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

In re

VERITY HEALTH SYSTEM OF
CALIFORNIA, INC., *et al.*,
Debtors and Debtors 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 ASC, LLC
Debtors and Debtors in Possession.

LEAD CASE NO.: 2:18-bk-20151-ER

CHAPTER: 11
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

**NOTICE OF INTENT TO BID ON SETON
ASSETS AND REQUEST FOR
OPPORTUNITY TO BID**

[No Hearing Set]



1820151200325000000000003

1 KPC Global Medical Center of San Mateo County, LLC ("Global") respectfully submits
2 the following "*Notice Of Intent To Bid On Seton Assets And Request For Opportunity To Bid*"
3 (the "Notice").

4 In the "*Reply Brief Re: 'Order Setting Briefing Schedule To Determine Whether Strategic*
5 *Global Management Should Be Disqualified From Participating In The Auction*" [Doc. No.
6 4278] filed on March 16, 2020, the Court and parties in interest were advised of Global's desire
7 and intention to participate in the sale process for Seton Medical Center and Seton Coastsides
8 (collectively, "Seton"). Based on the Debtors' recently filed motion to approve a transaction with
9 the State of California involving Seton, see [Doc. No. 4302], Global anticipates that the Debtors
10 may, in the very near future, be filing a motion to approve a sale of Seton, and may present the
11 motion on an expedited basis. Further, based on this Court's order of March 20, 2020 [Doc. No.
12 4314], which made reference to Global's stated interest in bidding for Seton, the Court stated that
13 Global's qualifications to bid would become moot if the Debtors chose to proceed by way of a
14 "private sale." See (Doc. No. 4314, 2).

15 Global believes that opening the sale process to competitive bidding would be in the best
16 interests of all parties in interest in the Debtors' cases as well as in the interests of the San Mateo
17 community, the Seton employees, and healthcare practitioners. Global also believes that if it is
18 permitted to participate in an open sale process, it will demonstrate that it can provide substantial
19 economic value to the Debtors' estates and professional management to Seton, that is vital to
20 addressing the current Covid-19 healthcare crisis and long term needs of Seton and the
21 community it serves.

22 While the issue of how or when a Seton sale will be conducted is not currently before the
23 Court, in light of the possibility that a sale may be presented on an expedited basis, Global is
24 requesting that the Court approve a process which will provide an opportunity for qualified
25 bidders to have access to the data room, and participate in the sale process.¹

26
27 ¹ In the bankruptcy context, sales of estate assets at public auction and subject to overbidding are generally preferred
28 over private sales. See *In re Landscape Properties, Inc.*, 100 B.R. 445, 447 (Bankr. E.D. Ark. 1988) ("Although B.R.
6004(f)(1) permits the private sale of estate property, this Court generally favors a public sale of property of the

Dated: March 25, 2020

LEVENE, NEALE, BENDER, YOO & BRILL L.L.P.

By: /s/ Gary E. Klausner

Gary E. Klausner

Counsel for KPC Global Medical Center of San Mateo
County, LLC

estate as opposed to a private sale The Court would be inclined to reach this conclusion if it had been presented with some evidence that the fair market value of the Property was in the \$200,000–\$210,000 range established by the respective offers. However, absent such evidence, the Court simply cannot conclude that a sale of the Property to either Shamansky or Megla is in the best interest of the estate. Accordingly, the Court is inclined to follow the recommendation of counsel for Megla that this Property be sold by way of public sale.”); *Matter of Embrace Sys. Corp.*, 178 B.R. 112, 127 (Bankr. W.D. Mich. 1995) (denying request for approval of a sale, and opining that “The proposed sale is not an auction sale which permits competitive bidding. Basically, the Debtor seeks approval of the Amended License Agreement on a ‘take it or leave it’ basis. However, even assuming that an auction sale occurred, as was requested by the Debtor as a form of alternative relief, under the facts, no meaningful competitive bidding is possible.”); *In re P.D.M. Co.*, 523 B.R. 558, 559 (Bankr. W.D. Mich. 2015) (denying motion for private sale, and rejecting “suggestion that Grand Traverse Band, LLC is the only possible purchaser, [because] the court is skeptical given (1) the absence of any effort to market the assets to an entity other than the proposed purchaser, and (2) the potential impact of the agreement to employ Mr. Kelly on the Debtors’ decision to enter into the private sale without exploring alternatives.”).

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is 10250 Constellation Boulevard, Suite 1700, Los Angeles, CA 90017.

A true and correct copy of the foregoing document entitled **NOTICE OF INTENT TO BID ON SETON ASSETS AND REQUEST FOR OPPORTUNITY TO BID** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. **TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On March 25, 2020, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

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

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2. SERVED BY UNITED STATES MAIL: On March 25, 2020, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

☐ Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on March 25, 2020, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

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

March 25, 2020
Date

Lourdes Cruz
Printed Name

/s/ Lourdes Cruz
Signature