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| UNITED STATES DEPARTMENT OF JUSTICE OFFICE OF THE UNITED STATES TRUSTEE CENTRAL DISTRICT OF CALIFORNIA | ATTACH TO THE FRONT OF THE MONTHLY OPERATING REPORT AND SUBMIT TO UNITED STATES TRUSTEE |
| :---: | :---: |
| In re: | Case Number: 18-20151-ER (See Below) |
| VERITY HEALTH SYSTEM OF CALIFORNIA, INC, et al., | MONTHLY OPERATING REPORT DISBURSEMENT SUMMARY |
| Debtors. | MOR NO. 19 <br> FOR MONTH <br> ENDING: March 2020 |

1. Total number of Debtor in Possession Bank Accounts for all Debtors.
2. TOTAL THIRD PARTY DISBURSEMENTS THIS PERIOD FROM ALL DEBTOR IN POSSESSION ACCOUNTS FOR ALL ENTITIES WITH BANK ACCOUNTS

70
\$75,868,765.34

The Debtors in the these chapter 11 cases, along with their case numbers are: Verity Health System of California, Inc. 18-20151-ER, O’Connor Hospital 18-20168-ER, Saint Louise Regional Hospital 18-20162-ER, St. Francis Medical Center 18-20165-ER, St. Vincent Medical Center 18-20164-ER, Seton Medical Center 18-20167-ER, O’Connor Hospital Foundation 18-20179-ER, Saint Louise Regional Hospital Foundation 18-20172-ER, St. Francis Medical Center of Lynwood Foundation 18-20178-ER, St. Vincent Foundation 18-20180-ER, St. Vincent Dialysis Center, Inc. 18-20171ER Seton Medical Center Foundation 18-20175-ER, Verity Business Services 18-20173-ER, Verity Medical Foundation 18-20169-ER, Verity Holdings, LLC 18-20163-ER, DePaul Ventures, LLC 18-20176-ER, and DePaul Ventures - San Jose Dialysis, LLC 18-20181-ER.


Case 2:18-bk-20151-ER Doc 4657 Filed 04/30/20 Entered 04/30/20 12:49:11 Desc
Verity Bank Account Summary
For the month ending $3 / 31 / 2020$
For the mo
$\$$ in 000's

|  | Debtor Case \# | Beg Balance |  | Total Receipts |  | Operating Disbursements |  | Sweep Inflows |  | Sweep Outilows |  | DIP Inflows ${ }^{2}$ |  | DIP Outilows ${ }^{2}$ |  | IC Inflows |  | VC Outilows |  | Ending BankBalance |  | Total Transaction Count |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Verity Health System of California, Inc. | 18-20151 | \$ | 39,932 | \$ | 323 | \$ | $(18,500)$ | \$ | 108,371 | \$ | (60) | \$ |  | \$ |  | \$ | 53,626 | \$ | $(73,037)$ | \$ | 110,655 | 531 |
| O'Connor Hospital | 18-20168 |  | 341 |  | 10,108 |  | (19) |  | 2,827 |  | $(5,653)$ |  |  |  |  |  |  |  | $(7,281)$ |  | 322 | 145 |
| St. Louise Regional Hospital | 18-20162 |  | 148 |  | 14,819 |  | (27) |  | 709 |  | $(1,420)$ |  |  |  |  |  | - |  | $(14,111)$ |  | 118 | 149 |
| St. Francis Medical Center | 18-20165 |  | 8,653 |  | 80,927 |  | $(35,064)$ |  | 80,707 |  | $(158,119)$ |  |  |  |  |  | 55,854 |  | $(22,110)$ |  | 10,847 | 3,144 |
| St. Vincent Medical Center | 18-20164 |  | 3,270 |  | 6,833 |  | $(2,378)$ |  | 6,870 |  | $(14,043)$ |  |  |  |  |  | 2,860 |  | (825) |  | 2,587 | 647 |
| Seton Medical Center | 18-20167 |  | 3,294 |  | 34,338 |  | $(16,838)$ |  | 18,624 |  | $(38,380)$ |  |  |  |  |  | 25,383 |  | $(9,158)$ |  | 17,264 | 1,882 |
| O'Connor Hospital Foundation | 18-20179 |  | 1,598 |  | 0 |  | (0) |  |  |  |  |  |  |  |  |  |  |  | - |  | 1,598 |  |
| St. Louise Regional Hospital Foundation | 18-20172 |  | 322 |  | , |  | (0) |  | - |  | - |  |  |  |  |  | - |  | - |  | 322 | 2 |
| St. Francis Medical Center of Lynwood Foundation | 18-20178 |  | 8 |  | 526 |  |  |  | - |  |  |  |  |  |  |  |  |  | (508) |  | 26 | 9 |
| St. Vincent Medical Center Foundation | 18-20180 |  | 1,081 |  | 24 |  | - |  | - |  | - |  |  |  |  |  | - |  | - |  | 1,105 |  |
| St. Vincent Dialysis Center, Inc. | 18-20171 |  | 14 |  | 74 |  | - |  | - |  | (51) |  |  |  |  |  | - |  | - |  | 37 | 15 |
| Seton Medical Center Foundation | 18-20175 |  | 4,871 |  | 1 |  | (0) |  | - |  | . |  |  |  |  |  | - |  | - |  | 4,871 | 4 |
| Verity Business Services | 18-20173 |  | 468 |  | 0 |  | $(1,751)$ |  | - |  |  |  |  |  |  |  | 2,491 |  | (861) |  | 347 | 141 |
| Verity Medical Foundation | 18-20169 |  | 2,885 |  | 251 |  | (567) |  | - |  | - |  |  |  |  |  | - |  | $(2,271)$ |  | 298 | 190 |
| Verity Holdings, LLC | 18-20163 |  | 8,971 |  | 2,354 |  | (725) |  | - |  | (383) |  | - |  | - |  | 700 |  | $(10,750)$ |  | 167 | 107 |
| De Paul Ventures - San Jose Dialysis, LLC | 18-20181 |  | 93 |  | 0 |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | 93 | 1 |
| Subtotal |  | \$ | 75,947 | \$ | 150,577 | \$ | $(75,869)$ | \$ | 218,109 | \$ | $(218,109)$ | \$ |  | \$ | - | \$ | 140,914 | \$ | $(140,914)$ | \$ | 150,656 | 6,970 |

Notes

1) In our monthly submissions, De Paul Ventures, LLC is not included above because it does not have a bank account.

 respectively, for the period presented.

 Sales Proceeds and the VMF Sale Proceeds accounts as specified in the cash collateral budget. In September 2019, the Debtors paid the Payoff Amount.


## Notes


 Account).


 month. The aggregate of the DIP Inflows and DIP Outflows columns above represent cumulative DIP borrowings and DIP repayments, respectively, for the period presented
 debtors that are not included in the Verity bank account summary as they are not part of the cash management program.





[^0]
## Verity Bank Account Summary

For Nineteen months ending 3/31/2020 (including 8/31/2018 activity)
$\$$ in 000 's
$\$$ in 000's


Verity Bank Account Summary
For Nineteen months ending 3/31/2020 (including 8/31/2018 activity)
$\$$ in 000's

| Bank Account Name | Bank Account Number | Beg Balance |  | Total Receipts | Operating Disbursements |  | Sweep Inflows ${ }^{1}$ |  | Sweep Outfilows ${ }^{1}$ | DIP Inflows ${ }^{2}$ | $\begin{gathered} \text { DIP } \\ \text { Outifows }^{2} \end{gathered}$ |  | I/C Inflows | I/C Outilows | Ending BankBalance |  | Total <br> Transaction <br> Count <br> 5,479 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| VHS - AP | XXXXXX6440 | \$ | 7,083 | 1,452 | \$ | $(426,945)$ | \$ | - | (0) | \$ 40,000 | \$ | $(236,134)$ | 676,994 | $(59,790)$ | \$ | 2,659 |  |
| VHS - Self Insurance | XXXXXX9250 |  | 200 | 6,554 |  |  |  |  | $(5,713)$ | - |  | - |  | $(1,041)$ |  | 0 | 178 |
| VHS - Payroll | XXXXXX1785 |  | 246 | 6 |  | $(52,107)$ |  | - | - | - |  | - | 52,261 | (348) |  | 58 | 525 |
| VHS - SCC Released Escrow | XXXXXX2889 |  |  | 12,839 |  | $(3,998)$ |  | 717,202 | - | - |  | $(933,172)$ | 233,858 | $(3,236)$ |  | 23,494 | 1,957 |
| VHS - Disbursement Account | XXXXXX4358 |  |  | 11,626 |  | (524) |  | 459,288 | - | 933,000 |  | 196,306 | 268,729 | $(1,814,543)$ |  | 53,881 | 1,971 |
| VHS - Non Santa Clara Sale Proceeds ${ }^{4}$ | XXXXXX9100 |  | - | 30,563 |  | - |  | - | - | - |  | - | - | - |  | 30,563 | 15 |
| VHS - Santa Clara Sale Proceeds ${ }^{4}$ | XXXXXX9087 |  | - | 820 |  | - |  | - | - | - |  | - | 1 | (821) |  | 0 | 19 |
| OCH - Lockbox | XXXXXX2945 |  | 188 | 178,229 |  |  |  |  | $(178,417)$ | - |  |  |  |  |  | (0) | 7,534 |
| OCH - Gross Revenue | XXXXXX3900 |  | 1,962 | - |  | - |  | 107,887 | $(109,810)$ | - |  |  | 7 |  |  | 46 | 447 |
| OCH - AP | XXXXXX6389 |  | 6,499 | 0 |  | $(46,191)$ |  | 100,301 | - | - |  |  | 75,010 | $(135,351)$ |  | 268 | 5,240 |
| OCH - Payroll | XXXXXX3007 |  | 207 | - |  | $(68,133)$ |  | - | - | - |  |  | 68,238 | (305) |  | 7 | 2,829 |
| OCH - FSA | XXXXXX2284 |  | 125 | - |  | - |  | - | - | - |  |  |  | (125) |  | 0 | 2 |
| OCH - Patient Trust | XXXXXX2662 |  | - | 14 |  | - |  | - | - | - |  |  | 0 | (14) |  | (0) | 22 |
| OCH - Santa Clara Sale Proceeds ${ }^{4}$ | XXXXXX9549 |  | - | 118,444 |  | - |  | - | - | - |  |  | 219 | $(118,663)$ |  | 0 | 17 |
| SLRH - Lockbox | XXXXXX2926 |  | 24 | 57,175 |  |  |  | - | $(57,199)$ |  |  |  |  |  |  | (0) | 5,986 |
| SLRH - Gross Revenue | XXXXXX3905 |  | 746 | - |  | - |  | 34,283 | $(35,013)$ | - |  | - | - | - |  | 16 | 441 |
| SLRH - AP | XXXXXX6421 |  | 3,047 | 1 |  | $(15,802)$ |  | 31,491 | - | - |  |  | 26,529 | $(45,171)$ |  | 95 | 3,108 |
| SLRH - Payroll | XXXXXX7575 |  | 128 | - |  | $(21,438)$ |  | - | - | - |  | - | 21,490 | (172) |  | 7 | 1,118 |
| SLRH - FSA | XXXXXX2307 |  | 33 | - |  | - |  | - | - | - |  |  |  | (33) |  | 0 | 1 |
| SLRH - Santa Clara Sale Proceeds ${ }^{4}$ | XXXXXX9563 |  | - | 71,725 |  | - |  | - | - | - |  | - | 103 | $(71,828)$ |  | (0) | 25 |
| SFMC - Lockbox | XXXXXX2940 |  | 357 | 839,320 |  | - |  | - | $(839,320)$ | - |  | - | - |  |  | 356 | 8,394 |
| SFMC - Gross Revenue | XXXXXX3924 |  | 903 | - |  | - |  | 486,986 | $(483,715)$ | - |  | - |  | - |  | 4,174 | 442 |
| SFMC - AP | XXXXXX6407 |  | 7,314 | 12 |  | $(230,388)$ |  | 225,741 | - | - |  |  | 543,806 | $(545,230)$ |  | 1,254 | 13,523 |
| SFMC - Payroll | XXXXXX3012 |  | 589 | 3 |  | $(269,786)$ |  | - | - | - |  | - | 270,044 | (649) |  | 200 | 6,955 |
| SFMC - FSA | XXXXXX2487 |  | 198 | - |  | - |  | - | - | - |  | - | - | (198) |  | 0 | 1 |
| SFMC - Cafeteria Deposits | XXXXXX1057 |  | 312 | 617 |  | - |  | - | (454) | - |  | - | - | (475) |  | (0) | 888 |
| SFMC - Capitation (AppleCare) | XXXXXX1371 |  | 128 | 3 |  | $(74,225)$ |  | - | - | - |  | - | 76,900 | (224) |  | 2,582 | 6,651 |
| SFMC - Capitation (Conifer) | XXXXXX1357 |  | 156 | 2 |  | $(16,607)$ |  | - | - | - |  | - | 18,291 |  |  | 1,842 | 6,823 |
| SFMC - Capitation AC | XXXXXX1845 |  | 10 | - |  | (503) |  | - | - | - |  | - | 521 | (22) |  | 6 | 479 |
| SFMC - Capitation HCLA | XXXXXX1840 |  | 75 | 33 |  | $(6,508)$ |  | - | - | - |  | - | 6,828 | (46) |  | 381 | 2,489 |
| SFMC - Career College | XXXXXX2162 |  | 37 | 19 |  | (3) |  | - | - | - |  | - | - | - |  | 53 | 109 |
| SFMC - Sale Proceeds ${ }^{4}$ | XXXXXX0090 |  |  | 12,512 |  | $(12,512)$ |  | - | - | - |  | - | - | (0) |  | (0) | 14 |
| SVMC - Lockbox | XXXXXX2964 |  | 13 | 275,911 |  | - |  | - | $(275,920)$ | - |  | - | - | - |  | 3 | 9,482 |
| SVMC - Gross Revenue | XXXXXX3929 |  | 672 | 2 |  | - |  | 155,669 | $(156,295)$ | - |  | - | - | - |  | 48 | 444 |
| SVMC - AP | XXXXXX6426 |  | 6,943 | 3 |  | $(158,746)$ |  | 84,240 | - | - |  | - | 253,450 | $(185,116)$ |  | 774 | 9,578 |
| SVMC - Payroll | XXXXXX3017 |  | 116 | 0 |  | $(120,014)$ |  | - | - | - |  | - | 120,035 | (92) |  | 45 | 3,806 |
| SVMC - FSA | XXXXXX2062 |  | 52 | - |  | - |  | - | - | - |  | - | - | (52) |  | (0) | 1 |
| SVMC - Capitation (CHP) | XXXXXX0553 |  | 493 | - |  | (161) |  | - | - | - |  | - | - | (332) |  | 0 | 21 |
| SVMC - Capitation (Conifer) | XXXXXX3695 |  | 417 | 4 |  | $(7,430)$ |  | - | - | - |  | - | 7,972 | (505) |  | 459 | 2,005 |
| SVMC - Restricted Cash ${ }^{3}$ | XXXXXX0989 |  | 1,230 | 29 |  | - |  | - | - | - |  | - | - | - |  | 1,259 | 19 |
| SVMC - Sale Proceeds ${ }^{4}$ | XXXXXX0076 |  |  | 7,509 |  | $(7,509)$ |  | - | - | - |  | - | - | (0) |  | (0) | 11 |
| SMC - Lockbox | XXXXXX2902 |  | 14 | 338,096 |  |  |  | - | $(338,086)$ | - |  | - | - | - |  | 25 | 11,595 |
| SMC - Gross Revenue | XXXXXX3887 |  | 370 | - |  | - |  | 201,863 | $(201,974)$ | - |  | - | - | - |  | 259 | 442 |
| SMC - Pandemic Account | XXXXXX5706 |  |  | 7,700 |  | - |  |  | - | - |  | - | - | - |  | 7,700 | 1 |
| SMC - AP | XXXXXX6365 |  | 2,911 | 5 |  | $(121,111)$ |  | 97,025 | - | - |  | - | 280,975 | $(258,902)$ |  | 903 | 12,487 |
| SMC - Payroll | XXXXXX3001 |  | 1,212 | - |  | $(184,302)$ |  | - | - | - |  | - | 185,479 | $(2,233)$ |  | 156 | 3,681 |
| SMC - FSA | XXXXXX2289 |  | 117 | 1 |  | - |  | - | - | - |  | - | - | (117) |  | (0) | 2 |
| SMC - Sale Proceeds | XXXXXX0071 |  |  | 8,000 |  | - |  | - | - | - |  | - | - | - |  | 8,000 | 2 |
| SMCC - Lockbox | XXXXX02907 |  | 2 | 4,412 |  | - |  | - | $(4,392)$ | - |  | - | - | - |  | 22 | 1,541 |
| SMCC - Gross Revenue | XXXXXX3882 |  | 54 | - |  | - |  | 2,710 | $(2,723)$ | - |  | - |  | - |  | 41 | 440 |
| SMCC - AP | XXXXXX6384 |  | 1,160 | - |  | $(3,225)$ |  | 1,352 | - | - |  | - | 1,857 | $(1,013)$ |  | 132 | 1,809 |
| SMCC - FSA | XXXXXX2302 |  | 19 | - |  | - |  | - | - | - |  | - | - | (19) |  | 0 | 1 |
| SMCC - Patient Trust | XXXXX12907 |  | - | 48 |  | (45) |  | - | - | - |  | - | 25 | - |  | 27 | 92 |
| OCH Foundation ${ }^{3}$ | XXXXXX3433 |  | 1,473 | 107 |  | - |  | - | - | - |  | - | - | (225) |  | 1,355 | 45 |
| OCH Foundation - Investment ${ }^{3}$ | XXXXX2-037 |  | 242 | 2 |  | (0) |  | - | - | - |  | - | - | - |  | 243 | 25 |
| SLRH Foundation ${ }^{3}$ | XXXXXX2521 |  | 720 | 55 |  | (4) |  | - | - | - |  | - | - | (450) |  | 322 | 59 |
| SFMC of Lynwood Foundation ${ }^{3}$ | XXXXXX2809 |  | 780 | 5,737 |  | - |  | - | - | - |  | - | - | $(6,491)$ |  | 26 | 130 |
| SVMC Foundation ${ }^{3}$ | XXXXXX3025 |  | 844 | 2,567 |  | - |  | - | - | - |  | - | 772 | $(3,079)$ |  | 1,105 | 69 |
| SVMC Foundation - EWB ${ }^{3}$ | XXXXXX1162 |  | 769 | 3 |  | - |  | - | - | - |  | - | - | (772) |  | - | 11 |
| St. Vincent Dialysis Center | XXXXXX8921 |  | 332 | 7,744 |  | (7) |  | - | $(6,708)$ | - |  | - | - | $(1,325)$ |  | 37 | 412 |
| SMC Foundation ${ }^{3}$ | XXXXXX2260 |  | 5,660 | 147 |  | (5) |  | - | - | - |  | - | 124 | $(1,480)$ |  | 4,447 | 81 |
| SMC Foundation - SVCS ${ }^{3}$ | XXXXXX0089 |  | 451 | 76 |  | (104) |  | - | - | - |  | - | - | - |  | 424 | 366 |
| VBS - AP | XXXXXX6402 |  | 962 | 8 |  | $(21,639)$ |  | - | - | - |  | - | 47,392 | $(26,421)$ |  | 301 | 1,511 |
| VBS - Payroll | XXXXXX2982 |  | 15 | - |  | $(26,391)$ |  | - | - | - |  | - | 26,421 | - |  | 46 | 548 |
| VBS - FSA | XXXXXX3192 |  | 26 | - |  | - |  | - | - | - |  | - |  | (26) |  | 0 | 1 |
| VMF - Checking | XXXXXX9996 |  | 4,493 | 57,575 |  | $(99,128)$ |  | - | $(3,883)$ | - |  | - | 122,881 | $(81,640)$ |  | 298 | 27,259 |
| VMF - Payroll ZBA | XXXXXX0010 |  | - | 21 |  | (21) |  | - | - | - |  | - | - | - |  | - | 6 |
| VMF - Sale Proceeds ${ }^{4}$ | XXXXXX2810 |  | - | 2,246 |  | - |  | - | - | - |  | - | 25 | $(2,271)$ |  | 0 | 21 |
| VH - AP | XXXXXX1597 |  | 1,106 | 1 |  | $(15,528)$ |  | - | - | - |  | - | 18,568 | $(4,005)$ |  | 142 | 1,449 |
| VH - MOB | XXXXXX1248 |  | 1,108 | 8,638 |  | (10) |  | - | $(6,415)$ | - |  | - | 8 | $(3,304)$ |  | 24 | 590 |
| VH - Operating | XXXXXX1970 |  | 8,321 | - |  | (991) |  | - | - | - |  | - | 3,645 | $(10,975)$ |  | 0 | 14 |
| VH-Savings | XXXXXX1975 |  | 2,243 | 1 |  | - |  | - | - | - |  | - | - | $(2,244)$ |  | 0 | 10 |
| VH - Santa Clara Sale Proceeds ${ }^{4}$ | XXXXXX9568 |  | - | 17,943 |  | - |  | - | - | - |  | - | 26 | $(17,969)$ |  | 1 | 19 |
| De Paul Ventures - San Jose Dialysis, LLC | XXXXXX2797 |  | - | 93 |  | - |  | - | - | - |  | - | - | - |  | 93 | 13 |
| SMCC - Patient Trust - TCB | XXXXXX3611 |  | 24 | - |  | - |  | - | - | - |  | - | - | (24) |  | 0 | 2 |
| SMC Foundation - TCB $^{3}$ | XXXXXX8521 |  | 117 | - |  | - |  | - | - | - |  | - | - | (117) |  | - | 3 |
| Subtotal |  | \$ | 76,048 | \$ 2,086,650 | \$ | (2,012,041) | \$ | 2,706,039 | \$ (2,706,039) | \$ 973,000 | \$ | $(973,000)$ | \$ 3,409,486 | \$ (3,409,486) | \$ | 150,656 | 173,786 |
| Notes |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |

receipts that were swept to the VHS - DIP Concentration Account are reflected in I/C Outlows for the VMF - Checking account. Beginning September 7, 2019, Cash receipts are swept to the VHS Disbursement Account (formerly the VHS Loan Proceeds Account).
2) Pursuant to the terms of the DIP loan agreement, which matured and was fully repaid in September 2019, Verity submitted its cash inflows to the Debtors' DIP Lender Ally Bank on a daily basis even when there was no DIP balance outstanding. When this occurred, Ally Bank returned the funds to Verity. Commencing in November 2018, when there was no DIP balance outstanding, funds flowed to Ally Bank from the VHS - DIP Concentration Account and were returned by Ally to the VHS - DIP Loan Proceeds account. Prior to the implementation of this cash management process, funds flowed to/ from Ally Bank through the VHS - AP account and such activity netted to zero to the extent funds were sent to and received from Ally Bank in the same month. The aggregate of the DIP Inflows and DIP Outflows columns above represent cumulative DIP borrowings and DIP repayments, respectively, for the period presented.
3) This bank account contains certain funds that are donor restricted, and therefore, are not available for the debtor's general operating activities. Please refer to the attached restricted funds schedule for additional restricted funds recorded by the debtors that are not included in the Verity bank account summary as they are not part of the cash management program.
4) The Final DIP Order provided that the Sale Proceeds, including any deposits, shall be held in escrow in one or more deposit accounts subject to a deposit account control agreement in favor of the DIP Agent (the "Escrow Deposit Account"). On September 6, 2019, the Court entered the Final Order (A) Authorizing Continued use of Cash Coliateral, (B) Granting Adequate Protection, (C) Modifying Automatic Stay, and (D) Granting Related Relief [Docket No. 3022] (the "Supplemental Cash Collateral Order"). The Supplemental Cash Collateral Order authorized the Debtors to (i) use escrowed cash collateral from the OCH - Santa Clara Sale Proceeds bank account to pay all amounts due and payable in respect of the DIP Obligations (the "Payoff Amount"), and, (ii) use cash collateral, including cash collateral held in Santa Clara Sales Proceeds and the VMF Sale Proceeds accounts as specified in the cash collateral budget. In Septembe Debtors paid the Payoff Amount.
5) Pursuant to the Supplemental Cash Collateral Order, the VHS - DIP Loan Proceeds Account was renamed the "VHS Disbursement Account" upon funding of the Payoff Amount pursuant to the Supplemental Cash Collateral Order

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Verity Health System of California, Inc.
Bank Reconciliation Summary
March 31, 2020
\$ in 000's


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O'Connor Hospital
Bank Reconciliation Summary
March 31, 202


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Saint Louise Regional Hospital
Bank Reconciliation Summary
March 31, 2020
\$ in 000's



St Vincent Medical Center
Bank Reconciliation Summary
March 31, 2020
\$ in 000's

| Bank Account No. (last 4 digits) | SVMC - AP |  | SVMC - Payroll |  | SVMC Lockbox/GR |  | SVMC - Capitation (Conifer) |  | SVMC - Capitation (CHP) | SVMC - Restricted Cash |  | SVMC- Sale Proceeds |  | Petty Cash Total |  | Debtor Total |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 6426 |  | 3017 |  | 2964 /3929 |  | 3695 | 0553 |  | 0989 |  | 0076 |  | N/A |  |  |
| Balance Per Bank | \$ | 774 | \$ | 45 | \$ | 51 | \$ | 459 | \$ | \$ | 1,259 | \$ |  |  |  | \$ | 2,587 |
| Additive Items: <br> Deposits in Transit Other Additive Items |  |  |  | 20 |  |  |  |  |  |  |  |  |  |  |  |  | $20^{-}$ |
| Subtractive Items: <br> Outstanding Checks <br> Other Subtractive Items |  | (341) |  |  |  | 4 |  | (337) |  |  |  |  |  |  |  |  | (735) 4 |
| Reclassifications <br> Negative book balance reclassed to AP |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | - |
| Petty Cash |  |  |  |  |  |  |  |  |  |  |  |  |  |  | - |  | - |
| Adjusted Bank Balance |  | 433 |  | 6 |  | 55 |  | 123 | - |  | 1,259 |  |  |  | - |  | 1,875 |
| GL Balance | \$ | 433 | \$ | 6 | \$ | 55 | \$ | 123 | \$ | \$ | 1,259 | \$ |  |  | \$ | \$ | 1,875 |
| Number of Outstanding Checks |  | 149 |  | 43 |  |  |  | 38 |  |  |  |  |  |  |  |  | 230 |

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Seton Medical Center
Bank Reconciliation Summary
March 31, 2020
\$ in 000's


Seton Medical Center Coastside
Bank Reconciliation Summary
March 31, 2020
\$ in 000's

| \$ in 000's |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Bank Account No. (last 4 digits) | AP Disbursement |  | SMCC - <br> Lockbox/GR |  | Patient Trust |  | Debtor Tota |  |
|  |  |  |  |  |  |  |  |  |
| Balance Per Bank | \$ | 132 | \$ | 63 | \$ | 27 | \$ | 221 |
| Additive Items: <br> Deposits in Transit Other Additive Items |  |  |  |  |  |  |  | - |
| Subtractive Items: <br> Outstanding Checks <br> Other Subtractive Items |  | (33) |  | (47) |  | (5) (4) |  | (37) (51) |
| Reclassifications <br> Negative book balance reclassed to AP |  |  |  |  |  |  |  | - |
| Petty Cash |  |  |  |  |  |  |  | - |
| Adjusted Bank Balance |  | 99 |  | 16 |  | 18 |  | 133 |
| GL Balance | \$ | 99 | \$ | 16 | \$ | 18 | \$ | 133 |
| Number of Outstanding Checks |  | 44 |  |  |  | 6 |  | 50 |

O'Connor Hospital Foundation
Bank Reconciliation Summary
March 31, 2020
in 000's


Saint Louise Regional Hospital Foundation
Bank Reconciliation Summary
March 31, 2020

|  | $\$ \text { in 000's }$ |  |
| :---: | :---: | :---: |
| Bank Account No. (last 4 digits) | Debtor Total |  |
|  |  |  |
| Balance Per Bank | \$ | 322 |
| Additive Items: |  |  |
| Deposits in Transit |  |  |
| Other Additive Items |  |  |
| Subtractive Items: |  |  |
| Outstanding Checks |  |  |
| Other Subtractive Items |  |  |
| Reclassifications |  |  |
| Negative book balance reclassed to AP |  |  |
| Petty Cash |  |  |
| Adjusted Bank Balance |  | 322 |
| GL Balance | \$ | 322 |
| Number of Outstanding Checks |  |  |

St. Francis Medical Center of Lynwood Foundation
Bank Reconciliation Summary
March 31, 2020


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St Vincent Medical Center Foundation
Bank Reconciliation Summary
March 31, 2020
\$ in 000's


St. Vincent Dialysis Center, Inc.
Bank Reconciliation Summary
March 31, 2020
$\$$ in 000's

|  | \$ in 000's |  |
| :---: | :---: | :---: |
|  | Debtor <br> Total |  |
| Bank Account No. (last 4 digits) |  |  |
| Balance Per Bank | \$ | 37 |
| Additive Items: <br> Deposits in Transit Other Additive Items |  |  |
| Subtractive Items: <br> Outstanding Checks <br> Other Subtractive Items |  |  |
| Reclassifications <br> Negative book balance reclassed to AP |  |  |
| Petty Cash |  |  |
| Adjusted Bank Balance |  | 37 |
| GL Balance | \$ | 37 |
| Number of Outstanding Checks |  |  |

Seton Medical Center Foundation
Bank Reconciliation Summary
March 31, 2020
\$ in 000's

| Bank Account No. (last 4 digits) | SMC Foundation |  | SMC Foundation - SVCS |  | Debtor <br> Total |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 2260 |  | 0089 |  |  |
| Balance Per Bank | \$ | 4,447 | \$ | 424 | \$ | 4,871 |
| Additive Items: <br> Deposits in Transit Other Additive Items |  |  |  |  |  | - |
| Subtractive Items: <br> Outstanding Checks <br> Other Subtractive Items |  | (5) |  | (424) |  | (429) |
| Reclassifications Negative book balance reclassed to AP |  |  |  |  |  | - |
| Petty Cash |  |  |  |  |  | - |
| Adjusted Bank Balance |  | 4,442 |  | - |  | 4,442 |
| GL Balance | \$ | 4,442 | \$ | - | \$ | 4,442 |
| Number of Outstanding Checks |  |  |  |  |  | - |

Verity Business Services
Bank Reconciliation Summary
March 31, 2020


Verity Medical Foundation
Bank Reconciliation Summary
March 31, 2020


Verity Holdings, LLC
Bank Reconciliation Summary
March 31, 2020
$\$$ in 000's


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De Paul Ventures - San Jose Dialysis, LLC
Bank Reconciliation Summary
March 31, 2020
$\$$ in 000's
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Verity Health System, Inc.

## Notes on Bank Reconciliations

## March 31, 2020

1. DePaul Ventures, LLC has no bank accounts. Therefore, there is no bank activity reported on the Verity Bank Account Summary or on the Verity Bank Account Cumulative Summary, and accordingly no bank reconciliations.
2. The following bank accounts were closed prior to the beginning of the reporting period and are not reported on the Bank Reconciliation Summary

| Account name | Last four of account \# |
| :--- | :--- |
| SMC Foundation - TCB | \#XXXXXX8521 |
| SMCC - Patient Trust - TCB | \#XXXXXX3611 |
| OCH - FSA | \#XXXXX12284 |
| SLRH - FSA | \#XXXXX12307 |
| SMC - FSA | \#XXXXX12289 |
| SMCC - FSA | \#XXXXX12302 |
| SFMC - FSA | \#XXXXX12487 |
| SVMC - FSA | \#XXXXX12062 |
| VBS - FSA | \#XXXXX13192 |
| VH - Operating | \#XXXXX11970 |
| VH - Savings | \#XXXXX11975 |
| VMF - Payroll ZBA - Wells Fargo | \#XXXXX20010 |
| SVMC Foundation - EWB | \#XXXXXX1162 |

3. The following bank account has had no activity and therefore bank and book balances were both zero at the end of the reporting period. This account is not reported on the Verity Bank Account Summary or on the Verity Bank Account Cumulative Summary

| Account name | Last four of account \# |
| :--- | :--- |
| VH - Sale Proceeds | $\# X X X X X X 0151$ |

## Verity Health System, Inc. Notes on Bank Reconciliations <br> March 31, 2020

4. On February 28, 2019 (the "Closing Date"), the Debtors' asset sale to Santa Clara County (the "Santa Clara Sale Transaction") closed and Santa Clara County wired the sale proceeds to Chicago Title Insurance Company ("Chicago Title"). As part of that transaction, operating disbursements were made by Chicago Title directly to third parties, on behalf of the Debtors that are party to the Santa Clara Sale Transaction (the "Chicago Title Disbursements"). In order to provide a full accounting of operating disbursements made by or on behalf of the Debtors in this Monthly Operating Report, the Chicago Title Disbursements are added to the operating disbursements reported in the Verity Bank Account Cumulative Summary for the reporting period and shown in the table below (\$000):

|  | Operating Disbursements <br> for the reporting period |  |  |  |
| :--- | ---: | ---: | ---: | ---: |
|  | Chicago | Op. Disb. |  |  |
| Title Disb. | From page 4 | Total |  |  |
|  | $\$ 1,573$ | $\$ 14,324$ | 135,897 |  |
| O'Connor Hospital | 5,528 | 37,240 | 42,768 |  |
| St. Louise Regional Hospital | 269 | 16,529 | 16,798 |  |
| Verity Holdings, LLC | 88 | 483,574 | 483,662 |  |
| Verity Health System of California, Inc. |  |  |  |  |

5. Per the Santa Clara County asset purchase agreement (the "APA") § 1.2 and 1.1.2, $\$ 23.5$ million of sale proceeds transferred by Santa Clara County were escrowed with Chicago Title as escrow agent, subject to reductions related to post-closing obligations and damages as described in APA § 15.2 (as reduced in accordance with APA § 15.2 , the "Escrow Amount"). The APA provides that the Escrow Amount is security for the satisfaction of Sellers' post-closing obligations and to offset Damages incurred by Santa Clara County as described in Section 15.2 of the APA. The APA provides that the Escrow Agent shall hold the Escrow Amount for a period of twelve months following the Closing Date, and the Escrow Agent shall disburse the same (along with any interest accrued thereon, as further described in the Escrow Agreement) upon the expiration of such twelve month period (subject to valid escrow claims) in accordance with the terms of the Escrow Agreement. The Debtors that are party to the Santa Clara Sales Transaction report the Escrow Amount as a receivable in the Consolidating Balance Sheet - Unaudited as of the end of the reporting period.

Verity Status of Payments to Secured Creditors, Lessors, And Other Parties to Executory Contracts
For the month ending 03/31/2020
$\$$ in 000's

| \# | Creditor, Lessor, Etc. | Frequency of Payments (Mo/Qtr) | Amount of Payment | Post-petition Payments Not Made (Number) ${ }^{(\mathrm{A})}$ | Total Due Not Paid According to Postpetition Terms |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Secured Debt Holders |  |  |  |  |  |
| 1 | Wells Fargo - 2005 Bonds | Monthly | 1,226 | - | - |
| 2 | US Bank 2015 Notes | Monthly | 1,044 | - | - |
| 3 | Verity MOB Financing, LLC | Monthly | 354 | - | - |
| 4 | US Bank 2017 Notes | Monthly | 254 | - | - |
|  | Subtotal |  | \$2,879 | - | - |
| Top 20 Vendors |  |  |  |  |  |
| 1 | Healthnow Administrative Services | Various | \$4,089 | - | - |
| 2 | Transamerica | Various | 3,277 | - | - |
| 3 | Fastaff, Llc | Various | 1,270 | - | - |
| 4 | Cardinal Health | Various | 1,190 | - | - |
| 5 | Medline Industries, Inc. | Various | 882 | - | - |
| 6 | State Compensation Insurance Fund | Various | 837 | - | - |
| 7 | Rightsourcing Inc | Various | 693 | - | - |
| 8 | Quadramed Corporation | Various | 500 | - | - |
| 9 | Lockton-Dunning Series | Various | 496 | - | - |
| 10 | Medimpact | Various | 464 | - | - |
| 11 | Nantworks LLC | Various | 396 | - | - |
| 12 | Agiliti Formerly Universal Hospital Serv | Various | 373 | - | - |
| 13 | Hhc Hooper Healthcare Consulting | Various | 346 | - | - |
| 14 | Los Angeles Department of Water and Power | Various | 298 | - | - |
| 15 | Totalmed Staffing, Inc. | Various | 295 | - | - |
| 16 | Delta Dental CA | Various | 291 | - | - |
| 17 | 4-Landmark Anesthesia Medical Group | Various | 266 | - | - |
| 18 | Medtronic USA Inc | Various | 243 | - | - |
| 19 | Swinerton Builders | Various | 243 | - | - |
| 20 | Picis Clinical Solutions Inc | Various | 243 | - | - |
|  | Subtotal |  | \$16,693 | - | - |
| Notes |  |  |  |  |  |


III. TAX LIABILITIES - \$ in 000's

FOR THE REPORTING PERIOD - \$ in 000's:
Gross Sales Subject to Sales Tax: \$
125
Total Wages Paid: \$
25,247

|  | Total Post-Petition Amounts Owing |  |  |  | Date Delinquent Amount Due |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Federal Withholding | \$ | 23 | \$ | - |  |
| State Withholding |  | 8 |  | - |  |
| FICA- Employee/Employer Share |  | 645 |  | - |  |
| State Unemployment |  | 495 |  | - |  |
| State Disability Insurance |  | 2 |  | - |  |
| Sales and Use |  | 11 |  | - |  |
| Real Property |  | 2,674 |  |  |  |
| Other: |  |  |  |  |  |
| TOTAL | \$ | 3,858 |  | - |  |


|  | *Accounts Payable Post-Petition |  | Patient Receivables |  |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  | Combined Pre and | tition |
| 30 days or less | \$ | 10,331 | \$ | 48,093 |
| 31-60 days |  | 607 |  | 15,282 |
| 61-90 days |  | 262 |  | 9,811 |
| 91-120 days |  | 325 |  | 6,194 |
| Over 120 days |  | 826 |  | 17,413 |
| TOTAL: | \$ | 12,351 | \$ | 96,793 |

## V. INSURANCE COVERAGE



## VI. UNITED STATES TRUSTEE QUARTERLY FEES - \$ in 000's <br> (TOTAL PAYMENTS)

| Quarterly Period Ending (Date) | Total Disbursements | Quarterly Fees |  | Date Paid |  | Paid |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 30-Sep-2018 | 89,411 | \$ | 898 | 31-Oct-2018 | \$ | 898 | \$ |  |
| 31-Dec-2018 | \$ 377,637 | \$ | 1,775 | 31-Jan-2019 | \$ | 1,775 | \$ | - |
| 31-Mar-2019 | \$ 418,770 | \$ | 1,840 | 30-Apr-2019 | \$ | 1,840 | \$ | - |
| 30-Jun-2019 | \$ 327,882 | \$ | 1,298 | 31-Jul-2019 | \$ | 1,298 | \$ | - |
| 30-Jun-2019 | \$ | \$ | 0 | 31-Aug-2019 | \$ | 0 | \$ |  |
| 30-Jun-2019 | \$ | \$ | 0 | 31-Oct-2019 | \$ | 0 | \$ | - |
| 30-Sep-2019 | \$ 300,070 | \$ | 1,197 | 31-Oct-2019 | \$ | 1,197 | \$ | - |
| 31-Dec-2019 | \$ 285,570 | \$ | 1,161 | 31-Jan-2020 | \$ | 1,161 | \$ | - |
|  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  | - |
|  |  |  |  |  |  |  |  | - |
|  |  |  |  |  |  |  |  | - |
|  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  | - |
|  |  |  |  |  |  |  |  | - |
|  |  |  |  |  |  |  |  | - |
|  |  |  |  |  |  |  |  | - |
|  |  |  |  |  |  |  |  | - |
|  |  | \$ | 8,169 |  | \$ | 8,169 | \$ | - |

(A) The Debtors did not initially receive an invoice from the U.S. Trustee for quarterly fees for De Paul Ventures - San Jose Dialysis, LLC and therefore $\$ 0.325$ thousand of the reported amount paid was paid on November 30, 2018.
(B) Verity Medical Foundation 2019 Q2 shortage of $\$ 5.19$ paid in August 2019
(C) O'Connor Hospital 2019 Q2 shortage of $\$ 1.37$ paid in October 2019

See Notes after Section XI., Questionnaire.


## VIII SCHEDULE OF OTHER AMOUNTS PAID TO INSIDERS

| Debtor | Account Used | Aggregate Insider Other <br> Amounts Paid (a) |  |
| :--- | :--- | :--- | :--- |
| Verity Health System of California, Inc. | XXXXXX6440 | $\$$ | - |
| O'Connor Hospital | XXXXXX6389 | $\$$ | - |
| Saint Louise Regional Hospital | XXXXXX6421 | $\$$ | - |
| St. Francis Medical Center | XXXXXX6407 | $\$$ | 29,250 |
| St. Vincent Medical Center | XXXXXX6426 | $\$$ | - |
| Seton Medical Center | XXXXXX6365 | $\$$ | 20,250 |
| O'Connor Hospital Foundation |  | $\$$ | - |
| Saint Louise Regional Hospital Foundation |  | $\$$ | - |
| St. Francis Medical Center of Lynwood Foundation |  | $\$$ | - |
| St. Vincent Foundation |  | $\$$ | - |
| St. Vincent Dialysis Center, Inc. |  | $\$$ | - |
| Seton Medical Center Foundation |  | $\$$ | - |
| Verity Business Services |  | $\$$ | - |
| Verity Medical Foundation |  | $\$$ | - |
| Verity Holdings, LLC | $\$$ | - |  |
| DePaul Ventures, LLC |  | $\$$ | 49,500 |
| DePaul Ventures - San Jose Dialysis, LLC |  | $\$$ | - |

(a) For the Hospital Debtors, amounts represent payments made by the Hospitals to physician board members associated with medical directorships and on-call coverage provided. Such payments are not associated with services provided as a board member.

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## ASSETS

Current Assets:
Cash and cash equivalents
Net patient accounts receivable
Due from government agencies
Due from related organizations
Other current assets
Other restricted assets
Total Current Assets
Assets Limited As To Use
Other investments
Under bond indenture agreements
Total Assets Limited As To Use
Property And Equipment, Net
Other Long-Term Assets
Total Assets
LIABILITIES AND NET (DEFICIT) ASSETS
Current Liabilities:
Accounts payable
Current portion of long-term debt, net of debt issuance costs
Due to government agencies
Accrued expenses and other current liabilities
Total Current Liabilliz

## Other Liabilities

Pension and other long-term liabilities
Total Other Liabilities
Long-Term Debt, Net Of Current Portion And Debt Issuance Costs

Total Liabilities
NET (DEFICIT) ASSETS:
Unrestricted
Temporarily restricted
Permanently restricted
Total Net (Deficit) Assets
Total Liabilities And Net (Deficit) Assets


|  | O'Connor Hospital |  | aint Louise Regional Hospital |  | St. Francis dical Center | $\begin{array}{r} \mathrm{sin} \\ \hline \end{array}$ | t. Vincent dical Center |  | eton Medical Center |  | eton Medical Center Coastside eton Medical Center) |  | stem Office erity Health stem of CA, Inc.) |  | System <br> Elimination Obligated Group |  | Obligated oup Subtotal |  | -Debtor A |  | Business ervices |  | tures <br> ePaul <br> an Jose <br> LC) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| \$ | 108 | \$ | 83 | \$ | 4,605 | \$ | 617 | \$ | 8,275 | \$ | 133 | \$ | 79,001 | \$ |  | \$ | 92,822 | \$ | 11,031 | \$ | 319 | \$ | 93 |
|  | - |  |  |  | 56,316 |  | 8,613 |  | 27,472 |  | 4,295 |  | - |  |  |  | 96,697 |  |  |  |  |  |  |
|  | - |  | - |  | 419 |  | 7,106 |  | 6,189 |  | - |  | - |  | - |  | 13,714 |  |  |  | - |  |  |
|  | 20,314 |  | 30,427 |  | 454,724 |  | 16,529 |  | 15,049 |  | 48 |  | 555,726 |  | $(985,580)$ |  | 107,238 |  |  |  | 78,056 |  | 3,467 |
|  | 15,116 |  | 4,193 |  | 65,657 |  | 23,483 |  | 22,392 |  | 306 |  | 11,207 |  | - |  | 142,354 |  | 1,570 |  | 306 |  |  |
|  | - |  | - |  | - |  | - |  | 8,000 |  | - |  | 30,563 |  | - |  | 38,563 |  |  |  |  |  |  |
|  | 35,538 |  | 34,704 |  | 581,721 |  | 56,347 |  | 87,377 |  | 4,783 |  | 676,498 |  | $(985,580)$ |  | 491,389 |  | 12,601 |  | 78,681 |  | 3,560 |
|  | - |  | - |  | - |  | 3,061 |  | - |  | - |  | 20 |  | - |  | 3,081 |  | 39,966 |  | - |  |  |
|  | - |  | - |  | - |  | - |  | 34,967 |  | - |  | 25,089 |  | - |  | 60,056 |  | - |  |  |  |  |
|  | - |  | $\cdot$ |  | - |  | 3,061 |  | 34,967 |  | - |  | 25,109 |  | - |  | 63,137 |  | 39,966 |  | - |  |  |
|  | - |  | - |  | 81,629 |  | 42,173 |  | 40,655 |  | 651 |  | 23,763 |  | - |  | 188,871 |  | - |  | 1,333 |  |  |
|  | - |  | - |  | 83 |  | - |  | 62 |  | - |  | 1,111 |  | - |  | 1,256 |  | - |  | - |  | 37 |
| \$ | 35,538 | \$ | 34,704 | \$ | 663,434 | \$ | 101,581 | \$ | 163,061 | \$ | 5,434 | \$ | 726,481 | \$ | (985,580) | \$ | 744,653 | \$ | 52,567 | \$ | 80,014 | \$ | 3,597 |


| \$ | 14,874 | \$ | 3,726 | \$ | 19,394 | \$ | 22,514 | \$ | 16,892 | \$ | 518 | \$ | 18,881 | \$ | - | \$ | 96,801 | \$ | 51 | \$ | 5,884 | \$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 774 |  | 469 |  | 4,076 |  | 867 |  | 1,463 |  | - |  | 159,127 |  | - |  | 166,776 |  | - |  | - |  |  |
|  | (365) |  | (111) |  | 2,338 |  | 3,229 |  | 18 |  | - |  | - |  | - |  | 5,109 |  | - |  | - |  |  |
|  | 19,010 |  | 6,702 |  | 115,433 |  | 31,575 |  | 67,747 |  | 1,744 |  | 158,155 |  | - |  | 400,366 |  | 9,673 |  | 2,711 |  | 1 |
|  | 138,703 |  | 30,705 |  | 20,276 |  | 386,036 |  | 270,480 |  | 28,360 |  | 309,560 |  | $(985,580)$ |  | 198,541 |  | - |  | 69,938 |  | 2 |
|  | 172,996 |  | 41,492 |  | 161,518 |  | 444,221 |  | 356,600 |  | 30,622 |  | 645,723 |  | $(985,580)$ |  | 867,592 |  | 9,724 |  | 78,533 |  | 3 |


|  | 49,967 |  | 5,846 |  | 97,260 |  | 76,557 |  | 2,526 |  | 28 |  | 48,612 |  | - |  | 280,795 |  | 34,005 |  | - |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 49,967 |  | 5,846 |  | 97,260 |  | 76,557 |  | 2,526 |  | 28 |  | 48,612 |  | - |  | 280,795 |  | 34,005 |  | - |  | - |
|  | 47,507 |  | 28,776 |  | 63,436 |  | 53,181 |  | 96,165 |  | - |  | 44,029 |  | - |  | 333,094 |  | - |  | - |  | - |
|  | 270,470 |  | 76,114 |  | 322,214 |  | 573,959 |  | 455,291 |  | 30,650 |  | 738,364 |  | $(985,580)$ |  | 1,481,481 |  | 43,729 |  | 78,533 |  | 3 |
|  | $(234,931)$ |  | $(41,410)$ |  | 341,220 |  | $(475,636)$ |  | $(292,230)$ |  | (25,216) |  | $(11,883)$ |  | - |  | $(740,086)$ |  | 8,837 |  | 1,480 |  | 3,594 |
|  | - |  | - |  | - |  | 523 |  | - |  | - |  | - |  | - |  | 523 |  |  |  |  |  | - |
|  | - |  | - |  | - |  | 2,736 |  | - |  | - |  | - |  | - |  | 2,736 |  |  |  | - |  |  |
|  | (234,931) |  | $(41,410)$ |  | 341,220 |  | $(472,377)$ |  | $(292,230)$ |  | $(25,216)$ |  | $(11,883)$ |  | - |  | $(736,828)$ |  | 8,837 |  | 1,480 |  | 3,594 |
| \$ | 35,538 | \$ | 34,704 | \$ | 663,434 | \$ | 101,581 |  | 163,061 |  | 5,434 | \$ | 726,481 | \$ | $(985,580)$ | \$ | 744,653 | \$ | 52,567 |  | 80,014 | \$ | 3,597 |

## ASSETS

## Current Assets:

Cash and cash equivalents
Net patient accounts receivable
Due from government agencies
Due from related organizations
Other current assets
Other restricted assets
Total Current Assets

## Assets Limited As To Use:

Other investments
Under bond indenture agreements
Total Assets Limited As To Use
Property And Equipment, Net
Other Long-Term Assets

## Total Assets

LIABILITIES AND NET (DEFICIT) ASSETS
Current Liabilities:
Accounts payable
Current portion of long-term debt, net of debt issuance costs Due to government agencies
Accrued expenses and other current liabilities
Due to related organizations
Total Current Liabilities

## Other Liabilities

Pension and other long-term liabilities
Total Other Liabilities
ong-Term Debt, Net Of Current Portion And Debt Issuance Costs

Total Liabilities
NET (DEFICIT) ASSETS:
Unrestricted
Temporarily restricted
Permanently restricted
Total Liabilities And Net (Deficit) Assets

| St. Vincent Dialysis Center inc. | Verity Medical Foundation | O'Connor <br> Hospital <br> Foundation | Seton Medical Center Foundation | St. Francis Medical Center of Lynwood Foundation | Saint Louise Regional Hospital Foundation | St. Vincent Foundation | Verity Holdings, LLC | Non-Debtor B | System Elimination Non Obligated Group | Verity Total |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| \$ 37 | 248 | 358 | \$ 22 | \$ 14 | \$ 21 | \$ 82 | \$ 132 | \$ 15 | \$ | 105,193 |
| 95 | - | - | - | - | - | - | - | - | - | 96,792 |
| 294 | - | - | - | - | - | - | - | - | - | 14,008 |
| 10,261 | 3,103 | 1 | 7 | 4 | 5 | 12,517 | 91,121 | - | $(305,780)$ |  |
| - | 320 | - | - | 382 | - | 953 | 729 | - | - | 146,615 |
| - | 0 | - | - | - | - | - | 1 | - | - | 38,564 |
| 10,686 | 3,671 | 360 | 29 | 400 | 26 | 13,552 | 91,983 | 15 | $(305,780)$ | 401,172 |


|  | - |  | - |  | 1,240 |  | 4,420 |  | - |  | 301 |  | 3,181 |  | - |  | - |  | - |  | 52,189 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | 60,056 |
|  | - |  | - |  | 1,240 |  | 4,420 |  | - |  | 301 |  | 3,181 |  | - |  | - |  | - |  | 112,245 |
|  | 170 |  | 191 |  | - |  | - |  | - |  | - |  | - |  | 13,758 |  | - |  | - |  | 204,323 |
|  | - |  | 392 |  | - |  | - |  | - |  | - |  | 673 |  | 1,207 |  | - |  | $(1,148)$ |  | 2,417 |
| \$ | 10,856 | \$ | 4,254 | \$ | 1,600 | \$ | 4,449 | \$ | 400 | \$ | 327 | \$ | 17,406 | \$ | 106,948 | \$ | 15 | \$ | $(306,928)$ | \$ | 720,157 |


| \$ | - | \$ | 229 | \$ | - | \$ | - | \$ | - | \$ | 0 | \$ |  | \$ | 2,046 | \$ |  | \$ | - | \$ | 105,011 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | - |  | - |  | - |  | - |  |  |  | - |  |  |  | - |  |  |  |  |  | 166,776 |
|  | - |  | - |  | - |  | - |  | - |  | - |  |  |  | - |  |  |  | - |  | 5,109 |
|  | 3 |  | 5,462 |  | 0 |  | 3 |  | 6 |  | 0 |  | 5 |  | 3,856 |  |  |  | $(1,148)$ |  | 420,937 |
|  | 15,098 |  | - |  | 7,344 |  | 734 |  | 8,745 |  | 5,095 |  | 904 |  | (629) |  | 7 |  | $(305,780)$ |  |  |
|  | 15,101 |  | 5,691 |  | 7,344 |  | 737 |  | 8,751 |  | 5,096 |  | 909 |  | 5,272 |  | 7 |  | $(306,928)$ |  | 697,833 |
|  | - |  | 7,799 |  | 71 |  | - |  | - |  |  |  | 104 |  | 21,015 |  | - |  |  |  | 343,789 |
|  | - |  | 7,799 |  | 71 |  | - |  | - |  | - |  | 104 |  | 21,015 |  | - |  | - |  | 343,789 |
|  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | 105,914 |  | - |  | - |  | 439,008 |
|  | 15,101 |  | 13,490 |  | 7,415 |  | 737 |  | 8,751 |  | 5,096 |  | 1,013 |  | 132,201 |  | 7 |  | $(306,928)$ |  | 1,480,629 |
|  | $(4,245)$ |  | $(9,236)$ |  | $(6,965)$ |  | (706) |  | (8,726) |  | $(5,071)$ |  | 11,409 |  | $(25,253)$ |  | 8 |  | - |  | $(774,960)$ |
|  | - |  | - |  | 815 |  | 1,700 |  | 375 |  | 302 |  | 2,541 |  | - |  | - |  | - |  | 6,256 |
|  | - |  | - |  | 335 |  | 2,718 |  |  |  |  |  | 2,443 |  | - |  | - |  | - |  | 8,232 |
|  | $(4,245)$ |  | $(9,236)$ |  | $(5,815)$ |  | 3,712 |  | $(8,351)$ |  | $(4,769)$ |  | 16,393 |  | $(25,253)$ |  | 8 |  | - |  | $(760,473)$ |
| \$ | 10,856 | \$ | 4,254 | \$ | 1,600 | \$ | 4,449 | \$ | 400 | \$ | 327 | \$ | 17,406 | \$ | 106,948 | \$ | 15 | \$ | $(306,928)$ | \$ | 720,157 |

Verity Health System
Statement Of Operations - Unaudited For The Month Ended March 31, 2020 (In thousands)

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| O'Connor Hospital | Saint Louise Regional Hospital | St. Francis Medical Center | St. Vincent Medical Center | Seton Medical Center | Seton Medical Center Coastside (Seton Medical Center) | System Office (Verity Health System of CA, Inc.) |  | Obligated Group Subtotal | Non-Debtor A | Verity Business Services | $\begin{gathered} \text { DePaul Ventures } \\ \text { (Includes DePaul } \\ \text { Ventures - -an Jose } \\ \text { Dialysis, LLC) } \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |

UNRESTRICTED REVENUES AND OTHER SUPPORT:
Net patient service revenue
Provision for doubtful accounts
Net patient service revenue less provision for doubtful accounts
Premium revenue
Other revenue
Contributions
Total Unrestricted Revenues And Other Support
EXPENSES:
Salaries and benefits
Supplies
Purchased services, medical claims and other
Depreciation and amortization
Interest, net
Total Expenses
Operating (Loss) Income
Investment Income (Loss)
Gain (Loss) on Hospital Sales
Reorganization Items
Excess (Deficit) Of Revenues Over Expenses

| $\$$ | 4,261 |
| ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: | ---: |


| 544 | 77 | 21,000 | 914 | 13,629 | 1,425 | 1,945 | 39 | 39,573 | - | 1,688 |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| (1) |  | 2,627 | (129) | 2,025 | 155 | 4 | - | 4,681 | - | 7 |  |
| 193 | 28 | 22,106 | 6,612 | 6,591 | 353 | 2,108 | $(5,168)$ | 32,823 | 505 | 340 | - |
| - | - | 644 | 416 | 361 | 10 | 43 | - | 1,474 | - | 20 | - |
| 229 | 139 | 322 | 247 | 437 | - | 1,310 | - | 2,684 | - | - | - |
| 965 | 244 | 46,699 | 8,060 | 23,043 | 1,943 | 5,410 | $(5,129)$ | 81,235 | 505 | 2,055 | - |
| 3,895 | 1,079 | 18,078 | $(5,589)$ | $(4,125)$ | 799 | 2,291 | $(2,590)$ | 13,838 | (78) | 24 | - |
|  |  | 1 | - | 19 | - | 299 | - | 319 | 13 | - | - |



Provision for doubtful accounts
Premium revenue
Other revenue
Contributions
Total Unrestricted Revenues And Other Support

## EXPENSES:

Salaries and benefits
Supplies
Purchased services, medical claims and other
Depreciation and amortization
Interest, net
Total Expenses
Operating (Loss) Income
Investment Income (Loss)
Gain (Loss) on Hospital Sales

## Reorganization Items

Excess (Deficit) Of Revenues Over Expenses

Net patient service revenue less provision for doubtful accounts

| St. Vincent <br> Dialysis Center <br> Inc. | Verity Medical <br> Foundation | O'Connor <br> Hospital <br> Foundation | Seton Medical <br> Center <br> Foundation | St. Francis <br> Medical Center <br> of Lynwood <br> Foundation | Saint Louise <br> Regional <br> Hospital <br> Foundation | St. Vincent <br> Foundation | Verity Holdings, <br> LLC | Non-Debtor B | System <br> Elimination- <br> Non Obligated <br> Group |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |


| \$ | (61) | \$ | 127 | \$ | - | \$ | - | \$ | - | \$ | - | \$ | - | \$ | - | \$ | - | \$ | 11 | \$ | 81,758 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | 11 |  | - |  | - |  | - |  | - |  | - |  | - |  | . |  | - |  | - |  | 1,140 |
|  | (50) |  | 127 |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | 11 |  | 82,898 |
|  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | 9,525 |
|  | . |  | - |  | - |  | - |  | - |  | - |  | - |  | 920 |  | - |  | $(3,159)$ |  | 2,629 |
|  | - |  | - |  | - |  | - |  | 11 |  | . |  | - |  | - |  | - |  | - |  | 387 |
|  | (50) |  | 127 |  | - |  | - |  | 11 |  | - |  | - |  | 920 |  | - |  | $(3,148)$ |  | 95,439 |


| 4 | 28 | - | - | - | - | - | - | - | 11 | 41,304 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| - | - | - | - | - | - | - | 5 | - | - | 4,693 |
| 24 | 383 | - | - | - | - | - | 870 | 7 | $(3,135)$ | 31,817 |
| 2 | 6 | - | 1 | 1 | - | 1 | 36 | - | - | 1,541 |
| - | - | - | - | - | - | - | 627 | - | - | 3,311 |
| 30 | 417 | - | 1 | 1 | - | 1 | 1,538 | 7 | (3,124) | 82,666 |
| (80) | (290) | - | (1) | 10 | - | (1) | (618) | (7) | (24) | 12,773 |

(80) (290) - (1)

334

Evenues Over Expenses

17 - $\quad$ - $\quad$ - $\quad 11$
(24) 2,895



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|  | $\begin{array}{r} \text { St } \\ \text { Dial } \end{array}$ | St. Vincent alysis Center Inc. |  | rity Medical Foundation |  | O'Connor Hospital Foundation | Seton Medical Center Foundation | St. Francis Medical Center of Lynwood Foundation | Saint Louise Regional Hospital Foundation | St. Vincent Foundation | Verity Holdings, LLC | Non-Debtor B | System Elimination Non Obligated Group |  | rity Total |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| UNRESTRICTED REVENUES AND OTHER SUPPORT: |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Net patient service revenue | \$ | 6,381 | \$ | 32,405 | \$ |  | \$ | \$ - | \$ | \$ | \$ | \$ - | \$ $(2,633)$ | \$ | 1,410,393 |
| Provision for doubtful accounts |  | 660 |  | $(1,609)$ |  |  | - | - | - |  | - | - | - |  | $(19,199)$ |
| Net patient service revenue less provision for doubtful accounts |  | 7,041 |  | 30,796 |  | - | - | - | - |  | - |  | $(2,633)$ |  | 1,391,194 |
| Premium revenue |  | - |  | 10,765 |  | - | - | - | - | - | - | - | - |  | 200,114 |
| Other revenue |  | - |  | 11,581 |  | - | - | - | - | - | 20,125 | - | $(93,502)$ |  | 33,622 |
| Contributions |  | - |  | - |  | 5 | 125 | 165 | (1) | 545 | 1,800 | - | - |  | 11,077 |
| Total Unrestricted Revenues And Other Support |  | 7,041 |  | 53,142 |  | 5 | 125 | 165 | (1) | 545 | 21,925 | - | $(96,135)$ |  | 1,636,007 |
| EXPENSES: |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Salaries and benefits |  | 4,373 |  | 28,755 |  | 94 | 143 | 417 | 69 | 195 | (9) | - | $(11,238)$ |  | 1,033,857 |
| Supplies |  | 2,218 |  | 10,618 |  | - | (5) | - | - | - | 88 | - | - |  | 201,491 |
| Purchased services, medical claims and other |  | 817 |  | 65,495 |  | 6 | (7) | 42 | 28 | 53 | 19,435 | 7 | $(84,408)$ |  | 616,553 |
| Depreciation and amortization |  | 38 |  | 1,650 |  | - | 13 | 13 | - | 13 | 969 |  | - |  | 37,784 |
| Interest, net |  | - |  | 11 |  | - | - | - | - | - | 13,130 | - | - |  | 73,183 |
| Total Expenses |  | 7,446 |  | 106,529 |  | 100 | 144 | 472 | 97 | 261 | 33,613 | 7 | $(95,646)$ |  | 1,962,868 |
| Operating (Loss) Income |  | (405) |  | $(53,387)$ |  | (95) | (19) | (307) | (98) | 284 | $(11,688)$ | (7) | (489) |  | $(326,861)$ |
| Investment Income (Loss) |  | 3 |  | - |  | 30 | 85 | 13 | 8 | 36 | 761 | - | - |  | 9,317 |
| Gain (Loss) on Hospital Sales |  | - |  | (129) |  | - | - | - | - | - | 13,203 | - | - |  | 175,403 |
| Reorganization Items |  | - |  | 823 |  | 3 | 4 | 3 | 3 | 3 | 183 | - | (492) |  | 83,792 |

[^1]

1. Has the debtor-in-possession made any payments on its pre-petition unsecured debt, except as have been authorized by the court? If "Yes", explain below:
2. Has the debtor-in-possession during this reporting period provided compensation or remuneration to any officers, directors, principals, or other insiders without appropriate authorization? If "Yes", explain below: $\qquad$
3. State what progress was made during the reporting period toward filing a plan of reorganization:

During the reporting period, the Debtors made significant progress concerning the disposition of their remaining assets. In furtherance of the Debtors' motion [Docket No. 4069] to approve, among other things, the sale (the "SFMC Sale") of certain assets related to St. Francis Medical Center pursuant to the Court's bidding procedures order [Docket No. 4165], the Debtors entered into certain stipulations [Docket Nos. 4279, 4317, 4348] to resolve or continue certain objections to the SFMC Sale. On March 29, 2020, the Debtors filed a motion [Docket No. 4360] to approve, among other things, the private sale of certain assets related to Seton Medical Center to AHMC Healthcare Inc. On March 30, 2020, the Debtors filed an emergency motion [Docket No. 4365] to approve, among other things, bidding procedures for the sale (the "SVMC Sale") of certain assets related to St. Vincent Medical Center. On March 30, 2020, the Court entered an order [Docket No. 4367] setting a hearing on the emergency motion on approval of the SVMC Sale on April 1, 2020.

The Debtors also made significant efforts in support of their ongoing operations. The Debtors successfully obtained an order [Docket No. 4261] overruling an objection [Docket No. 4199] to the Debtors' consensual use of cash collateral. The Debtors filed a reply [Docket No. 4248] in support of their motion [Docket No. 4086] to amend their Key Employee Incentive Plan and Key Employee Retention Plan, which the Court granted [Docket No. 4290] during the reporting period. On March 19, 2020, the Debtors filed an emergency motion [Docket No. 4302] to enter into two agreements with the State of California concerning its efforts to address the COVID-19 pandemic: (i) a lease for certain property located on the St. Vincent Medical Center campus for monthly payments of $\$ 2.6$ million; and (ii) a services agreement concerning the delivery of healthcare services at certain designated space located at the Seton Medical Center hospital located in Daly City, California, for monthly payments of up to $\$ 5$ million. On March 20, 2020, the Court entered an order [Docket No. 4315] approving the agreements.

With respect to St. Vincent Medical Center and St. Vincent Dialysis Center (collectively, "St. Vincent"), the reporting period, the Debtors implemented the Court-approved [Docket No. 3934] closure plan during the reporting period. The Debtors filed regular status reports [Docket Nos. 4219, 4308] concerning the progress on the closure plan. On March 19, 2020, the Debtors reported that they had completed the closure plan for St. Vincent. See Docket No. 4309. Further, the Debtors obtained entry of five orders [Docket No. 4220, 4221, 4222, 4303, 4304] approving omnibus motions to reject certain agreements related to St. Vincent and obtained approval [Docket No. 4340] of a settlement with the SEIU-UHW related to the St. Vincent closure.

On March 23, 2020, the Debtors filed a motion [Docket No. 4339] to extend the deadline to assume or reject unexpired leases of nonresidential real property.
4. Describe potential future developments which may have a significant impact on the case:

The successful disposition of St. Francis Medical Center and Seton Medical Center, including Seton Coastside, will have a significant impact on these cases.
5.

Attach copies of all Orders granting relief from the automatic stay that were entered during the reporting period.
Attached
6. Did you receive any exempt income this month, which is not set forth in the operating report? If "Yes", please set forth the amounts and sources of the income below.

Yes
$\qquad$
I, Rich Adcock, declare under penalty of perjury that I have fully read and understood the foregoing debtor-inpossession operating report and that the information contained herein is true and complete to the best of my knowledge.


## Notes

| Creditor, Lessor, Etc. Not Paid According <br> to Postpetition Terms | Frequency of Payments <br> (Mo/Qtr) | Post-Petition <br> payments not made <br> (Number) | Total Due not paid <br> according to <br> postpetition terms | Explanation |
| :--- | :---: | :---: | :---: | :---: |
| None | n/a |  | - | n/a |

VI. UNITED STATES TRUSTEE QUARTERLY FEES (TOTAL PAYMENTS - 1st QUARTERLY PERIOD)

| Quarterly Period <br> Ending (Date) | Debtor | Total <br> Disbursements | Quarterly Fees | Date Paid | Amount Paid | Quarterly Fees Still <br> Owing |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- |
|  |  |  |  |  |  |  |
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|  |  |  |  |  |  |  |




As of 4/1/2020

| \# | Insurance Coverage | Carrier | First Named Insured | Policy Period | Policy Number | Limits of Liability | Premium Paid Through (Date) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 1 | Storage Tank Liability | ACE American Insurance Company (Chubb) | O'Connor Hospital | 6/30/2018-2/28/2022 | G24668538 010 | \$1,000,000 Per Storage Tank Incident \$2,000,000 Aggregate for ASTs \$2,000,000 Aggregate for USTs <br> $\$ 4,000,000$ Aggregate Limit of Liability for All Storage Tank Incidents <br> \$2,000,000 Aggregate Limit of Liability for Legal Defense Expenses \$6,000,000 Policy Aggregate | 2/28/2022 |
| 2 | Commercial Property | American Guarantee and Liability Insurance Company (Zurich) | Verity Health System of California, Inc. | 7/1/2019-7/1/2020 | ZMD7067455-01 | \$1,000,000,000 Loss Limit | 7/1/2020 |
| 3 | Workers' Compensation and Employers Liability | State Compensation Insurance Fund | Verity Health System of California, Inc. | 1/1/2020-1/1/2021 | 9266464 | Workers' Compensation \& Employers Liability $\$ 1,000,000$ Bodily Injury by Accident - Each Accident $\$ 1,000,000$ Bodily Injury by Disease - Policy Limit <br> $\$ 1,000,000$ Bodily Injury by Disease - Each Employee | 3/31/2020 |
| 4 | Storage Tank Liability (Consolidated) | ACE American Insurance Company (Chubb) | Seton Medical Center; Verity Holdings, LLC | 10/1/2019-10/1/2020 | UST G71182654 002 | $\$ 2,000,000$ Aggregate Limit of Liability for All Storage Tank Incidents <br> \$1,000,000 Aggregate Limit of Liability for Legal Defense Expenses | 10/1/2020 |
| 5 | Commercial Automobile | National Union Fire Insurance Company of Pittsburgh, PA (AIG) | Verity Health System of California, Inc. | 10/1/2019-10/1/2020 | CA 0871598 | \$1,000,000 Combined Single Limit | 10/1/2020 |
| 6 | Helipad Liability \& Non-Owned Aircraft Liability | ACE Property and Casualty Insurance Company (Chubb) | Verity Health System of California, Inc. | 10/1/2019-10/1/2020 | AAP N17935550 002 | $\$ 10,000,000$ Each Occurrence <br> $\$ 10,000,000$ Products-Completed Operations Aggregate $\$ 10,000,000$ Personal Injury and Advertising Injury Aggregate $\$ 10,000,000$ Hangarkeepers Any One Occurrence $\$ 10,000,000$ Hangarkeepers Any One Aircraft $\$ 10,000,000$ Non-Owned Aircraft Liability Any One Occurrence | 10/1/2020 |
| 7 | Sexual Misconduct and Molestation Liability | Lloyds of London (Beazley Syndicates \#2623/\#623) | St. Francis Medical Center (Children's Counseling Center Agreement) | 10/1/2019-10/1/2020 | GLOPR1901815 | \$2,000,000 Any One Victim and in the Aggregate | 10/1/2020 |
| 8 | D\&O Liability, Employment Practices Liability, Fiduciary Liability, Crime Primary Layer | National Union Fire Insurance Company of Pittsburgh, PA (AIG) | Verity Health System of California, Inc. | 10/1/2017-10/1/2018 (Extended to 10/1/2019) (Extended to $1 / 1 / 2020$ ) (Extended to $2 / 1 / 20$ ) (Extended to $8 / 1 / 20$ ) | 02-359-65-60 | \$10,000,000 D\&O Liability and EPL (Shared) $\$ 10,000,000$ Fiduciary Liability $\$ 10,000,000$ Crime $\$ 20,000,000$ Policy Aggregate | 8/1/2020 |
| 9 | D\&O Liability and Employment Practices Liability 1st Excess Layer | Endurance Risk Solutions Assurance Company | Verity Health System of California, Inc. | 10/1/2017-10/1/2018 <br> (Extended to 10/1/2019) <br> (Extended to 1/1/2020) <br> (Extended to 2/1/20) <br> (Extended to 8/1/20) | BLX10008286901 | \$10,000,000 Excess of \$10,000,000 | 8/1/2020 |
| 10 | D\&O Liability Only 2nd Excess Layer | Argonaut Insurance Company (ARGO Group) | Verity Health System of California, Inc. | 10/1/2017-10/1/2018 <br> (Extended to 10/1/2019) (Extended to 1/1/2020) (Extended to 2/1/20)) (Extended to 8/1/20) | MLX 7602088-01 | $\$ 10,000,000$ Excess of $\$ 20,000,000$ (D\&O Liaiblity Only) | 8/1/2020 |
| 11 | Excess Side A D\&O Liability | National Union Fire Insurance Company of Pittsburgh, PA | Verity Health System of California, Inc. | 10/1/2017-10/1/2018 (Extended to 10/1/2019) (Extended to 1/1/2020) (Extended to 2/1/20) (Extended to $8 / 1 / 20$ ) | 02-306-61-90 | \$2,000,000 Excess of \$30,000,000 | 8/1/2020 |




As of 4/1/2020

| \# | Insurance Coverage | Carrier | First Named Insured | Policy Period | Policy Number | Limits of Liability | Premium Paid <br> Through (Date) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 12 | Punitive Damages Wrap Primary Layer | American International Reinsurance Company, Ltd. | Verity Health System of California, Inc. | 10/1/2017-10/1/2018 <br> (Extended to 10/1/2019) <br> (Extended to $1 / 1 / 2020$ ) <br> (Extended to $2 / 1 / 20$ ) <br> (Extended to 8/1/20) | 24542026 | $\$ 10,000,000$ Each Occurence $\$ 10,000,000$ Aggregate | 8/1/2020 |
| 13 | Punitive Damages Wrap 1st Excess Layer | Magna Carta Insurance, Ltd. | Verity Health System of California, Inc. | 10/1/2017-10/1/2018 <br> (Extended to 10/1/2019) <br> (Extended to $1 / 1 / 2020$ ) <br> (Extended to 2/1/20) <br> (Extended to 8/1/20) | MCEN204155 | \$10,000,000 Excess of \$10,000,000 | 8/1/2020 |
| 14 | Storage Tank Liability | Great American Alliance (Great American Insurance Group) | St. Francis Medical Center | 12/05/2019-12/05/2020 | 03-TOP-000008521 | $\$ 1,000,000$ Remediation Expense (including Defense Expense) <br> \$1,000,000 Bodily Injury, Property Damage and Governmnent=Mandated Clean-Up Costs Resulting from Contamination <br> \$2,000,000 Total Policy Annual Aggregate | 12/5/2020 |
| 15 | Cyber/Network Liability | AXIS Insurance Company | Verity Health System of California, Inc. | 2/4/2019-8/4/2020 | P-001-000076217-01 | \$2,000,000 per claim in excess of \$500,000 | 8/4/2020 |
| 16 | General Liability | Chubb | St. Francis Medical Center (Lynwood Parking Agreement) | 3/31/2019-3/31/2020 | HPL G2181684A 012 | $\$ 1,000,000$ Each Occurrence <br> $\$ 1,000,000$ Personal Injury \& Advertising Injury $\$ 1,000,000$ Products/Completed Operations Aggregrate $\$ 3,000,000$ General Aggregate | 3/31/2020 |
|  | Physicians Professional Liability |  |  |  |  |  |  |
| 17 | Professional Liability | NORCAL Mutual Insurance Company | The Contracted Physicians of O'Connor Hospital | 1/1/2019-3/1/2019 | 728814N | Per Scheduled Provider $\$ 1,000,000$ Each Claim; $\$ 3,000,000$ Aggregate | Perpetuity (tail coverage) |
| 18 | Professional Liability | NORCAL Mutual Insurance Company | The Contracted Physicians of St. Francis Medical Center | 1/1/2019-1/1/2020 | 728812N | Per Scheduled Provider <br> \$1,000,000 Each Claim; \$3,000,000 Aggregate <br> \$2,000,000 Each Claim; \$4,000,000 Aggregate | Perpetuity (tail coverage) |
|  | Captive |  |  |  |  |  |  |
| 19 | Professional and General Liability | Marillac Insurance Company, Ltd. | Verity Health System of California, Inc. | 3/31/2019-3/31/2020 | DCC PLGL-26000-019 | Professional Liability \$5,000,000 Each Claim and No Aggregate General Liability <br> $\$ 2,000,000$ Each Occurrence and No Aggregate | 3/31/2020 |
| 20 | Excess Professional and Umbrella Liability (See Reinsurance Below) | Marillac Insurance Company, Ltd. | Verity Health System of California, Inc. | 3/31/2019-3/31/2020 | DCC PLGL-26000-019 | Excess Professional Liability \$80,000,000 Each Occurence $\$ 80,000,000$ Aggregate All Other Liability \$80,000,000 Each Claim \$80,000,000 Aggregate | 3/31/2020 |
|  | Reinsurance |  |  |  |  |  |  |
| 21 | Lead Excess Layer | ACE American Insurance Company (Chubb) | Verity Health System of California, Inc. | 3/31/2019-3/31/2020 | RBN G21816838 012 | \$15,000,000 Each Professional Liability Loss Event $\$ 15,000,000$ Aggregate Professional Liability $\$ 15,000,000$ Aggregate General Liability of Ceding Company Limits | 3/31/2020 |




As of 4/1/2020

| \# | Insurance Coverage | Carrier | First Named Insured | Policy Period | Policy Number | Limits of Liability | Premium Paid Through (Date) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 22 | 2nd Excess Layer | Continental Casualty Company (CNA) | Verity Health System of California, Inc. | 3/31/2019-3/31/2020 | HMU 2097462209-11 | $\$ 10,000,000$ Each Professional Liability Claim $\$ 10,000,000$ Aggregate Professional Liability $\$ 10,000,000$ Each General Liability Occurrence $\$ 10,000,000$ Aggregate General Liability Excess of Chubb Underlying Above | 3/31/2020 |
| 23 | 3rd Excess Layer | Berkshire Hathaway Specialty Insurance Company | Verity Health System of California, Inc. | 3/31/2019-3/31/2020 | 47-RHC-304968-02 | $\$ 10,000,000$ Each Professional Liability Claim $\$ 10,000,000$ Aggregate Professional Liability $\$ 10,000,000$ Each General Liability Occurrence \$10,000,000 Aggregate General Liability Excess of Chubb and CNA Underlying Above | 3/31/2020 |
| 24 | 4th Excess Layer | Zurich American Insurance Company | Verity Health System of California, Inc. | 3/31/2019-3/31/2020 | HPC 0239123-01 | $\$ 10,000,000$ Each Professional Liability Claim $\$ 10,000,000$ Aggregate Professional Liability \$10,000,000 Each General Liability Occurrence $\$ 10,000,000$ Aggregate General Liability Excess of Chubb, CNA and Berkshire Underlying Above | 3/31/2020 |
| 25 | 5th Excess Layer | The Doctors Company Group | Verity Health System of California, Inc. | 3/31/2019-3/31/2020 | FRX-00015-19-00 | \$15,000,000 Each Professional Liability Claim $\$ 15,000,000$ Aggregate Professional Liability \$15,000,000 Aggregate General Liability Excess of <br> Chubb, CNA, Berkshire and Zurich Underlying Above | 3/31/2020 |
| 26 | 6th Excess Layer | The Medical Protective Company | Verity Health System of California, Inc. | 3/31/2019-3/31/2020 | XOL2019-018 | $\$ 20,000,000$ Each Professional Liability Claim $\$ 20,000,000$ Aggregate Professional Liability $\$ 20,000,000$ Each General Liability Occurrence $\$ 20,000,000$ Aggregate General Liability Excess of <br> Chubb, CNA, Berkshire, Zurich and TDC Underlying Above | 3/31/2020 |
|  | Surety Bonds |  |  |  |  |  |  |
| 27 | CA DHS Patient Trust Bond | Hartford Fire Insurance Company | Seton Medical Center Coastside | 12/1/2001-12/1/2020 | 83BSBBF7598 | \$75,000 Bond Amount | 12/1/2020 |
| 28 | CA DHS Patient Trust Bond | Hartford Fire Insurance Company | St. Francis Medical Center | 12/1/2001-12/1/2020 | 83BSBBF7621 | \$5,000 Bond Amount | 12/1/2020 |
| 29 | CA DHS Patient Trust Bond | Hartford Fire Insurance Company | St. Vincent Medical Center | 12/1/2001-12/1/2020 | 83BSBBF7625 | \$2,000 Bond Amount | 12/1/2020 |
| 30 | CA DHS Patient Trust Bond | Hartford Fire Insurance Company | Seton Medical Center | 12/1/2001-12/1/2020 | 83BSBBF7661 | \$35,000 Bond Amount | 12/1/2020 |

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As of 4/1/2020

| \# | Insurance Coverage | Carrier | First Named Insured | Policy Period | Policy Number | Limits of Liability | Premium Paid Through (Date) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Provider Capitation Stop Loss (Managed Care Excess Loss) |  |  |  |  |  |  |  |
| 31 | Provider Capitation Stop Loss (Applicable to -St. Francis Medical Center) | PartnerRe America Insurance Company | Verity Health System of California, Inc. | 1/1/2019-1/31/2020 | P0312544006 | $\$ 1,000,000$ Maximum Benefit Per Covered Person <br> 90\% Payable in Excess of Specific Deductible if Complete Claim is Received by $2 / 1 / 20$ <br> 50\% Payable in Excess of Specific Deductible if Complete Claim is Not Received by $2 / 1 / 20$ <br> Transplant Services - 50\% by a Non-Approved Transplant Network <br> Provider | 4/30/2020 (applicable to SFMC only. SVMC coverage ended Jan 2020) | (A) |
|  | Self-Insured Medical and Pharmacy Stop Loss |  |  |  |  |  |  |  |
| 32 | Self-Insured Medical and Pharmacy Stop Loss | Reliastar Life Insurance Company (Voya) | Verity Health System of California, Inc. | 1/1/20-12/31/20 | 70037-1 | $\$ 400,000$ per Individual <br> Coverage Period - Incurred in 12 months $1 / 1 / 20-12 / 31 / 20$ and paid in 24 months $1 / 1 / 20-12 / 31 / 21$ | 3/31/2020 | (A) |

(A) Premium is paid monthly.


## NOTE. TES

NOTE: The Postpetition Cash Flowchart reflects the Debtors' cash management system at March 31, 2020.

 rents should be deposited, as stated in the Final Order (A) Authorizing Continued use of Cash Collateral, (B) Granting Adequate Protection, (C) Modifying Automatic Stay, and (D) Granting Related Relief [Docket No. 3022] (the "Supplemental Cash Collateral Order").
${ }^{(2)}$ Per SCC APA § 1.2 and I.1.2, $\$ 23.5$ million of sale proceeds was escrowed with Chicago Title Insurance Company as escrow agent, subject to reductions related to post-closing obligations and damages as described in APA § 15.2 .
${ }^{(3)}$ All of the Other Collection accounts are swept automatically to the DIP Concentration account. The VMF Checking account at Wells Fargo is swept manually.

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| Verity Health System Debtor Bank Accounts As of 3/31/20 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Number | Group | Bank Account Name | Company | Financial Institution | Account Number | Authorized Signers |  |
| 1 | Obligated Group | VHS - Santa Clara Sale Proceeds | Verity Health System of California, Inc. | Bank of America | XXXXXX9087 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer | (C) |
| 2 | Obligated Group | VHS - Non-Santa Clara Sale Proceeds | Verity Health System of California, Inc. | Bank of America | XXXXXX9100 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer | (C) |
| 3 | Obligated Group | VHS - AP | Verity Health System of California, Inc. | Bank of America | XXXXXX6440 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| 4 | Obligated Group | VHS - Self Insurance | Verity Health System of California, Inc. | Bank of America | $\bar{x} \bar{x} \bar{x} \bar{x} \bar{x} \bar{x} \overline{9}-\overline{5} \overline{0}$ | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer |  |
| 5 | Obligated Group | VHS - Payroll | Verity Health System of California, Inc. | Bank of America | $\bar{x} \bar{x} \bar{x} \bar{x} \bar{x} \overline{17} \overline{8} \overline{5}$ | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| 6 | Obligated Group | VHS - SCC Released Escrow Account (formerly named Concentration Account) | Verity Health System of California, Inc. | Bank of America | XXXXXX2889 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| 7 | Obligated Group | VHS - DIP Loan Proceeds | Verity Health System of California, Inc. | Bank of America | $\bar{x} \bar{x} \bar{x} \bar{x} \bar{x} \bar{x} 435 \overline{8}$ | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| 8 | Obligated Group | OCH - Santa Clara Sale Proceeds | O'Connor Hospital | Bank of America | XXXXXX9549 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer | (C) |
| 9 | Obligated Group | OCH - Lockbox | O'Connor Hospital | Bank of America | XXXXXX2945 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer |  |
| 10 | Obligated Group | OCH - Gross Revenue | O'Connor Hospital | Bank of America | Xxxxxx3900 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer |  |
| 11 | Obligated Group | OCH - AP | O'Connor Hospital | Bank of America | XXXXXX6389 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| 12 | Obligated Group | OCH-Payroll | O'Connor Hospital | Bank of America | xxxxxx ${ }^{\text {a }}$ | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer |  |
| 13 | Obligated Group | OCH-Patient Trust | O'Connor Hospital | Bank of America | XXXXXX2662 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| 14 | Obligated Group | SLRH - Santa Clara Sale Proceeds | St. Louise Regional Hospital | Bank of America | XXXXXX9563 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer | (C) |
| 15 | Obligated Group | SLRH - Lockbox | St. Louise Regional Hospital | Bank of America | XXXXXX2926 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| 16 | Obligated Group | SLRH-Gross Revenue | St. Louise Regional Hospital | Bank of America | ххххххх3905 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer |  |
| 17 | Obligated Group | SLRH-AP | St. Louise Regional Hospital | Bank of America | XXXXXX6421 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| 18 | Obligated Group | SLRH-Payroll | St. Louise Regional Hospital | Bank of America | XXXXXX7575 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer |  |
| 19 | Obligated Group | SFMC - Sale Proceeds | St. Francis Medical Center | Bank of America | XXXXXX0090 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer | (C) |
| 20 | Obligated Group | SFMC-Lockbox | St. Francis Medical Center | Bank of America | XXXXXX2940 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer |  |

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## Verity Health System <br> Debtor Bank Accounts <br> As of 3/31/20

| Number | Group | Bank Account Name | Company | Financial Institution | Account Number | Authorized Signers |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 21 | Obligated Group | SFMC - Gross Revenue | St. Francis Medical Center | Bank of America | XXXXXX3924 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, |
| 22 | Obligated Group | SFMC- $-\overline{A P}$ | St. Francis Medical Center | Bank of America |  | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 23 | Obligated Group | SFMC - Payroll | St. Francis Medical Center | Bank of America | XXXXXX3012 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 24 | Obligated Group | SFMC - Cafeteria Deposits | St. Francis Medical Center | Bank of America | XXXXXX1057 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 25 | Obligated Group | SFMC - Capitation (AppleCare) | St. Francis Medical Center | Bank of America | XXXXXX1371 | Rich Adcock, CEO; Tony Armada, COO; Ty Conner, Treasurer; and Eleanor Ramirez, SFMC CEO |
| 26 | Obligated Group | SFMC - Capitation (Conifer) | St. Francis Medical Center | Bank of America | XXXXXX1357 | Rich Adcock, CEO; Tony Armada, COO; Ty Conner, Treasurer; and Eleanor Ramirez, SFMC CEO |
| 27 | Obligated Group | SFMC-Capitation AC | St. Francis Medical Center | Bank of America | XXXXXX1845 | Rich Adcock, CEO; Tony Armada, COO; Ty Conner, _ Treasurer; and Eleanor Ramirez, SFMC CEO |
| 28 | Obligated Group | SFMC-Capitation HCLA | St. Francis Medical Center | Bank of America | XXXXXX1840 | Rich Adcock, CEO; Tony Armada, COO; Ty Conner, Treasurer; and Eleanor Ramirez, SFMC CEO |
| 29 | Obligated Group | SFMC - Career College | St. Francis Medical Center | U S B Bank | x $x$ xxxx2162 | Ty Conner, Treasurer |
| 30 | Obligated Group | SVMC - Sale Proceeds | St. Vincent Medical Center | Bank of America | XXXXXX0076 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 31 | Obligated Group | SVMC - Lockbox | St. Vincent Medical Center | Bank of America | XXXXXX2964 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 32 | Obligated Group | SVMC - Gross Revenue | St. Vincent Medical Center | Bank of America | XXXXXX3929 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 33 | Obligated Group | SVMC-AP | St. Vincent Medical Center | Bank of America | XXXXXX6426 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 34 | Obligated Group | SVMC - Payroll | St. Vincent Medical Center | Bank of America | XXXXXX3017 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 35 | Obligated Group | SVMC - Capitation (CHP) | St. Vincent Medical Center | Bank of America | XXXXXX0553 | Rich Adcock, CEO; Tony Armada, COO; Ty Conner, Treasurer; and Margaret Pfeiffer, SVMC COO |
| 36 | Obligated Group | SVMC-Capitation (Conifer) | St. Vincent Medical Center | Bank of America | xxxxxx 3695 | Rich Adcock, CEO; Tony Armada, COO; Ty Conner, Treasurer; and Margaret Pfeiffer, SVMC COO |
| 37 | Obligated Group | SVMC-Restricted Cash | St. Vincent Medical Center | Bank of America | Xxxxx00989 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 38 | Obligated Group | SMC - Sale Proceeds | Seton Medical Center | Bank of America | XXXXXX0071 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 39 | Obligated Group | SMC-Lockbox | Seton Medical Center | Bank of America | XXXXXX2902 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 40 | Obligated Group | SMC-Gross Revenue | Seton Medical Center | Bank of America | XXXXXX3887 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |

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## Verity Health System <br> Debtor Bank Accounts <br> As of 3/31/20

| Number | Group | Bank Account Name | Company | Financial Institution | Account Number | Authorized Signers |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 41 | Obligated Group | SMC - AP | Seton Medical Center | Bank of America | XXXXXX6365 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, <br> Treasurer |
| 42 | Obligated Group | SMC-AP | Seton Medical Center | Bank of America | XXXXXX6365 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 43 | Obligated Group | SMC - Pandemic Account | Seton Medical Center | Bank of America | XXXXXX5706 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 44 | Obligated Group | SMCC - Lockbox | Seton Medical Center | Bank of America | XXXXX02907 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 45 | Obligated Group | SMCC - Gross Revenue | Seton Medical Center | Bank of America | XXXXXX3882 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 46 | Obligated Group | SMCC - AP | Seton Medical Center | Bank of America | XXXXXX6384 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 47 | Obligated Group | SMCC - Patient Trust | Seton Medical Center | Bank of America | XXXXX12907 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 48 | Charitable <br> Foundation | OCH Foundation | O'Connor Hospital Foundation | Bank of America | $\bar{x} \times x \times x \times 3433$ | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 49 | Charitable Foundation | OCH Foundation - Investme | O'Connor Hospital Foundation | Morgan Stanley | xxxxx2-037 | Ty Conner, Treasurer |
| 50 | Charitable <br> Foundation | SLRH Foundation | St. Louise Regional Hospital Foundation | Bank of America | XXXXXX2521 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 51 | Charitable <br> Foundation | SFMC of Lynwood <br> Foundation | St. Francis Medical Center Foundation | Bank of America | XXXXXX2809 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 52 | Charitable <br> Foundation | SVMC Foundation | St. Vincent Medical Center Foundation | Bank of America | XXXXXX3025 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 53 | Non-Obligated Group | St. Vincent Dialysis Center | St. Vincent Dialysis Center | Bank of America | X $\mathrm{XXXXX} \times 8921$ | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 54 | Charitable <br> Foundation | SMC Foundation | Seton Medical Center Foundation | Bank of America | XXXXXX2260 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 55 | Charitable <br> Foundation | SMC Foundation - SVCS | Healy, James T/U/A | Wells Fargo | XXXXX60089 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 56 | Non-Obligated Group | VBS-AP | Verity Business Services | Bank of America | x $\bar{x} \bar{x} \times x \times 6402$ | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 57 | Non-Obligated Group | VBS - Payroll | Verity Business Services | Bank of America | XXXXXX2982 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 58 | Physician <br> Foundation | VMF - Checking | Verity Medical Foundation | Wells Fargo | XXXXXX9996 | Rich Adcock, CEO; Tony Armada, COO; Peter Chadwick, CFO; and Ty Conner, Treasurer |
| 59 | Physician <br> Foundation | VMF - Sale Proceeds | Verity Medical Foundation | Bank of America | XXXXXX2810 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |
| 60 | Non-Obligated Group $\qquad$ | De Paul Ventures - San Jose Dialysis, LLC | De Paul Ventures - San Jose Dialysis, LLC | Bank of America | XXXXXX2797 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |

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| Verity Health System Debtor Bank Accounts As of 3/31/20 |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Number | Group | Bank Account Name | Company | Financial Institution | Account Number | Authorized Signers |  |
| 61 | Non-Obligated Group | VH - Santa Clara Sale Proceeds | Verity Holdings LLC | Bank of America | XXXXXX9568 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer | (C) |
| 62 | Non-Obligated Group | VH - Sale Proceeds | Verity Holdings LLC | Bank of America | XXXXXX0151 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer | (C) |
| 63 | Non-Obligated Group | $\overline{\mathrm{V}}$ - AP | Verity Holdings LLC | Bank of America | XXXXXX1597 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| 64 | Non-Obligated Group | VH-MOB | Verity Holdings LLC | Bank of America | XXXXXX1248 | Rich Adcock, CEO; Tony Armada, COO; and Ty Conner, Treasurer |  |
| Bank Account Closed Since the Petition Date |  |  |  |  |  |  |  |
| 65 | Obligated Group | SMCC - Patient Trust - TCB | Seton Medical Center | Tri Counties Bank | XXXXXX3611 | Not applicable |  |
| 66 | Obligated Group | OCH-FSA | O'Connor Hospital | Bank of America | XXXXXX2284 | Not applicable |  |
| 67 | Obligated Group | SLRH-FSA | St. Louise Regional Hospital | Bank of America | XXXXXX2307 | Not applicable |  |
| 68 | Obligated Group | SFMC - - FSA | St. Francis Medical Center | Bank ofAmerica | $\bar{x} x \times x \times 2487$ | Not applicable |  |
| 69 | Obligated Group | SVMC-FSA | St. Vincent Medical Center | Bank of America | XXXXXX2062 | Not applicable |  |
| 70 | Charitable <br> Foundation | SVMC Foundation-EWB | St. Vincent Medical Center Foundation | EastWest Bank |  | Not applicable |  |
| 71 | Obligated Group | SMC-FSA | Seton Medical Center | Bank of America | XXXXXX2289 | Not applicable |  |
| 72 | Obligated Group | SMCC-FSA | Seton Medical Center | Bank of America | xxxxxx2302 | Not applicable |  |
| 73 | Non-Obligated Group | VBS-FSA | Verity Business Services | Bank of America |  | Not applicable |  |
| 74 | Non-Obligated Group | VH-Operating | Verity Holdings LLC | Bank of America | XXXXXX1970 | Not applicable |  |
| 75 | Non-Obligated Group | VH-Savings | Verity Holdings LLC | Bank of America | XXXXXX1975 | Not applicable |  |
| 76 | Physician <br> Foundation | VMF - Payroll ZBA | Verity Medical Foundation | Wells Fargo | XXXXXX0010 | Not applicable |  |

## Verity Health System <br> Debtor Bank Accounts <br> As of $3 / 31 / 20$



## Bank Account Identified After the Petition Date (Closed 10/4/18)

77 SMC Foundation - TCB Seton Medical Center Foundation Tri Counties Bank XXXXXX8521 Not applicable
(A) Authorized signors are to be updated to current signors on the other Debtor accounts.
(B) This bank account contains certain funds that are donor restricted or restricted per an asset purchase agreement, and therefore,
are not available for the Debtor's general operating activities. Please refer to the attached Restricted Funds schedule for additional restricted funds recorded by
the Debtors that are not included in this schedule of Debtor Bank Accounts as they are not part of the cash management program.
(C) The Final DIP Order provided that the Sale Proceeds, including any deposits, shall be held in escrow in one or more deposit accounts subject to a deposit account control agreement in favor of the DIP Agent (the "Escrow Deposit Account"). On September 6, 2019, the Court entered the Final Order (A) Authorizing Continued use of Cash Collateral, (B) Granting Adequate Protection, (C) Modifying Automatic Stay, and (D) Granting Related Relief [Docket No. 3022] (the "Supplemental Cash Collateral Order"). The Supplemental Cash Collateral Order authorized the Debtors to (i) use escrowed cash collateral from the OCH - Santa Clara Sale Proceeds bank account to pay all amounts due and payable in respect of the DIP Obligations (the "Payoff Amount"), and, (ii) use cash collateral, including cash collateral held in Santa Clara Sales Proceeds and the VMF Sale Proceeds accounts as specified in the cash collateral budget. In September 2019, the Debtors paid the Payoff Amount.

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Verity Health System, Inc.

## Restricted Funds Schedule

At February 29, 2020 and March 31, 2020
$\$$ in 000's

| No. | Debtor Name | Institution Name | Type of Account | $\begin{aligned} & \hline \text { Last } \\ & 4 \text { of } \\ & \text { A/C } \end{aligned}$ | $\begin{gathered} 2 / 29 / 2020 \\ \text { Balance } \\ \hline \end{gathered}$ | $\begin{gathered} 3 / 31 / 2020 \\ \text { Balance } \\ \hline \end{gathered}$ | Description of Restrictions |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 1R | Verity Health System of California | Wells Fargo | Checking (Restricted Funds) | 0300 | \$ 2,000 | \$ 2,000 | Escrow Account - funds held in trust under bond indenture; only trustee can authorize disbursements |
| 2R | Verity Health System of California | Wells Fargo | Checking (Restricted Funds) | 8703 | 21,364 | 21,390 | Debt Reserve Account - funds held in trust under bond indenture; only trustee can authorize disbursements |
| 3R | Verity Health System of California | Wells Fargo | Checking (Restricted Funds) | 8803 | 807 | 808 | Debt Reserve Account - funds held in trust under bond indenture; only trustee can authorize disbursements |
| 4R | Verity Health System of California | Wells Fargo | Checking (Restricted Funds) | 8903 | 890 | 891 | Debt Reserve Account - funds held in trust under bond indenture; only trustee can authorize disbursements |
| 6R | St. Vincent Foundation | Green Oak Consulting Group | Endowment Fund (Restricted Funds) | a541a | 2,463 | 2,258 | Donor restricted funds controlled by third party; Debtor does not control disbursements from this account |
| 7R | St. Vincent Medical Center | Northern Trust | Endowment Fund (Restricted Funds) | 4098 | 1,802 | 1,618 | Donor restricted funds controlled by third party; Debtor does not control disbursements from this account |
| 8R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 7000 | 786 | 142 | Escrow Account - funds held in trust under bond indenture; only trustee can authorize disbursements |
| 9R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 7001 | - | - | Escrow Account - funds held in trust under bond indenture; only trustee can authorize disbursements |
| 10R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 7002 | 28 | 28 | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |
| 11R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 7003 | 17,027 | 17,036 | Escrow Account - funds held in trust under bond indenture; only trustee can authorize disbursements to pay for seismicrelated expenditures for Seton Medical Center. |
| 12R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 7004 | - | - | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |
| 13R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 7005 | - | - | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |
| 14R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 7006 | - | - | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |
| 15R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 7007 | - | - | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |
| 16R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 1000 | 780 | 136 | Escrow Account - funds held in trust under bond indenture; only trustee can authorize disbursements to pay for seismicrelated expenditures for Seton Medical Center. |
| 17R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 1001 | - | - | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |
| 18R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 1002 | 27 | 27 | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |

Verity Health System, Inc.
Restricted Funds Schedule
At February 29, 2020 and March 31, 2020

## $\$$ in 000's

| No. | Debtor Name | Institution Name | Type of Account | $\begin{aligned} & \hline \text { Last } \\ & 4 \text { of } \\ & \text { A/C } \end{aligned}$ | $\begin{gathered} \text { 2/29/2020 } \\ \text { Balance } \\ \hline \end{gathered}$ | $\begin{gathered} 3 / 31 / 2020 \\ \text { Balance } \\ \hline \end{gathered}$ | Description of Restrictions |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 19R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 1003 | 17,912 | 17,921 | Escrow Account - funds held in trust under bond indenture; only trustee can authorize disbursements to pay for seismicrelated expenditures for Seton Medical Center. |
| 20R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 1004 | - | - | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |
| 21R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 1005 | - | - | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |
| 22R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 1006 | - | - | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |
| 23R | Seton Medical Center | Wilmington Trust | Checking - Restricted | 1007 | - | - | Escrow Account - only trustee can authorize disbursements to pay for seismic-related expenditures for Seton Medical Center. |

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FILED \& ENTERED


CLERK U.S. BANKRUPTCY COURT Central District of California BY gonzalez DEPUTY CLERK

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.,

Debtors and Debtors In Possession.

## Affects All Debtors

$\boxtimes$ Affects Verity Health System of California, Inc.
$\square$ Affects O'Connor Hospital
Affects Saint Louise Regional Hospital
$\boxtimes$ Affects St. Francis Medical Center
$\square$ 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 DePaul Ventures, LLC
Affects DePaul 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. Ernest M. Robles

## ORDER GRANTING MOTION FOR RELIEF FROM THE AUTOMATIC STAY ON BEHALF OF RENEE CAPIZZI [DOCKET NO. 4040]

## Hearing:

DATE: March 9, 2020
TIME: 10:00 a.m.
PLACE: Roybal Federal Building
255 East Temple Street, Courtroom 1568
Los Angeles, California 90012-3300

The Motion For Relief From The Automatic Stay (the "Motion") [Docket No. 4040] filed on behalf of Renee Capizzi was scheduled for hearing at 10:00 a.m. on Monday, March 9, 2020, in

Court 1568, Roybal Federal Building, 255 E. Temple Street, Los Angeles, CA 90012. The parties rested on the Court's Tentative Ruling issued March 6, 2019, approving the Stipulation Between Debtors Verity Health System of California, Inc., St. Francis Medical Center And Renee Capizzi Granting Motion For Relief From The Automatic Stay [Docket No. 4150] (the "Stipulation") and the hearing was vacated.

Upon consideration of the Motion and the Stipulation, it appearing that proper notice of the Motion and Stipulation had been provided; and for the reasons set forth in the Court's Tentative Ruling on the Motion, which the Court adopts as its final ruling, and which is incorporated herein by reference; and good and sufficient cause having been shown,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted.
2. Pursuant to the terms of the Stipulation:
a. Renee Capizzi has relief from the automatic stay;
b. Renee Capizzi shall seek recovery only from applicable insurance and will not seek damages from the debtors that are not covered by insurance;
c. Renee Capizzi waives collecting any deficiency on her claim against the debtors or property of the debtors' bankruptcy estates; and,
d. Before proceeding with litigation in the Superior Court, VHS, St. Francis and Renee Capizzi will first participate in a mediation to try to resolve Renee Capizzi's assertions.
\# \# \#

Date: March 12, 2020


Ernest M. Robles United States Bankruptcy Judge

| Attorney or Party Name, Address, Telephone \& FAX Nos., State Bar No. \& Email Address <br> RICHARD T. BAUM <br> State Bar No. 80889 <br> 11500 West Olympic Boulevard <br> Suite 400 <br> Los Angeles, California 90064 <br> 310.277.2040 \| fax: 310.286.9525 <br> rickbaum@hotmail.com Movant appearing without an attorney Attorney for Movant | FOR COURT USE ONLY <br> CHANGES MADE BY COURT |
| :---: | :---: |
| UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION |  |
| In re: | CASE NO.: 2:18-20151 ER CHAPTER: 11 |
| VERITY HEALTH SYSTEM OF CALIFORNIA, INC. | ORDER GRANTING MOTION FOR RELIEF FROM THE AUTOMATIC STAY UNDER 11 U.S.C. § 362 <br> (Action in Nonbankruptcy Forum) |
|  | DATE: February 24, 2020 <br> TIME: 10:00 am <br> COURTROOM: 1568 <br> PLACE: 255 East Temple St., 15 ${ }^{\text {th }}$ FI., Los Angeles, CA 90012 |
|  |  |

MOVANT: MESHA SANFORD

1. The Motion was: $\boxtimes$ Opposed $\square$ Unopposed $\square$ Settled by stipulation
2. The Motion affects the following Nonbankruptcy Action:

Name of Nonbankruptcy Action: Mesha Sanford v Verity Health Systems of California, Inc.
Docket number: 19SYCV33618
Nonbankruptcy court or agency where the Nonbankruptcy Action is pending: Los Angeles Superior Court
3. The Motion is granted under 11 U.S.C. § 362(d)(1).
4. As to Movant, its successors, transferees and assigns, the stay of 11 U.S.C. § 362(a) is:
a.Terminated as to the Debtor and the Debtor's bankruptcy estate.
b.Modified or conditioned as set forth in Exhibit $\qquad$ to the Motion.
c. $\boxtimes$ Annulled retroactively to the bankruptcy petition date. Any postpetition acts taken by Movant to enforce its remedies regarding the nonbankruptcy action do not constitute a violation of the stay.
5. Limitations on Enforcement of Judgment: Movant may proceed in the nonbankruptcy forum to final judgment (including any appeals) in accordance with applicable nonbankruptcy law. Movant is permitted to enforce its final judgment only by (specify all that apply):
a. $\boxtimes$ Collecting upon any available insurance in accordance with applicable nonbankruptcy law.
b.Proceeding against the Debtor as to property or earnings that are not property of this bankruptcy estate.
6. This order is binding and effective despite any conversion of this bankruptcy case to a case under any other chapter of the Bankruptcy Code.
7. $\square$ The co-debtor stay of 11 U.S.C. § 1201(a) or § 1301(a) is terminated, modified or annulled as to the co-debtor, on the same terms and conditions as to the Debtor.
8. $\square$ The 14-day stay prescribed by FRBP 4001(a)(3) is waived.
9. $\square$ This order is binding and effective in any bankruptcy case commenced by or against the Debtor for a period of 180 days, so that no further automatic stay shall arise in that case as to the nonbankruptcy action.
10. $\square$ This order is binding and effective in any future bankruptcy case, no matter who the debtor may be, without further notice.
11. $\boxtimes$ Other (specify): The Automatic Stay shall remain in place through and including April 30, 2020. The Automatic Stay is annulled effective May 1, 2020. The Motion is GRANTED for the reasons set forth in the tentative ruling [Doc. No. 4140], which the Court adopts as its final ruling and which is incorporated herein by reference.

Date: March 18, 2020


Ernest M. Robles
United States Bankruptcy Judge


[^0]:    5) Pursuant to the Supplemental Cash Collateral Order, the VHS - DIP Loan Proceeds Account was renamed the "VHS Disbursement Account" upon funding of the Payoff Amount pursuant to the Supplemental Cash Collateral Order.
[^1]:    Excess (Deficit) Of Revenues Over Expenses

