Verity.	226.90
9/26/2019	SEARCH FEE - REGARDLESS IF THERE IS A CORRESPOND ING APPLICATION 1602 Lien searches in connection with Verity.	223.90
9/26/2019	SEARCH FEE - REGARDLESS IF THERE IS A CORRESPOND ING APPLICATION 1602 Lien search in connection with Verity.	223.90
		SUBTOTAL 1,346.40
9/3/2019	WESTLAW DOHERTY\CASEY	225.00
9/5/2019	WESTLAW KOFFROTH\NICHOLAS	351.00
9/5/2019	WESTLAW DOHERTY\CASEY	183.73
9/6/2019	WESTLAW DOHERTY\CASEY	75.00
9/8/2019	WESTLAW DOHERTY\CASEY	675.00
9/9/2019	WESTLAW KOFFROTH\NICHOLAS	474.00
9/27/2019	WESTLAW KOFFROTH\NICHOLAS	51.00
9/29/2019	WESTLAW DOHERTY\CASEY	266.88
9/30/2019	WESTLAW DOHERTY\CASEY	450.00
9/11/2019	WESTLAW DOHERTY\CASEY	300.00
9/11/2019	WESTLAW SCHRAG\SARAH	219.00
9/15/2019	WESTLAW DOHERTY\CASEY	150.00

Verity Health System of California

October 23, 2019

Matter: 15800425-000003

Invoice No.: 2208399

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/17/2019	WESTLAW DOHERTY\CASEY	225.00
9/17/2019	WESTLAW ZEEFE\MALKA	300.00
9/20/2019	WESTLAW DOHERTY\CASEY	75.00

SUBTOTAL 4,020.61

Total Disbursements

\$10,686.15

Disbursement Total

\$ 10,686.15

Invoice Total

\$ 10,686.15

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 19, 2019

Invoice No. 2219584

Client/Matter: 15800425-000003

Verity Health System of California

Payment Due Upon Receipt

Total This Invoice	\$	16,980.35
--------------------	----	-----------

Please return this page with your payment

Payments by check should be sent to:
Dentons US LLP
Dept. 3078
Carol Stream, IL 60132-3078

OR

Payment by wire transfer should be sent to:
Citi Private Bank
227 West Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account #: 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference: Invoice # and/or client matter #

Please send payment remittance advice information to cashreceipts@dentons.com
In order to guarantee proper allocation of payments

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel

at 1 813 822 8200

DENTONS

601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-
5704

Alston Hunt Floyd & Ing is
now Dentons -- Continuing
services throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

November 19, 2019

Invoice No. 2219584

Client/Matter: 15800425-000003

Verity Health System of California

DISBURSEMENT DETAIL

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/23/2019	Delivery & Postage FedEx Airbill #789988524306 09/23/19 Delivery to 2707 COLBY AVE STE 601, EVERETT, WA	38.39
9/18/2019	Delivery & Postage FedEx Airbill #789896757066 09/18/19 Delivery to 2040 E MARIPOSA AVE, EL SEGUNDO, CA	21.65
10/15/2019	Delivery & Postage ACE ATTORNEY, INVOICE 295445, 10.15.2019 DEL. PRIORITY TO, DENTONS US LLP 1779290	20.75
	SUBTOTAL	80.79
10/3/2019	Filing Fees ACE ATTORNEY, INVOICE 295445, 10.3.2019 CHAMBER'S COPY RUSH TO, LASC 1774518CMCS DEL CCJ DEPT. 38	45.00
10/3/2019	Filing Fees ACE ATTORNEY, INVOICE 295445, 10.3.2019 EFILING PRIORITY TO, LASC 1774463CMCS EFILE	62.70
10/3/2019	Filing Fees ACE ATTORNEY, INVOICE 295445, 10.3.2019 EFILING TO, LASC 1774485NTC OF STAY EFILE	42.70
10/2/2019	Filing Fees ACE ATTORNEY, INVOICE 295445, 10.2.2019 CHAMBER'S COPY SAME DAY TO, USBC - ROYBAL - JUDGE ROBLES 1773841	35.00
10/8/2019	Filing Fees ACE ATTORNEY, INVOICE 295445, 10.8.2019 CHAMBER'S COPY SAME DAY TO, USBC - ROYBAL - JUDGE ROBLES 1776182	17.50
10/11/2019	Filing Fees ACE ATTORNEY, INVOICE 295445, 10.11.2019 CHAMBER'S COPY SAME DAY TO, USBC - ROYBAL - JUDGE ROBLES 1778038	35.00
10/22/2019	Filing Fees Karleen F. Murphy, 11/5/19: COURTCALL Richard Navarro v. St. Francis Medical Center	94.00
10/22/2019	Filing Fees Karleen F. Murphy, COURTCALL: Jasmine Aragon v. St. Francis Medical Center	94.00
10/24/2019	Filing Fees Karleen F. Murphy, COURTCALL: Tammy Sprownson v. St. Francis Medical Center re Case Management Conference	94.00
10/1/2019	Filing Fees Karleen F. Murphy, 10/4/19: COURTCALL Amy Davila v. KFORCE re Case Management Conference	94.00
10/3/2019	Filing Fees Karleen F. Murphy, 10/9/19: COURTCALL Verity John Phi v. St. Vincent Medical Center re Case Management Conference	94.00

Verity Health System of California

November 19, 2019

Matter: 15800425-000003

Invoice No.: 2219584

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/16/2019	Filing Fees Claude D. Montgomery, Attend court hearing regarding emergency motion.	110.00
10/29/2019	Filing Fees Karleen F. Murphy, 11/20/19: COURTCALL Verity - Jessica Morataya v. St. Francis Medical Center re Case Management Conference	94.00
10/8/2019	Filing Fees ACE ATTORNEY, INVOICE 295445, 10.8.2019 CHAMBER'S COPY SAME DAY TO, USBC - ROYBAL - JUDGE ROBLES 1776182	17.50
	SUBTOTAL	929.40
10/19/2019	Lexis MILLER\ GEOFFREY	151.10
10/23/2019	Lexis MURPHY\ KARLEEN	524.79
9/30/2019	Lexis MONTGOMERY\ CLAUDE	2.10
10/9/2019	Lexis MOYRON\ TANIA	100.20
10/10/2019	Lexis GIUDICE\ EUGENE	1.58
10/10/2019	Lexis GIUDICE\ EUGENE	1.58
10/10/2019	Lexis GIUDICE\ EUGENE	17.40
10/10/2019	Lexis GIUDICE\ EUGENE	104.41
10/10/2019	Lexis GIUDICE\ EUGENE	263.67
10/11/2019	Lexis MOYRON\ TANIA	52.21
10/11/2019	Lexis MOYRON\ TANIA	200.40
	SUBTOTAL	1,419.44
10/7/2019	LITIGATION SUPPORT VENDORS INVOICE 2637538-Q32019/PACER FEES	2,611.60
10/7/2019	LITIGATION SUPPORT VENDORS INVOICE 2637538-Q32019/PACER FEES	23.60
10/7/2019	LITIGATION SUPPORT VENDORS INVOICE 2637538-Q32019/PACER FEES	3.00
10/7/2019	LITIGATION SUPPORT VENDORS INVOICE 2637538-Q32019/PACER FEES	1.70
10/7/2019	LITIGATION SUPPORT VENDORS INVOICE 2637538-Q32019/PACER FEES	2.40
10/24/2019	Briggs Reporting Company, Inc. Invoice No. 21041 re copy of October 15, 2019 transcript of proceedings.	105.60
	SUBTOTAL	2,747.90
9/17/2019	Outside Professional Services Filing UCCs	1,156.00

Verity Health System of California

November 19, 2019

Matter: 15800425-000003

Invoice No.: 2219584

<u>Date</u>	<u>Description</u>	<u>Amount</u>
	SUBTOTAL	1,156.00
	Print/Color Copies Color	0.80
	SUBTOTAL	0.80
	Print/Copies BW	241.00
	SUBTOTAL	241.00
10/2/2019	Transcript John A. Moe, II, Transcript of 9/25/2019 hearing.	251.50
10/31/2019	Transcript Samuel R. Maizel, Fee for Certified Copy of transcript of 10/22 hearing.	15.91
	SUBTOTAL	267.41
10/17/2019	WESTLAW DOHERTY\CASEY	3,150.00
10/23/2019	WESTLAW SCHRAG\SARAH	75.00
10/24/2019	WESTLAW KOFFROTH\NICHOLAS	246.00
10/1/2019	WESTLAW DOHERTY\CASEY	845.94
10/2/2019	WESTLAW HOWARD\CATHRYN M	150.00
10/2/2019	WESTLAW DOHERTY\CASEY	675.00
10/3/2019	WESTLAW HOWARD\CATHRYN M	246.00
10/3/2019	WESTLAW DOHERTY\CASEY	525.00
10/7/2019	WESTLAW DOHERTY\CASEY	600.00
10/9/2019	WESTLAW KOFFROTH\NICHOLAS	177.00
10/10/2019	WESTLAW KOFFROTH\NICHOLAS	225.00
10/10/2019	WESTLAW DOHERTY\CASEY	429.67
10/10/2019	WESTLAW ZEEFE\MALKA	150.00
10/10/2019	WESTLAW GIUDICE\EUGENE	225.00
10/11/2019	WESTLAW KOFFROTH\NICHOLAS	126.00
10/11/2019	WESTLAW DOHERTY\CASEY	750.00
10/11/2019	WESTLAW ZEEFE\MALKA	900.00
10/12/2019	WESTLAW KOFFROTH\NICHOLAS	192.00
10/12/2019	WESTLAW DOHERTY\CASEY	300.00

Date	Description		Amount
10/12/2019	WESTLAW ZEEFEIMALKA		150.00
		SUBTOTAL	10,137.61
	Total Disbursements		\$16,980.35
	Disbursement Total	\$	16,980.35
	Invoice Total	\$	16,980.35

DENTONS

Dentons US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is
now Dentons -- Continuing
services throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 10, 2019

Invoice No. 2230638

Client/Matter: 15800425-000003

Verity Health System of California

Payment Due Upon Receipt

Total This Invoice \$ 20,449.77

Please return this page with your payment

Payments by check should be sent to:

Dentons US LLP
Dept. 3078
Carol Stream, IL 60132-3078

OR

Payment by wire transfer should be sent to:

Citi Private Bank
227 West Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account #: 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference: Invoice # and/or client matter #

Please send payment remittance advice information to cashreceipts@dentons.com
In order to guarantee proper allocation of payments

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730

Questions relating to this invoice should be directed to:

S. Maizel
at 1 213 623 9300



Dentons US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-
5704

Alston Hunt Floyd & Ing is
now Dentons -- Continuing
services throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

December 10, 2019

Invoice No. 2230638

Client/Matter: 15800425-000003

Verity Health System of California

DISBURSEMENT DETAIL

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/20/2019	Delivery & Postage ACE ATTORNEY, INVOICE 293207 9/20/19 SPECIAL MESSENGER TO, DENTONS US LLP 1768551	65.25
9/12/2019	Delivery & Postage ACE ATTORNEY, INVOICE 293207 9/12/19 DEL. PRIORITY TO, SAM MAIZEL 1765145	52.25
10/31/2019	Delivery & Postage ACE ATTORNEY, INVOICE 299339, 10.31.2019 DEL. PRIORITY TO, USBC - JUDGE ROBLES 1786965	20.75
11/6/2019	Delivery & Postage ACE ATTORNEY, INVOICE 300635, 11.6.2019 SPECIAL MESSENGER TO, SAM MAIZEL 1789231	84.70
	SUBTOTAL	222.95
11/7/2019	Filing Fees John A. Moe, II, Telephonic attendance at hearing re Engleman v. SFMC.	94.00
11/6/2019	Filing Fees Karleen F. Murphy, 11/5/19: Verity - Sydney Thomson v. O'Connor Hospital re Case Management Conference	94.00
11/7/2019	Filing Fees Karleen F. Murphy, 11/6/19: COURTCALL: Verity Ivonne Engelman v. St. Francis Medical Center, et al. re Status Conference	94.00
9/20/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/20/19 EFILING TO, LASC 1768785NTC OF STAY FILE	42.70
9/25/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/25/19 FILING NEXT DAY TO, LASC 1770986NTC OF NON-APPEARANCE FILE	10.00
9/16/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/16/19 EFILING TO, LASC 1766338 STATUS CONFERENCE EFILE	42.70
11/6/2019	Filing Fees ACE ATTORNEY, INVOICE 300635, 11.6.2019 EFILING PRIORITY TO, LASC 1789464 CIVIL CASE COV SHT EFILE/ESERVE	66.95
11/7/2019	Filing Fees ACE ATTORNEY, INVOICE 300635, 11.7.2019 CHAMBER'S COPY SAME DAY TO, LASC-SPRING ST. COURTHOUSE 1789874NTC OF FURTHER STATUDEL CCJ SSC-3	13.00
11/14/2019	Filing Fees Karleen F. Murphy, Retrieved from LASC Court's Website a copy of the minute order from 11/5/19 status conference.	8.20

Verity Health System of California

December 10, 2019

Matter: 15800425-000003

Invoice No.: 2230638

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/14/2019	Filing Fees Karleen F. Murphy, Retrieved from Court's Website a copy of the court's Notice of Stay of Proceedings	1.00
11/14/2019	Filing Fees Karleen F. Murphy, Download from LASC website for Verity - Thomas Kanique v. O'Connor, copy of Notice of Non-Appearance Case Review	4.00
11/26/2019	Filing Fees Karleen F. Murphy, COURTCALL: Verity - Adanesne Quinones v. St. Francis Medical Center re Status Conference	94.00
11/15/2019	Filing Fees Claude D. Montgomery, Attend Verity hearing court appearance by phone.	87.50
11/4/2019	Filing Fees ACE ATTORNEY, INVOICE 300635, 11.4.2019 EFILING TO, LASC 1788098NTC OF RULING EFILE	45.45
11/4/2019	Filing Fees ACE ATTORNEY, INVOICE 300635, 11.4.2019 EFILING PRIORITY TO, LASC 1788207NTC TO STAY EFILE	66.95
11/6/2019	Filing Fees ACE ATTORNEY, INVOICE 300635, 11.6.2019 EFILING TO, LASC 1789346NTC OF SC EFILE/ESERVE	45.45
10/16/2019	Filing Fees ACE ATTORNEY, INVOICE 299339, 10.16.2019 EFILING PRIORITY TO, LASC 1780218STATEMENT RE HEARINGEFILE	62.70
10/24/2019	Filing Fees ACE ATTORNEY, INVOICE 299339, 10.24.2019 EFILING PRIORITY TO, COMPTON SUPERIOR COURT 1784236SCS EFILED	62.70
10/24/2019	Filing Fees ACE ATTORNEY, INVOICE 299339, 10.24.2019 EFILING PRIORITY TO, LASC 1784244FINAL SCS EFILE	62.70
10/22/2019	Filing Fees ACE ATTORNEY, INVOICE 299339, 10.22.2019 EFILING PRIORITY TO, LASC 1783075SCS EFILE	62.70
10/22/2019	Filing Fees ACE ATTORNEY, INVOICE 299339, 10.22.2019 EFILING PRIORITY TO, LASC 1783081SCS EFILE	62.70
10/30/2019	Filing Fees ACE ATTORNEY, INVOICE 299339, 10.30.2019 EFILING PRIORITY TO, LASC 1786596STATUS CS RE BRANKRUEFILE/CCJ DEPT. 26	62.70
9/23/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/23/19 EFILING PRIORITY TO, COMPTON SUPERIOR COURT 1769777STATUS CONFERENCE EFILE	62.70
9/25/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/25/19 CHAMBERS COPIES NEXT DAY TO, USBC - ROYBAL - JUDGE ROBLES 1770977	25.00
11/15/2019	Filing Fees Claude D. Montgomery, Admittance fee so that CDM can argue the case before the 9th Circuit.	230.00
10/28/2019	Filing Fees ACE ATTORNEY, INVOICE 299339, 10.28.2019 SPECIAL FILING TO, DENTONS US LLP 1785228	65.00

Verity Health System of California

December 10, 2019

Matter: 15800425-000003

Invoice No.: 2230638

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/22/2019	Filing Fees ACE ATTORNEY, INVOICE 299339, 10.22.2019 EFILING PRIORITY TO, SANTA CLARA 1783025FRTHR CASE MGMT CNF	63.80
10/22/2019	Filing Fees ACE ATTORNEY, INVOICE 299339, 10.22.2019 CHAMBER'S COPY RUSH TO, SANTA CLARA 1783034FRTHR CASE MGMT CNF DEPARTMENT #2	205.15
9/19/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/19/19 CHAMBER'S COPY SAME DAY TO, USBC - ROYBAL - JUDGE ROBLES 1767857	35.00
9/20/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/20/19 EFILING PRIORITY TO, LASC 1768970STATUS CONF STATE EFILE	62.70
9/20/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/20/19 EFILING PRIORITY TO, COMPTON SUPERIOR COURT 1768978STATUS CONFERENCE EFILE	62.70
9/20/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/20/19 SPECIAL EFILING TO, LASC 1769105STATUS CONFERENCE **MUST CALL BACK!!!!	90.20
9/20/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/20/19 ESERVICE TO, LASC 1769106STATUS CONFERENCE **MUST CALL BACK!!!!	35.00
9/20/2019	Filing Fees ACE ATTORNEY, INVOICE 293207 9/20/19 CHAMBER'S COPY SAME DAY TO, LASC 1769107STATUS CONFERENCE **MUST CALL BACK!!!!	35.00
	SUBTOTAL	2,158.35
10/28/2019	Lexis MONTGOMERY\ CLAUDE	51.18
10/31/2019	Lexis MADDRY\ MICA	491.13
11/5/2019	Lexis MOYRON\ TANIA	52.36
11/5/2019	Lexis MOYRON\ TANIA	100.50
11/6/2019	Lexis MONTGOMERY\ CLAUDE	52.33
11/12/2019	Lexis MOYRON\ TANIA	50.25
11/25/2019	Lexis CIZIUNAS\ MARY KAY	55.28
11/25/2019	Lexis CIZIUNAS\ MARY KAY	103.25
11/12/2019	Lexis MONTGOMERY\ CLAUDE	575.60
11/12/2019	Lexis DOHERTY\ CASEY	50.25
11/12/2019	Lexis DOHERTY\ CASEY	157.10
11/20/2019	Lexis MONTGOMERY\ CLAUDE	28.10
11/20/2019	Lexis MONTGOMERY\ CLAUDE	52.48
11/25/2019	Lexis CIZIUNAS\ MARY KAY	6.26

Verity Health System of California

December 10, 2019

Matter: 15800425-000003

Invoice No.: 2230638

<u>Date</u>	<u>Description</u>	<u>Amount</u>
	SUBTOTAL	1,826.07
	Print/Color Copies Color	419.20
	SUBTOTAL	419.20
	Print/Copies BW	283.10
	SUBTOTAL	283.10
10/28/2019	WESTLAW DOHERTY\CASEY	525.00
10/29/2019	WESTLAW DOHERTY\CASEY	150.00
10/29/2019	WESTLAW MACKSOUND\LAUREN	300.00
10/30/2019	WESTLAW DOHERTY\CASEY	75.00
10/30/2019	WESTLAW MACKSOUND\LAUREN	322.99
11/3/2019	WESTLAW MACKSOUND\LAUREN	525.00
11/26/2019	WESTLAW MACKSOUND\ LAUREN	1,447.99
11/19/2019	WESTLAW MACKSOUND\ LAUREN	75.00
11/20/2019	WESTLAW MACKSOUND\ LAUREN	375.00
11/21/2019	WESTLAW MACKSOUND\ LAUREN	375.00
11/22/2019	WESTLAW DOHERTY\ CASEY	300.00
11/25/2019	WESTLAW KOFFROTH\ NICHOLAS	51.00
11/25/2019	WESTLAW MACKSOUND\ LAUREN	225.00
11/14/2019	WESTLAW ZEEFE\MALKA	441.24
11/15/2019	WESTLAW ZEEFE\MALKA	525.00
11/15/2019	WESTLAW MACKSOUND\LAUREN	525.00
11/16/2019	WESTLAW KOFFROTH\NICHOLAS	150.00
11/16/2019	WESTLAW MOYRON\TANIA	177.00
11/18/2019	WESTLAW MACKSOUND\ LAUREN	525.00
11/12/2019	WESTLAW DOHERTY\CASEY	1,254.37
11/12/2019	WESTLAW SCHRAG\SARAH	75.00
11/13/2019	WESTLAW DOHERTY\CASEY	525.00
11/13/2019	WESTLAW ZEEFE\MALKA	611.64
11/13/2019	WESTLAW SCHRAG\SARAH	75.00

Verity Health System of California

December 10, 2019

Matter: 15800425-000003

Invoice No.: 2230638

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/13/2019	WESTLAW MACKSOUND\LAUREN	150.00
11/9/2019	WESTLAW MOYRON\TANIA	327.00
11/9/2019	WESTLAW DOHERTY\CASEY	2,175.00
11/10/2019	WESTLAW MOYRON\TANIA	411.00
11/11/2019	WESTLAW DOHERTY\CASEY	1,050.00
11/12/2019	WESTLAW KOFFROTH\NICHOLAS	51.00
11/12/2019	WESTLAW MOYRON\TANIA	879.00
11/4/2019	WESTLAW DOHERTY\CASEY	150.00
11/4/2019	WESTLAW MACKSOUND\LAUREN	97.99
11/5/2019	WESTLAW DOHERTY\CASEY	191.88
11/5/2019	WESTLAW SCHRAG\SARAH	75.00
11/7/2019	WESTLAW MACKSOUND\LAUREN	300.00
11/9/2019	WESTLAW KOFFROTH\NICHOLAS	51.00
SUBTOTAL		15,540.10
Total Disbursements		\$20,449.77
Disbursement Total		\$ 20,449.77
Invoice Total		<u>\$ 20,449.77</u>

DENTONS

Dentons US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-5704

Alston Hunt Floyd & Ing is
now Dentons – Continuing
services throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242277

Client/Matter: 15800425-000003

Verity Health System of California

Payment Due Upon Receipt

Total This Invoice \$ 13,393.20

Please return this page with your payment

Payments by check should be sent to:

Dentons US LLP
Dept. 3078
Carol Stream, IL 60132-3078

OR

Payment by wire transfer should be sent to:

Citi Private Bank
227 West Monroe, Chicago, IL 60606
ABA Transit # 271070801
Account #: 0801051693
Account Name: Dentons US LLP
Swift Code: CITIUS33
Reference: Invoice # and/or client matter #

****Please validate any request to change/update electronic payment instructions on
file or mailing address by contacting Dentons US LLP directly****

Please send payment remittance advice information to cashreceipts@dentons.com
In order to guarantee proper allocation of payments

All payments must be in U.S. Dollars - Federal Tax I.D. Number 36-1796730
Questions relating to this invoice should be directed to:

S. Maizel

at 1 212 622 0300

DENTONS

Dentons US LLP
601 S. Figueroa Street
Suite 2500
Los Angeles, California 90017-
5704

Alston Hunt Floyd & Ing is
now Dentons – Continuing
services throughout Hawai'i
dentons.com

Verity Health System of California, Inc.
2040 E. Mariposa Avenue
El Segundo, CA 90245
USA

January 29, 2020

Invoice No. 2242277

Client/Matter: 15800425-000003

Verity Health System of California

DISBURSEMENT DETAIL

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/18/2019	Delivery & Postage ACE ATTORNEY, INVOICE 302060, 11.18.2019 DEL. PRIORITY TO, USBC- ROYBAL / JUDGE ROBLES 1794005	22.50
11/22/2019	Delivery & Postage ACE ATTORNEY, INVOICE 302060, 11.22.2019 SPECIAL MESSENGER TO, DENTONS US LLP 1796220	33.25
11/25/2019	Delivery & Postage ACE ATTORNEY, INVOICE 302060, 11.25.2019 SPECIAL MESSENGER TO, SAM MAIZEL 1797224	89.20
12/18/2019	Delivery & Postage ACE ATTORNEY, INVOICE 306814, 12.18.2019 SPECIAL MESSENGER TO SAM MAIZEL 1805824	84.70
	SUBTOTAL	229.65
11/27/2019	Filing Fees Sam J. Alberts, Court call - attend hearing by phone	35.00
12/2/2019	Filing Fees Karleen F. Murphy, 12/9/19: COURTCALL: Alana Dahl v. O'Connor re Hearing on Motion to Change Venue and Motion to Compel Arbitration.	94.00
12/2/2019	Filing Fees Karleen F. Murphy, 12/11/19: COURTCALL: Verity - Alicia Rubio v. St. Francis Medical Center re Status Conference	94.00
11/27/2019	Filing Fees Tania M. Moyron, Attendance at 11-26-19 Hearing by CourtCall for Elspeth Paul.	35.00
11/26/2019	Filing Fees ACE ATTORNEY, INVOICE 302060, 11.26.2019 SPECIAL FILING TO, USBC 1797349ORDER EX PARTE FILE	70.00
11/25/2019	Filing Fees ACE ATTORNEY, INVOICE 302060, 11.25.2019 SPECIAL FILING TO, USBC - ROYBAL 1796817EXPORTE MOTION FILE	70.00
12/30/2019	Filing Fees ACE ATTORNEY, INVOICE 306814, 12.30.2019 CHAMBER'S COPY SAME DAY TO LASC - CENTRAL 1809664FURTHER STATUS CONFERENCE STATEMENT RE B	37.75
12/10/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.10.2019 FILING SAME DAY TO LASC - COMPTON 1802677STATEMENT RE NON-APPEARANCE CASE REVIEW	72.33
12/10/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.10.2019 EFILING TO LASC - CENTRAL 1802699CMC STATEMENT	47.40

Verity Health System of California

January 29, 2020

Matter: 15800425-000003

Invoice No.: 2242277

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/10/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.10.2019 CHAMBER'S COPY SAME DAY TO LASC - CENTRAL 1802741CMC STATEMENT	37.75
12/31/2019	Filing Fees ACE ATTORNEY, INVOICE 306814, 12.31.2019 FILING SAME DAY TO USBC - CENTRAL 1810016EXHIBIT B UNDER SEALFILE	37.75
12/27/2019	Filing Fees ACE ATTORNEY, INVOICE 306814, 12.27.2019 EFILING TO LASC - CENTRAL 1809007NOTICE OF STAY OF PROCEEDINGS	47.40
12/30/2019	Filing Fees ACE ATTORNEY, INVOICE 306814, 12.30.2019 EFILING TO LASC - CENTRAL 1809644FURTHER STATUS CONFERENCE STATEMENT RE B	47.40
12/3/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.3.2019 CHAMBER'S COPY SAME DAY TO SPRING STREET COURTHOUSE 1799322SCS	37.75
12/3/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.3.2019 EFILING PRIORITY TO LASC - CENTRAL 1799745STATUS CONFERENCE RE BANKRUPTCY	68.90
12/3/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.3.2019 ESERVICE TO 3 EMAIL ADDRESSES ON POS 1799766STATUS CONFERENCE RE BANKRUPTCY	35.00
12/3/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.3.2019 CHAMBER'S COPY SAME DAY TO LASC-SPRING ST. COURTHOUSE 1799767STATUS CONFERENCE REBANKRUPTCY	37.75
12/5/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.5.2019 EFILING PRIORITY TO LASC - CENTRAL 1800985NOTICE OF FURTHER STATUS CONFERENCE RE B	68.90
12/6/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.6.2019 CHAMBERS COPIES NEXT DAY TO SSC 1801378NOTICE OF FURTHER STDEL CCJ 4B	27.00
12/23/2019	Filing Fees Lauren Macksoud, Admission to the 9th Circuit.	230.00
12/13/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.13.2019 CHAMBER'S COPY RUSH TO USDC - JUDGE SNYDER 1804184	48.50
12/13/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.13.2019 CHAMBER'S COPY RUSH TO USDC - JUDGE FISHER 1804185	48.50
12/13/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.13.2019 CHAMBER'S COPY RUSH TO USDC - JUDGE WRIGHT 1804180	48.50
12/11/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.11.2019 CHAMBER'S COPY RUSH TO USDC - JUDGE FISCHER 1803065	48.50
12/2/2019	Filing Fees ACE ATTORNEY INVOICE 304104, 12.2.2019 EFILING PRIORITY TO SANTA CLARA 1799044CASE STATUS REVIEW FILE	68.05

Verity Health System of California

January 29, 2020

Matter: 15800425-000003

Invoice No.: 2242277

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/27/2019	Filing Fees ACE ATTORNEY, INVOICE 302060, 11.27.2019 EFILING TO, LASC 1798279SCS EFILE/CCJ DEPT. 4B	45.45
12/6/2019	Filing Fees Karleen F. Murphy, 12/5/19: COURTCALL Swain v. Verity Health Systems re Case Status Review	94.00
12/9/2019	Filing Fees Karleen F. Murphy, 12/18/19: COURTCALL Alana Dahl v. Payroll Express & Verity Medical Foundation re Case Management Conference	94.00
12/6/2019	Filing Fees Sam J. Alberts, Court call for Verity hearing	35.00
11/27/2019	Filing Fees Claude D. Montgomery, Attend hearing via telephone.	42.50
11/14/2019	Filing Fees John A. Moe, II, Court reporter fees for hearing taken on 11/13/2019.	553.50
	SUBTOTAL	2,357.58
12/2/2019	Lexis COBARRUBIAS\ ELIZABETH	20.00
12/2/2019	Lexis COBARRUBIAS\ ELIZABETH	176.00
12/6/2019	Lexis COBARRUBIAS\ ELIZABETH	352.00
12/9/2019	Lexis MONTGOMERY\ CLAUDE	52.10
12/10/2019	Lexis MONTGOMERY\ CLAUDE	49.99
12/10/2019	Lexis MONTGOMERY\ CLAUDE	104.18
12/22/2019	Lexis MONTGOMERY\ CLAUDE	419.44
12/30/2019	Lexis SHIRAN\ ANNA	99.00
12/30/2019	Lexis MONTGOMERY\ CLAUDE	150.79
12/17/2019	Lexis SHIRAN\ ANNA	53.00
12/17/2019	Lexis SHIRAN\ ANNA	198.00
12/18/2019	Lexis HALL\ ANDREA	49.50
12/18/2019	Lexis HALL\ ANDREA	79.50
12/20/2019	Lexis MONTGOMERY\ CLAUDE	52.03
12/23/2019	Lexis GIUDICE\ EUGENE	62.54
	SUBTOTAL	1,918.07
11/27/2019	Outside Professional Services Invoice # 20155184-RI (Customer No. 1416800) (Order Date: 11/27/19) (Order No. 12421554 SO)	468.00
	SUBTOTAL	468.00
	Print/Copies BW	6.20

Verity Health System of California

January 29, 2020

Matter: 15800425-000003

Invoice No.: 2242277

<u>Date</u>	<u>Description</u>	<u>Amount</u>
	SUBTOTAL	6.20
12/1/2019	PUBLICATION CHARGES 206Z TLO - November 2019	15.00
	SUBTOTAL	15.00
11/26/2019	Transcript John A. Moe, II, Original transcript of hearing.	160.25
	SUBTOTAL	160.25
12/2/2019	WESTLAW KOFFROTH\NICHOLAS	177.00
12/3/2019	WESTLAW MOYRON\TANIA	51.00
12/3/2019	WESTLAW KOFFROTH\NICHOLAS	75.00
12/3/2019	WESTLAW MACKSOUND\LAUREN	75.00
12/4/2019	WESTLAW MACKSOUND\LAUREN	375.00
12/5/2019	WESTLAW MACKSOUND\LAUREN	75.00
12/30/2019	WESTLAW MOYRON\TANIA	1,731.00
12/31/2019	WESTLAW MOYRON\TANIA	150.00
12/18/2019	WESTLAW KOFFROTH\NICHOLAS	75.00
12/18/2019	WESTLAW DOHERTY\CASEY	491.88
12/18/2019	WESTLAW MACKSOUND\LAUREN	1,200.00
12/20/2019	WESTLAW MACKSOUND\LAUREN	150.00
12/23/2019	WESTLAW MEDINA\GEORGE	600.00
12/26/2019	WESTLAW MEDINA\GEORGE	225.00
12/12/2019	WESTLAW MACKSOUND\LAUREN	997.99
12/13/2019	WESTLAW KOFFROTH\NICHOLAS	51.00
12/16/2019	WESTLAW KOFFROTH\NICHOLAS	411.00
12/16/2019	WESTLAW MACKSOUND\LAUREN	225.00
12/17/2019	WESTLAW KOFFROTH\NICHOLAS	93.00
12/17/2019	WESTLAW MACKSOUND\LAUREN	375.00
12/6/2019	WESTLAW MACKSOUND\LAUREN	150.00
12/7/2019	WESTLAW KOFFROTH\NICHOLAS	18.00
12/8/2019	WESTLAW KOFFROTH\NICHOLAS	75.00
12/9/2019	WESTLAW MACKSOUND\LAUREN	166.58

