

MARY HAAS (CA State Bar No. 149770)
HOPE LEVY-BIEHL (CA State Bar No. 198433)
DAVIS WRIGHT TREMAINE LLP
865 South Figueroa Street, 24th Floor
Los Angeles, California 90017-2566
Telephone: (213) 633-6800
Fax: (213) 633-6899
Email: MaryHaas@dwt.com
HopeLevyBiehl@dwt.com

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

- ☐ Affects Verity Health System of
California, Inc.
☐ Affects O'Connor Hospital
☐ Affects Saint Louise Regional Hospital
☐ Affects St. Francis Medical Center
☐ Affects St. Vincent Medical Center
☐ Affects Seton Medical Center
☐ Affects O'Connor Hospital Foundation
☐ Affects Saint Louise Regional Hospital
Foundation
☐ Affects St. Francis Medical Center of
Lynwood Foundation
☐ Affects St. Vincent Foundation
☐ Affects St. Vincent Dialysis Center, Inc.
☐ Affects Seton Medical Center Foundation
☐ Affects Verity Business Services
☐ Affects Verity Medical Foundation
☐ Affects Verity Holdings, LLC
☐ Affects De Paul Ventures, LLC
☐ Affects De Paul Ventures - San Jose
Dialysis, LLC

Debtors and Debtors In Possession.

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

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

Chapter 11 Cases

Judge: Hon. Ernest M. Robles

**DAVIS WRIGHT TREMAINE LLP'S
SECOND MONTHLY FEE
APPLICATION FOR ALLOWANCE
AND PAYMENT OF INTERIM
COMPENSATION AND
REIMBURSEMENT OF EXPENSES
FOR THE PERIOD OF APRIL 6,
2020 THROUGH MAY 31, 2020**



1 1. Davis Wright Tremaine LLP (the “Firm”) submits its Second Monthly Fee
2 Application (the “Application”) for Allowance and Payment of Interim Compensation and
3 Reimbursement of Expenses for the Period of April 6, 2020¹ through May 31, 2020 (the
4 “Application Period”) for work performed for Verity Health System of California, Inc. and the
5 above-referenced affiliated debtors (collectively, the “Debtors”), in the above-captioned chapter
6 11 bankruptcy cases (the “Cases”). In support of the Application, the Firm respectfully
7 represents as follows:

8 2. The Firm is special healthcare regulatory counsel to the Debtors, as authorized in
9 accordance with the *Order Approving Application of Debtors to Employ Davis Wright Tremaine*
10 *LLP, as Special Healthcare Regulatory Counsel* [Docket No. 4668]. The Firm hereby applies to
11 the Court for allowance and payment of interim compensation for services rendered and
12 reimbursement of expenses incurred during the Application Period.

13 4. The Firm billed a total of \$134,006.85 in fees and expenses during the
14 Application Period. The total fees represent 234.7 hours expended during the period covered by
15 this Application. These fees and expenses break down as follows:

Period	Fees	Expenses	Total
April 6, 2020 – May 31, 2020	\$134,006.85	\$282.64	\$134,289.49

18 5. Accordingly, the Firm seeks allowance of interim compensation in the amount of
19 a total of \$107,488.12 at this time. This total is comprised as follows: \$107,205.48 (80% of the
20 fees for services rendered) plus \$282.64 (100% of the expenses incurred).

21 6. For the postpetition period, the Firm has been paid to date as follows:
22
23
24
25

26 ¹ The Firm has filed a First Monthly Application for the Period of February 14, 2020 through April 30, 2020 (Dkt.
27 4831). The Firm is including in this Application only the April time that was not timely invoiced and therefore was
not included in the First Monthly Fee Application.

Application Period	Amount	Description
First (February 14, 2020 – April 30, 2020)	\$-0-	80% of fees and 100% of expenses
Second (April 6, 2020 – May 31, 2020)	\$-0-	80% of fees and 100% of expenses
Total Paid to the Firm to Date	\$-0-	80% of fees and 100% of expenses

7. To date, the Firm is owed as follows (excluding amounts owed pursuant to this Application):

Application Period	Amount	Description
First (February 14, 2020 – April 30, 2020)	\$243,593.87	80% of fees and 100% of expenses
Second (April 6, 2020 – May 31, 2020)	\$107,488.12	80% of fees and 100% of expenses
Total Owed to the Firm to Date	\$351,081.99	80% of fees and 100% of expenses

8. Attached as **Exhibit A** hereto is the name of each professional who performed services in connection with these cases during the period covered by this Application and the hourly rate for each such professional. Attached hereto as **Exhibit B** are the detailed time and expense statements for the Application Period.

9. The Firm has served a copy of this Application on the Office of the United States Trustee, the above-captioned debtors (the “Debtors”), counsel to the Debtors, and counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in this case. The Application was mailed by first class mail, postage prepaid, on or about June 29, 2020. Notice of the filing of this Application will be served on the foregoing parties as well as any party who has requested special notice in this chapter 11 cases as of the date of the Notice.

10. Pursuant to this *Court’s Order Authorizing Interim Fee Procedures* [Docket No. 661], as amended by the *Amended Order on Debtor’s Motion Establishing Procedures for Monthly Payment of Fees and Expense Reimbursement* [Docket No. 826], the Debtors are authorized to make the payment requested herein without a further hearing or order of this Court unless an objection to this Application is filed with the Court and served upon the Notice Parties within ten (10) calendar days after the date of mailing of the Notice of this Application. If such

1 an objection is filed, the Debtors are authorized to pay 80% of the uncontested fees and 100% of
2 the uncontested expenses without further order of the Court. If no objection is filed, the Debtors
3 are authorized to pay 80% of all fees requested in the Application and 100% of the uncontested
4 expenses without further order of the Court.

5 11. The interim compensation and reimbursement of expenses sought in this
6 Application is not final. Upon the conclusion of these cases, the Firm will seek fees and
7 reimbursement of the expenses incurred for the totality of the services rendered in these cases.
8 Any interim fees or reimbursement of expenses approved by this Court and received by the Firm
9 (along with any retainer) will be credited against such final fees and expenses as may be allowed
10 by this Court.

11 **WHEREFORE**, the Firm respectfully requests that the Debtors pay compensation to the
12 Firm as requested herein pursuant to and in accordance with the terms of the *Order Authorizing*
13 *Interim Fee Procedures*, as amended by the *Amended Order on Debtor's Motion Establishing*
14 *Procedures for Monthly Payment of Fees and Expense Reimbursement*.

15 DATED this 25th day of June, 2020.

16 Davis Wright Tremaine LLP
17 Attorneys for Chapter 11 Debtors and Debtors In
18 Possession

19 By /s/ Mary Haas
20 Mary Haas, CA State Bar No. 149770
21 Hope Levy-Biehl, CA State Bar No. 198433
22
23
24
25
26
27

Name	Title	Hourly Rate	Total Billed Hours	Total Billed Amount
Allen, Darby	Counsel	\$535.00	4.3	\$2,070.45
Diaz, Dennis	Equity Partner	\$885.00	0.6	\$477.90
Forsyth, Caitlin	Associate Attorney	\$485.00	3.9	\$1,702.35
Hanson, Jessica	Paralegal	\$255.00	6.6	\$1,514.70
Hoag, Joseph P.	Counsel	\$550.00	0.6	\$297.00
Johnson, Christine	Associate Attorney	\$555.00	54.3	\$27,122.85
Keville, Jordan	Contract Partner	\$835.00	8.2	\$6,162.30
Keville, Terri	Equity Partner	\$890.00	0.2	\$160.20
Levy-Biehl, Hope	Contract Partner	\$735.00	119.3	\$78,916.95
Maas, David	Counsel	\$515.00	11.1	\$5,144.85
McCullough, Hugh	Equity Partner	\$645.00	0.9	\$522.45
Meltebeke, Marisa K.	Counsel	\$550.00	11.7	\$5,791.50
Neves, Nara	Paralegal	\$340.00	11.3	\$3,457.80
Swedlow, Miriam	Associate Attorney	\$435.00	1.7	\$665.55
Total			234.7	\$134,006.85

EXHIBIT B

ClientMatterNumber	Matter Name	Billed Hours	Billed Fees	Billed Expenses
0115205.000003	Bankruptcy Matter	13.2	\$4,641.75	\$26.25
0115205.000006	Asset Disposition	178.9	\$102,140.10	\$256.39
0115205.000010	Business Operations	40.9	\$26,100.45	\$0.00
0115205.000018	Litigation	1.7	\$1,124.55	\$0.00
Total		234.7	\$134,006.85	\$282.64



Anchorage | Bellevue | Los Angeles | New York
Portland | San Francisco | Seattle | Washington, D.C.

920 Fifth Avenue
Suite 3300
Seattle, WA 98104-1610
T 206.622.3150
F 206.757.7700
Federal ID # 91-0839480
DWT.COM

Verity Health System
Elspeth Paul
601 S. Figueroa Street
Suite 4050
Los Angeles, CA 90017
elspethpaul@verity.org

June 11, 2020
Invoice #6731899

Matter Name: Bankruptcy Matter
Firm Matter Number: 0115205.000003
DWT Attorney: Hope Levy-Biehl (hopelevybiehl@dwt.com)

Invoice for Fees and Costs

Total Current Fees	5,157.50
Less Agreed Upon Discount	(515.75)
Total Current Costs	26.25

Total Amount Due This Invoice	\$ 4,668.00
--------------------------------------	--------------------

OUTSTANDING INVOICES FOR THIS MATTER AS OF: JUNE 11, 2020

<u>Invoice</u>	<u>Date</u>	<u>Original Amount</u>	<u>Payments/Credits</u>	<u>Last Payment</u>	<u>Amount Due</u>
6711579	03/26/20	1,665.90	0.00		1,665.90
6721242	04/30/20	3,604.50	0.00		3,604.50
6726688	05/20/20	870.75	0.00		870.75
Previous Balance Total					6,141.15
6731899 (This Invoice)	06/11/20	4,668.00			4,668.00
Total Due This Matter					\$10,809.15

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000003
DWT Attorney: Hope Levy-Biehl



Invoice # 6731899
Page 2 of 4

PROFESSIONAL FEES RENDERED:

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/07/20	N. Neves	0.40	136.00	Review rules relating to fee application (.3); review court's website for template of fee application (.1)
05/08/20	N. Neves	0.40	136.00	Conference with Mr. Moe regarding template form for fee application (.2); retrieve application for fee application from court docket for use as a template (.2)
05/13/20	N. Neves	1.90	646.00	Draft fee application (1.0); retrieve and analyze invoices in support of fee application (.7); emails with accounting department following up on report of invoices and time entries per timekeeper in support of fee application (.2)
05/14/20	N. Neves	0.30	102.00	Emails with L. Abdoll following up on report of invoices for fee application (.2); email with H. Levy-Biehl regarding draft fee application for review (.1)
05/15/20	N. Neves	1.30	442.00	Continue work on draft of fee application (.9); draft notice of fee application (.4)
05/17/20	N. Neves	1.20	408.00	Finalize draft of fee application (.4); finalize draft of notice (.5); email with H. Levy-Biehl regarding requirements for service and deadlines to file applications (.3)
05/18/20	H. Levy-Biehl	0.50	367.50	Review and revise initial fee application
05/19/20	H. McCullough	0.20	129.00	Correspondence with H. Levy-Biehl regarding request for interim compensation
05/22/20	N. Neves	2.30	782.00	Review spreadsheet of summary of fees and costs provided by accounting department in support of motion for fees (.7); email with L. Abdoll following up on summary spreadsheet including May invoices (.1); review May invoices for redactions (.3); review attorneys' edits to proposed redactions to invoices (.4); email with accounting regarding changes to invoices (.2); make edits to monthly fee application and notice per attorneys' comments (.6)
05/27/20	N. Neves	0.80	272.00	Review revised spreadsheet of fees and costs and revised invoices for accuracy (.7); prepare exhibits in support of motion for monthly fee application (.2)
05/28/20	H. Levy-Biehl	0.30	220.50	Review and finalize fee application
05/28/20	H. McCullough	0.20	129.00	Correspondence with N. Neves and others regarding interim fee application
05/28/20	N. Neves	2.20	748.00	Finalize drafts of monthly fee application and notice per revised invoices
05/29/20	H. McCullough	0.30	193.50	Review interim fee application for submission to court
05/29/20	N. Neves	0.50	170.00	Coordinate with accounting to make changes to invoices for submission with monthly fee application (.2); update exhibits in support of monthly fee application per changes to invoices (.3)
05/31/20	H. Levy-Biehl	0.20	147.00	Finalize first fee application
05/31/20	H. McCullough	0.20	129.00	Correspondence with colleague regarding interim fee application

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000003
DWT Attorney: Hope Levy-Biehl



Invoice # 6731899
Page 3 of 4

TOTAL	13.20	\$5,157.50
--------------	--------------	-------------------

COSTS:

<u>NARRATIVE</u>	<u>AMOUNT</u>
VENDOR: COURTCALL LLC INVOICE#: SANCJ200430 DATE: 4/30/2020	26.25
Conference call service - COURTCALL LLC - 04/25/2020, CONFERENCE CALL- HOPE LEVY-BIEHL - US BANKRUPTCY COURT / HONORABLE ERNEST ROBLES, per Hope Levy-Biehl - 06 - 013	
TOTAL COSTS	\$26.25

TIMEKEEPER SUMMARY			
<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
PARTNER			
Levy-Biehl, H.	1.00	\$735.00	\$735.00
McCullough, H.	0.90	\$645.00	\$580.50
Total for Partner	1.90		\$1,315.50
PARALEGAL			
Neves, N.	11.30	\$340.00	\$3,842.00
Total for Paralegal	11.30		\$3,842.00
TOTAL	13.20		\$5,157.50

TOTAL AMOUNT DUE THIS INVOICE	\$	4,668.00
--------------------------------------	-----------	-----------------

To ensure proper credit to your account,
please include remittance with your payment.



REMITTANCE

Verity Health System
Elspeth Paul
601 S. Figueroa Street
Suite 4050
Los Angeles, CA 90017

June 11, 2020
Invoice #6731899

Matter Name: Bankruptcy Matter
Firm Matter Number: 0115205.000003
DWT Attorney: Hope Levy-Biehl (hopelevybiehl@dwt.com)

Invoice for Fees and Costs

TOTAL AMOUNT DUE THIS INVOICE

\$4,668.00

To ensure proper credit to your account,
please include remittance with your payment.



Anchorage | Bellevue | Los Angeles | New York
Portland | San Francisco | Seattle | Washington, D.C.

920 Fifth Avenue
Suite 3300
Seattle, WA 98104-1610
T 206.622.3150
F 206.757.7700
Federal ID # 91-0839480
DWT.COM

Verity Health System
Elspeth Paul
601 S. Figueroa Street
Suite 4050
Los Angeles, CA 90017
elspethpaul@verity.org

June 25, 2020
Invoice #6731898

Matter Name: Asset Disposition
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl (hopelevybiehl@dwt.com)

Invoice for Fees and Costs

Total Current Fees	113,489.00
Less Agreed Upon Discount	(11,348.90)
Total Current Costs	256.39

Total Amount Due This Invoice	\$ 102,396.49
--------------------------------------	----------------------

OUTSTANDING INVOICES FOR THIS MATTER AS OF: JUNE 25, 2020

<u>Invoice</u>	<u>Date</u>	<u>Original Amount</u>	<u>Payments/Credits</u>	<u>Last Payment</u>	<u>Amount Due</u>
6711578	03/26/20	21,133.35	0.00		21,133.35
6721241	04/30/20	88,313.47	0.00		88,313.47
6726687	05/20/20	164,565.80	0.00		164,565.80
Previous Balance Total					274,012.62
6731898 (This Invoice)	06/25/20	102,396.49			102,396.49
Total Due This Matter					\$376,409.11

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl



Invoice # 6731898
Page 2 of 10

PROFESSIONAL FEES RENDERED:

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
04/06/20	H. Levy-Biehl	0.40	294.00	Review Seton updates for same; participate in internal call re same
04/13/20	H. Levy-Biehl	0.70	514.50	Telephone call with M. Goldstone re St. Francis operations and structure; review file re same; telephone call to S. Vivona at CDPH
04/18/20	H. Levy-Biehl	0.60	441.00	Exchange emails re SFMC CHOW applications and open questions; telephone call with H. Kevane re payor agreements for St. Francis
05/01/20	H. Levy-Biehl	0.70	514.50	Prepare updated BAA for AHMC transaction; review QAF figures and exchange further emails re same; review options for seller side 855
05/01/20	C. Johnson	1.80	999.00	Correspondence with T. Ahn regarding information requests (0.5); correspondence with C. Doan regarding SMC change of ownership applications (0.5); prepare 855A seller side applications for SFMC (0.8)
05/04/20	H. Levy-Biehl	4.80	3,528.00	Review correspondence to/from Prime; review and analyze FTC correspondence; consider options for document sharing for Seton; call with G. Tuss re Seton pharmacy matter; review additional information request from P. Dalton for SFMC and responsive documents re same; exchange emails for lease extensions/renewal options for hospital-based clinics; review status of CHOW related filings; review final opposition to CNA motion
05/04/20	D. Maas	1.30	669.50	Communications with Ms. Levy-Biehl regarding antitrust issues with Prime transaction (.5); call with Mr. Libowsky regarding antitrust review by FTC and strategy for navigating voluntary access letter from Mr. Wiegand (.8)
05/04/20	C. Johnson	5.00	2,775.00	Correspondence with T. Ahn regarding information needed for change of ownership applications (0.6); draft 855A seller side applications for SFMC (3.0); prepare documentation requested by Noridian related to cost-reporting issue (1.4)
05/05/20	H. Levy-Biehl	6.10	4,483.50	Participate in weekly call with Cain and team; work on response to AG info request and exchange emails re same; participate in call with Prime team, Dentons; follow up discussion with G. Gertler; call with Prime, Verity teams to review S. Aleman letter; debrief with Verity, Dentons, BRG
05/05/20	D. Maas	1.40	721.00	Communications with Ms. Levy-Biehl and Dentons team regarding response to AG information request in connection with state antitrust review and research and summarize state law requirements for confidentiality treatment
05/05/20	C. Johnson	0.20	111.00	Correspondence with T. Ahn regarding change of ownership application;

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl



Invoice # 6731898
Page 3 of 10

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/06/20	H. Levy-Biehl	5.60	4,116.00	Review/analyze various disclosure items; review prior AG submissions and follow up with J. Chesley re same; work on information request from AG; telephone call with G. Gertler; review G. Gertler correspondence to S. Maizel and S. Maizel response to same; telephone call with J. Chesley, T. Moyron; review and analyze use of provider relief funds and finalize email re same
05/06/20	D. Maas	0.30	154.50	Communications with Ms. Levy-Biehl regarding AG and FTC approval process
05/06/20	C. Johnson	2.90	1,609.50	Draft seller side 855As for SFMC and transmit to SFMC contacts for execution and filing (2.0); correspondence with C. Doan regarding same (0.4); legal analysis regarding filings related to SVMC's termination of Medicare enrollment (0.5)
05/07/20	H. Levy-Biehl	1.50	1,102.50	Review various emails re information and diligence requests; review prior DOCHS transactional documents
05/07/20	H. Levy-Biehl	3.20	2,352.00	SFMC AG: work on responses to various information requests; exchange emails re same; telephone call with D. Drake to review SFMC COVID response and implications; draft insert to AG re same
05/07/20	D. Maas	0.20	103.00	Communications with Ms. Levy-Biehl, Ms. Moyron, and Mr. Libowsky regarding AG submission
05/07/20	C. Johnson	0.40	222.00	Review pre-closing filings required by SMC APA
05/08/20	H. Levy-Biehl	2.40	1,764.00	SFMC AG: exchange further emails re response to AG re COVID; review documents in response to JD Healthcare request; finalize materials for DAG M. Lee; prepare for and participate in call with Prime, Verity, Dentons and AG to review SFMC transaction
05/08/20	H. Levy-Biehl	4.10	3,013.50	Review claims history and exchange emails with K. Chapman re same; telephone call with T. Moyron; review transition planning issues raised by Prime and analyze options in light of same; participate in call with SFMC team, P. Chadwick re same; exchange further emails with S. Chan; telephone call with T. Moyron, S. Lebowsky
05/08/20	D. Maas	0.70	360.50	Assist Ms. Levy-Biehl with AG submission, including confidential treatment of portions of submission
05/08/20	C. Johnson	1.70	943.50	Draft correspondence to Noridian regarding cost reporting year end date issue
05/09/20	H. Levy-Biehl	0.90	661.50	Work on response to information request and exchange further emails re same; review and propose edits to Seton AG supplemental response
05/09/20	J. Hoag	0.40	220.00	For Seton Medical Center, analyze client correspondence with Cal/OSHA and Cal/OSHA inquiry letters, and provide initial analysis
05/10/20	D. Maas	0.50	257.50	Antitrust review of materials for sharing with Prime per Ms. Levy-Biehl

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl



Invoice # 6731898
Page 4 of 10

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/11/20	H. Levy-Biehl	5.50	4,042.50	Review status of open items per Prime's request; work on same; participate in Seton/AHMC leadership call; review updated information re Prime info request and document review; telephone call with SFMC team re same; telephone call with S. Sharrer; update spreadsheet re same; telephone call with S. Chan, J. Toma, D. Eldon, T. Moyron, S. Maizel; review correspondence re cost report year ends; telephone call with S. Lebowsky; telephone call with R. Adcock, P. Chadwick, T. Moyron, S. Maizel, C. Montgomery, D. Galfus re plan of liquidation and related considerations
05/11/20	C. Johnson	1.40	777.00	Prepare change of ownership seller-side information for SMC applications
05/12/20	H. Levy-Biehl	7.60	5,586.00	Participate in weekly status call; telephone call with R. Adcock re Seton contracting matters; review/propose revisions to Noridian correspondence re cost report year ends; review and analyze options for Seton agreements and exchange emails re same; review and analyze options for risk pool resolution and participate in call with H. Kevane, R. Adcock, P. Chadwick, T. Moyron, J. Schlant. Dr, Schweitzer re same; draft response to Prime request for additional information; review ex parte application re bids
05/12/20	D. Maas	0.60	309.00	Review materials and communicate with Ms. Levy-Biehl regarding materials to share with Prime for integration planning
05/12/20	C. Johnson	6.30	3,496.50	Legal analysis regarding correspondence received from Noridian regarding SFMC seller-side change of ownership filings (0.4); follow up with SMC contact regarding change of ownership information requests (0.2); legal analysis regarding San Mateo Health Commission agreement documentation (0.5); send correspondence to J. Morken at Noridian regarding year end date cost reporting issue (0.5); call with C. Olson, Prime outside counsel regarding logistics of closing / regulatory approvals (0.1); review physician agreements to ensure no competitively sensitive information is released if uploaded to datasite (5.1)
05/13/20	H. Levy-Biehl	4.30	3,160.50	Continue working on information requests from Prime and exchange emails re same; continue working on private payor disclosure and confidentiality matters; telephone call with T. Moyron, S. Maizel, A. Ruda, J. Richlin, G. Gertler re AG and related matters; follow up discussion with G. Gertler re same
05/13/20	C. Johnson	4.10	2,275.50	Legal analysis of SFMC physician agreements in clean room for upload to dataroom
05/14/20	H. Levy-Biehl	4.10	3,013.50	Telephone call with L. Compton, C. Johnson re compliance updates; call with Verity, Dentons team re POL; follow up discussion with T. Moyron, N. Koffroth re AG objection to ex parte application; review and analyze additional correspondence from Scott Chan and exchange emails re same; telephone call with J. Moe; review and analyze options for contract disclosures and exchange further emails re same

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl



Invoice # 6731898
Page 5 of 10

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/14/20	D. Maas	0.30	154.50	Communications with Ms. Levy-Biehl and review of contracts for antitrust and contractual compliance in sharing with Prime
05/14/20	M. Meltebeke	0.20	110.00	SFMC AG Notice: evaluate follow up requests related to AG notice and request for consent
05/14/20	C. Johnson	3.50	1,942.50	Legal analysis regarding compliance-related inquiries from Prime related to SFMC (1.0); legal analysis regarding physician agreements being moved out of clean room (2.5)
05/15/20	H. Levy-Biehl	1.70	1,249.50	Review updated spreadsheets for rad onc and cardiology service lines at SFMC and exchange further emails re same; work on response to S. Chan correspondence; exchange emails re same; review AG opposition to ex parte application and response from 2005s
05/15/20	C. Johnson	2.60	1,443.00	Correspondence regarding change of ownership applications for SMC and creation of sharefile site for exchange of files (0.5); correspondence with American College of Trauma Surgeons regarding change of ownership process (0.5); legal analysis regarding outstanding information for change of ownership application (1.6)
05/17/20	C. Johnson	1.00	555.00	Legal analysis of physician contracts from clean room
05/18/20	H. Levy-Biehl	3.90	2,866.50	SFMC AG: Follow up with S. Chan re Prime interviews; work on response to S. Chan letter; exchange emails re FTC review; telephone call with M. Garms; further review resolutions in light of same; exchange emails re hearing on ex parte motion and options in light of same
05/18/20	H. Levy-Biehl	2.60	1,911.00	Review additional information request from Prime on HR matters and exchange further emails re same; participate in Prime/Verity transition call; exchange emails re Noridian inquiry and Medicare timeline; prepare for and participate in Seton call with AHMC; follow up re CHOW timeline and status of CHOW applications
05/18/20	D. Maas	0.10	51.50	Communications with Ms. Levy-Biehl regarding antitrust review by California AG
05/18/20	M. Meltebeke	1.60	880.00	SFMC AG Notice: evaluate and prepare correspondence regarding proposed responsive materials to follow-up requests
05/18/20	C. Johnson	0.70	388.50	Legal analysis regarding information received from Los Angeles EMT and Los Angeles County Counsel (0.6); correspondence with C. Doan regarding trauma certificate CHOW requirements (0.1)
05/19/20	H. Levy-Biehl	5.10	3,748.50	Exchange further emails re disclosure of payor and employee information in context of sale and further analyze same; telephone call with M. Pfeiffer; continue analyzing responses to information requests and follow-up with labor counsel re same; telephone call with H. Kevane re same; review and analyze antitrust and confidentiality considerations in light of same; telephone call with J. Chesley re transaction and AG updates and plan of liquidation; review letter to AG re confidentiality

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl



Invoice # 6731898
Page 6 of 10

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/19/20	H. Levy-Biehl	0.30	220.50	SFMC AG: work on response to S. Chan 5/14/20 letter and exchange emails re same
05/19/20	D. Maas	0.10	51.50	Review proposed consents for counterparties to contracts potentially being shared with Prime and provide feedback to H. Levy-Biehl
05/19/20	C. Johnson	3.50	1,942.50	Legal analysis regarding obligations under APA for SFMC to disclose certain records and for purchaser to maintain custody of SVMC and SVDC patient records (2.0); prepare seller-side information for hospital license application (1.5)
05/20/20	H. Levy-Biehl	2.70	1,984.50	Review status of CHOW filings and process; review updated correspondence to AG re confidentiality of bids; review and revise CMS and DHCS settlements; review labor/employment analysis of disclosure of personal information
05/20/20	H. Levy-Biehl	0.20	147.00	SFMC AG: Work on response to S. Chan correspondence; exchange further emails re same 1254-
05/20/20	C. Johnson	3.20	1,776.00	Correspondence with T. Ahn regarding additional change of ownership-related requests (1.5); legal analysis regarding QAF payments as contemplated in APA (1.7)
05/21/20	H. Levy-Biehl	5.50	4,042.50	Continue to work on DHCS and CMS settlement agreements and exchange emails re same; work on resolutions and minutes related to AG request for clarification; follow up with J. Davis re same; review motion to dismiss; review and analyze additional information requests from Prime; participate in call with F. Sze, S. Maizel, T. Moyron to review DHCS settlement agreements and related matters
05/21/20	D. Maas	1.50	772.50	Review documents for disclosure to Prime for potential antitrust and compliance and communicate with H. Levy-Biehl regarding strategy for disclosure
05/21/20	C. Johnson	6.70	3,718.50	Prepare seller side forms for change of ownership applications (5.0); legal review of subacute contracts for submission to buyer (1.0); answer requests for information related to Medicare settlement agreement (0.7)
05/22/20	H. Levy-Biehl	2.20	1,617.00	telephone call with R. Adcock, P. Chadwick, D. Galfus, S. Maizel, T. Moyron, C. Montgomery re AG proposed stipulation on confidentiality; telephone call with D. Eldon, T. Moyron, S. Maizel re same; further debrief and analyze options in light of same; work on response to AG; continue analyzing options and considerations for confidentiality in accordance with SFMC bid procedures
05/22/20	C. Johnson	2.90	1,609.50	Draft seller side forms for hospital license application
05/25/20	H. Levy-Biehl	1.00	735.00	Review reply brief for ex parte motion re confidentiality (0.30); Participate in litigation update call; telephone call with T. Moyron, N. Koffroth re liquidating trust and plan (0.70)
05/25/20	D. Maas	0.30	154.50	Review draft clean team agreement from H. Levy-Biehl and provide feedback

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl



Invoice # 6731898
Page 7 of 10

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/26/20	H. Levy-Biehl	4.70	3,454.50	Participate in weekly Cain status call; follow up discussion with R. Adcock, P. Chadwick, T. Moyron, S. Maizel re SFMC board meeting; work on open CHOW related matters; participate in Seton call; review additional information requested from S. Chan for Seton and work on response in light of same
05/26/20	D. Maas	3.70	1,905.50	Communications with H. Levy-Biehl regarding strategy for releasing contracts to Prime and conduct analysis of contracts to determine need for consent and/or clean team treatment
05/26/20	M. Meltebeke	4.40	2,420.00	Evaluate director and officer requirements for VHS, Seton, and SFMC per California law and current Bylaws and prepare related correspondence
05/27/20	H. Levy-Biehl	3.70	2,719.50	Prepare for and participate in Ex Parte hearing on confidentiality of AG submission; debrief with internal Verity team re same; review Medline opposition; review and comment on updated DHCS settlement for St. Francis and CMS global settlement; finalize letter and attachments to S. Chan in response to 5/14 letter; exchange further emails with J. Richlin re same;
05/27/20	C. Johnson	2.00	1,110.00	Prepare seller-side change of ownership application information
05/28/20	H. Levy-Biehl	2.70	1,984.50	exchange further emails re information and transition related requests; exchange further emails with S. Chan; work on response to AG questions re Seton; further review Prime summary re charity care and exchange emails re same; review Prime press release
05/28/20	D. Maas	0.10	51.50	Communications with Ms. Levy-Biehl regarding antitrust compliance in connection with sharing contracts and information with Prime
05/28/20	M. Meltebeke	0.20	110.00	Evaluate and respond to correspondence regarding corporate governance matters
05/28/20	C. Forsyth	0.90	436.50	Review physician contracts to approve moving out of the clean room
05/28/20	C. Johnson	0.90	499.50	Legal analysis of SFMC physician contracts for purposes of moving from clean room
05/28/20	J. Hanson	3.50	892.50	Legal analysis of physician contracts for purpose of moving out of the clean room
05/29/20	H. Levy-Biehl	3.70	2,719.50	Further review press release and exchange emails re same; review and analyze open pending information requests from Prime; telephone call with A. Ruda, S. Sherrer to review CBA negotiations and related matters; review updated charity care numbers from BRG and exchange further emails re same; follow up with S. Chan; review status of Seton CHOW filings and related matters with C. Johnson; telephone call with T. Moyron, N. Koffroth
05/29/20	C. Forsyth	0.80	388.00	Review physician contracts for purpose of releasing from clean room

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl



Invoice # 6731898
Page 8 of 10

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/29/20	C. Johnson	0.50	277.50	Legal analysis regarding physician contracts for purposes of moving from clean room; legal analysis regarding steps to closing
05/29/20	M. Swedlow	1.70	739.50	Legal analysis of physician contracts for purpose of moving out of clean room
05/29/20	J. Hanson	3.10	790.50	Legal analysis of physician contracts for purpose of moving out of the clean room
05/30/20	H. Levy-Biehl	1.90	1,396.50	Exchange further emails with S. Chan re AG application and public hearing for St. Francis; review and analyze open information requests and exchange further emails re same
05/31/20	M. Meltebeke	2.30	1,265.00	Prepare memorandum regarding streamlining of post-sale governance
05/31/20	C. Johnson	3.00	1,665.00	Legal analysis of physician contracts for purposes of move to clean room
TOTAL		178.90	\$113,489.00	

COSTS:

<u>NARRATIVE</u>	<u>AMOUNT</u>
VENDOR: WESTERN MESSENGER INVOICE#: 1226637 DATE: 4/29/2020	79.08
Delivery services/Messenger - WESTERN MESSENGER - 04/27/2020, MESSENGER AND COURT SERVICES - PICK UP AT DAVIS WRIGHT S.F. AND DELIVER TO CALIFORNIA DEPT OF JUSTICE 455 GOLDEN GATE AVE -, per Huey Kwan - 09 - 112	
VENDOR: WESTERN MESSENGER INVOICE#: 1226637 DATE: 4/29/2020	46.31
Delivery services/Messenger - WESTERN MESSENGER - 04/28/2020, MESSENGER AND COURT SERVICES - PICK UP FROM DAVIS WRIGHT S.F. AND DELIVER TO CALIFORNIA DEPT OF JUSTICE 455 GOLDEN GATE AVENUE -, per Huey Kwan - 09 - 112	
VENDOR: APEX LEGAL SERVICES INVOICE#: 59482 DATE: 5/8/2020	131.00
Delivery services/Messenger - APEX LEGAL SERVICES - 04/28/2020, MESSENGER & COURT SERVICES - PHIL DALTON 28140 BRALDWOOD DRIVE RANCHO PALOS VERDES CALIF 90275 - DELIVERY / 1 BANKER BOX, per Hope Levy-Biehl - 06 - 013	
TOTAL COSTS	\$256.39

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl



Invoice # 6731898
Page 9 of 10

TIMEKEEPER SUMMARY			
<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
PARTNER			
Levy-Biehl, H.	94.40	\$735.00	\$69,384.00
Total for Partner	94.40		\$69,384.00
COUNSEL			
Hoag, J.	0.40	\$550.00	\$220.00
Maas, D.	11.10	\$515.00	\$5,716.50
Meltebeke, M.	8.70	\$550.00	\$4,785.00
Total for Counsel	20.20		\$10,721.50
ASSOCIATE			
Forsyth, C.	1.70	\$485.00	\$824.50
Johnson, C.	54.30	\$555.00	\$30,136.50
Swedlow, M.	1.70	\$435.00	\$739.50
Total for Associate	57.70		\$31,700.50
PARALEGAL			
Hanson, J.	6.60	\$255.00	\$1,683.00
Total for Paralegal	6.60		\$1,683.00
TOTAL	178.90		\$113,489.00

TOTAL AMOUNT DUE THIS INVOICE	\$ 102,396.49
--------------------------------------	----------------------

To ensure proper credit to your account,
please include remittance with your payment.



REMITTANCE

Verity Health System
Elspeth Paul
601 S. Figueroa Street
Suite 4050
Los Angeles, CA 90017

June 25, 2020
Invoice #6731898

Matter Name: Asset Disposition
Firm Matter Number: 0115205.000006
DWT Attorney: Hope Levy-Biehl (hopelevybiehl@dwt.com)

Invoice for Fees and Costs

TOTAL AMOUNT DUE THIS INVOICE

\$102,396.49

To ensure proper credit to your account,
please include remittance with your payment.



Anchorage | Bellevue | Los Angeles | New York
Portland | San Francisco | Seattle | Washington, D.C.

920 Fifth Avenue
Suite 3300
Seattle, WA 98104-1610
T 206.622.3150
F 206.757.7700
Federal ID # 91-0839480
DWT.COM

Verity Health System
Elspeth Paul
601 S. Figueroa Street
Suite 4050
Los Angeles, CA 90017
elspethpaul@verity.org

June 11, 2020
Invoice #6731896

Matter Name: Business Operations
Firm Matter Number: 0115205.000010
DWT Attorney: Hope Levy-Biehl (hopelevybiehl@dwt.com)

Invoice for Fees and Costs

Total Current Fees	29,000.50
Less Agreed Upon Discount	(2,900.05)
Total Current Costs	0.00

Total Amount Due This Invoice	\$ 26,100.45
--------------------------------------	---------------------

OUTSTANDING INVOICES FOR THIS MATTER AS OF: JUNE 11, 2020

<u>Invoice</u>	<u>Date</u>	<u>Original Amount</u>	<u>Payments/Credits</u>	<u>Last Payment</u>	<u>Amount Due</u>
6711577	03/26/20	4,068.90	0.00		4,068.90
6721240	04/30/20	8,318.50	0.00		8,318.50
6726686	05/20/20	9,654.75	0.00		9,654.75
Previous Balance Total					22,042.15
6731896 (This Invoice)	06/11/20	26,100.45			26,100.45
Total Due This Matter					\$48,142.60

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000010
DWT Attorney: Hope Levy-Biehl



Invoice # 6731896
Page 2 of 6

PROFESSIONAL FEES RENDERED:

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/01/20	H. Levy-Biehl	0.30	220.50	Further review/analyze community benefit/CHNA requirements and exchange emails re same
05/01/20	D. Allen	2.50	1,337.50	Review and analyze funding issues
05/01/20	M. Meltebeke	0.30	165.00	Evaluate and respond to correspondence regarding community benefit reporting and CHNA requirements
05/03/20	D. Allen	0.50	267.50	Prepare final analysis of stimulus and other funding issues
05/04/20	H. Levy-Biehl	0.50	367.50	Review Verity Brandify agreement and exchange emails re same; continue analyzing St. Vincent CHNA requirements and exchange emails re same
05/04/20	M. Meltebeke	1.50	825.00	Evaluate and prepare correspondence regarding CHNA reporting requirements and potential consequences for reporting failures
05/05/20	H. Levy-Biehl	0.80	588.00	Review additional information about St. Vincent CHNA and exchange further emails re same; continue analyzing provider grant funds and interplay with other revenue sources
05/05/20	M. Meltebeke	0.90	495.00	Evaluate and respond to correspondence regarding community benefit and CHNA requirements
05/06/20	D. Allen	0.50	267.50	Discussion of various funding sources and implication of contract with the State at Seton Medical Center on FEMA and Provider Relief Funds
05/07/20	D. Diaz	0.60	531.00	Work on medical director contract
05/07/20	H. Levy-Biehl	0.20	147.00	Review requirements for Verity GC and exchange emails re same
05/07/20	M. Meltebeke	0.30	165.00	Evaluate and respond to correspondence regarding General Counsel requirements under the VHS Bylaws
05/08/20	H. Levy-Biehl	0.30	220.50	Exchange emails re Foundation matters; review COVID funding considerations at Seton and exchange emails re same
05/08/20	D. Allen	0.30	160.50	Analyze follow up questions on State contract funding interplay with FEMA and Provider Relief Funds
05/09/20	H. Levy-Biehl	0.30	220.50	Review OSHA correspondence and documentation re Seton and exchange emails re same
05/10/20	H. Levy-Biehl	1.30	955.50	Telephone call with T. Armada, S. Acquisto re COVID testing and related matters; review write-up re same; review OSHA medical records request and analyze options in light of same
05/11/20	H. Levy-Biehl	2.70	1,984.50	Review and analyze updated report from S. Acquisto at Seton; telephone call with C. Forsythe re same; participate in call with BRG team re access to provider relief funds; exchange emails re litigation related matters; review OSHA materials and telephone call with L. Sanfillipo, J. Berk, L. Kresge, J. Hoag re same; follow up discussions with T. Armada, S. Acquisto, C. Forsythe re updated information and considerations for outreach to CDPH

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000010
DWT Attorney: Hope Levy-Biehl



Invoice # 6731896
Page 3 of 6

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/11/20	D. Allen	0.50	267.50	Prepare for and phone call concerning interplay of State contract at Seton Medical Center with various CARES Act funds and FEMA funds
05/11/20	C. Forsyth	2.20	1,067.00	Research and analysis of hospital and laboratory reporting obligations; teleconference with H. Levy-Biehl and client regarding same
05/13/20	H. Levy-Biehl	0.30	220.50	Review and analyze parking agreement issues and exchange emails with K. Chapman re same
05/13/20	J. Hoag	0.20	110.00	Respond to questions regarding late signature and production of Cal/OSHA-required employer logs
05/14/20	H. Levy-Biehl	1.60	1,176.00	Telephone call with P. Chadwick; exchange emails re parking lot developments at SFMC; review board dec; exchange emails re pending litigation; exchange further emails re third party production of payor contracts; review Seton info request and exchange emails with L. Sanfillipo, J. Berk re same
05/15/20	H. Levy-Biehl	2.80	2,058.00	Prepare for and participate in VHS board meeting
05/18/20	H. Levy-Biehl	1.30	955.50	Review Seton HRSA audit findings and POC and exchange emails re same; telephone call with K. Chapman re options for parking lot at SFMC; review breach notification letter in light of same
05/20/20	J. Keville	0.20	167.00	E-mail exchange with H. Levy-Biehl concerning review of clinical trial agreement
05/20/20	H. Levy-Biehl	1.10	808.50	Review and analyze emails and open matters; exchange emails re subpoena response; telephone call with J. Mesa at Titan Legal re same; telephone call with K. Chapman; calls, email to M. Child, attorney for defendant Embassy Suites in subpoena matter
05/21/20	J. Keville	0.30	250.50	Review draft clinical trial agreement
05/21/20	H. Levy-Biehl	0.90	661.50	Exchange emails re pending litigation and review status re same; call to M. Child re subpoena in Embassy Suites matter; exchange further emails with E. Tillman, K. Chapman re same
05/22/20	J. Keville	1.30	1,085.50	Review and analyze proposed clinical trial agreement
05/22/20	T. Keville	0.20	178.00	Analyze issues and formulate strategy regarding appropriate time for retention of clinical trial records
05/22/20	H. Levy-Biehl	0.10	73.50	Follow up with defense counsel re subpoena in Vasquez v. Embassy Suites case
05/23/20	J. Keville	0.40	334.00	Work on proposed revisions to draft clinical trial agreement
05/24/20	J. Keville	0.60	501.00	Make proposed revisions/comments to draft clinical trial agreement
05/26/20	J. Keville	0.20	167.00	Review H. Levy-Biehl comments/questions on revised clinical trial agreement

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000010
DWT Attorney: Hope Levy-Biehl



Invoice # 6731896
Page 4 of 6

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
05/26/20	H. Levy-Biehl	2.10	1,543.50	Review and analyze various pending litigation matters and exchange emails re same; review and evaluate corporation considerations for plan of liquidation; conference with M. Meltebeke re same; review Seton report to CDPH; review COVID study agreement for SFMC
05/27/20	J. Keville	2.30	1,920.50	Work on revisions to draft Clinical Study Agreement; e-mail exchange with H. Levy-Biehl regarding same
05/27/20	H. Levy-Biehl	1.90	1,396.50	Further review and revise Seton and SFMC COVID and research related contracts and exchange emails re same; analyze plan of dissolution considerations and participate in working call with Verity, Dentons team re same; review subpoena for records of MC; exchange emails with J. Chesley re trade name questions for SVMC
05/28/20	J. Keville	0.40	334.00	Review plasma contract addendum
05/28/20	H. Levy-Biehl	1.20	882.00	Telephone conference with E. Paul to review GC transition plan and work; further analyze options for plan of liquidation
05/29/20	J. Keville	1.00	835.00	Review and analyze proposed addendum to blood product contract
05/29/20	H. Levy-Biehl	2.50	1,837.50	Participate in call with E. Paul, labor counsel to review open matters and transition plan; telephone call with K. Chapman to review pending litigation matters; telephone call with P. Chadwick, R. Adcock to review various open items; review VMF/VMG term sheet and follow up internally and with counsel to VMG re same; review VMF/VMG dissolution term sheet and exchange emails re same
05/30/20	J. Keville	1.10	918.50	Review and analyze Vitalant blood services agreement, FDA policy on COVID-19 convalescent blood plasma
05/31/20	J. Keville	0.40	334.00	Review proposed new Vitalant agreement, COVID-19 plasma addendum
TOTAL		40.90	\$29,000.50	

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000010
DWT Attorney: Hope Levy-Biehl



Invoice # 6731896
Page 5 of 6

TIMEKEEPER SUMMARY			
<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
PARTNER			
Diaz, D.	0.60	\$885.00	\$531.00
Keville, J.	8.20	\$835.00	\$6,847.00
Keville, T.	0.20	\$890.00	\$178.00
Levy-Biehl, H.	22.20	\$735.00	\$16,317.00
Total for Partner	31.20		\$23,873.00
COUNSEL			
Allen, D.	4.30	\$535.00	\$2,300.50
Hoag, J.	0.20	\$550.00	\$110.00
Meltebeke, M.	3.00	\$550.00	\$1,650.00
Total for Counsel	7.50		\$4,060.50
ASSOCIATE			
Forsyth, C.	2.20	\$485.00	\$1,067.00
Total for Associate	2.20		\$1,067.00
TOTAL	40.90		\$29,000.50

TOTAL AMOUNT DUE THIS INVOICE	\$	26,100.45
--------------------------------------	-----------	------------------

To ensure proper credit to your account,
please include remittance with your payment.



REMITTANCE

Verity Health System
Elspeth Paul
601 S. Figueroa Street
Suite 4050
Los Angeles, CA 90017

June 11, 2020
Invoice #6731896

Matter Name: Business Operations
Firm Matter Number: 0115205.000010
DWT Attorney: Hope Levy-Biehl (hopelevybiehl@dwt.com)

Invoice for Fees and Costs

TOTAL AMOUNT DUE THIS INVOICE

\$26,100.45

To ensure proper credit to your account,
please include remittance with your payment.



Anchorage | Bellevue | Los Angeles | New York
Portland | San Francisco | Seattle | Washington, D.C.

920 Fifth Avenue
Suite 3300
Seattle, WA 98104-1610
T 206.622.3150
F 206.757.7700
Federal ID # 91-0839480
DWT.COM

Verity Health System
Elspeth Paul
601 S. Figueroa Street
Suite 4050
Los Angeles, CA 90017
elspethpaul@verity.org

June 11, 2020
Invoice #6731895

Matter Name: Litigation
Firm Matter Number: 0115205.000018
DWT Attorney: Hope Levy-Biehl (hopelevybiehl@dwt.com)

Invoice for Fees and Costs

Total Current Fees	1,249.50
Less Agreed Upon Discount	(124.95)
Total Current Costs	0.00

Total Amount Due This Invoice	\$ 1,124.55
--------------------------------------	--------------------

OUTSTANDING INVOICES FOR THIS MATTER AS OF: JUNE 11, 2020

<u>Invoice</u>	<u>Date</u>	<u>Original Amount</u>	<u>Payments/Credits</u>	<u>Last Payment</u>	<u>Amount Due</u>
6721262	04/30/20	2,205.00	0.00		2,205.00
Previous Balance Total					2,205.00
6731895 (This Invoice)	06/11/20	1,124.55			1,124.55
Total Due This Matter					\$3,329.55

To ensure proper credit to your account,
please include remittance with your payment.

Client Name: Verity Health System
Firm Matter Number: 0115205.000018
DWT Attorney: Hope Levy-Biehl



Invoice # 6731895
Page 2 of 3

PROFESSIONAL FEES RENDERED:

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>AMOUNT</u>	<u>NARRATIVE</u>
04/24/20	H. Levy-Biehl	0.30	220.50	Exchange emails re Bay Area v. Boss matter
04/28/20	H. Levy-Biehl	1.10	808.50	Review emails, information submitted in response to subpoena in BOSS v Boss matter; telephone call with S. Kahn re same
04/30/20	H. Levy-Biehl	0.10	73.50	Review emails re litigation and insurance coverage
05/01/20	H. Levy-Biehl	0.20	147.00	Exchange emails re mediation
TOTAL		1.70	\$1,249.50	

TIMEKEEPER SUMMARY			
<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
PARTNER			
Levy-Biehl, H.	1.70	\$735.00	\$1,249.50
Total for Partner	1.70		\$1,249.50
TOTAL	1.70		\$1,249.50

TOTAL AMOUNT DUE THIS INVOICE	\$	1,124.55
--------------------------------------	-----------	-----------------

To ensure proper credit to your account,
please include remittance with your payment.



REMITTANCE

Verity Health System
Elspeth Paul
601 S. Figueroa Street
Suite 4050
Los Angeles, CA 90017

June 11, 2020
Invoice #6731895

Matter Name: Litigation
Firm Matter Number: 0115205.000018
DWT Attorney: Hope Levy-Biehl (hopelevybiehl@dwt.com)

Invoice for Fees and Costs

TOTAL AMOUNT DUE THIS INVOICE

\$1,124.55

To ensure proper credit to your account,
please include remittance with your payment.