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UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
LOS ANGELES DIVISION

In re:
VERITY HEALTH SYSTEM OF
CALIFORNIA, INC., *et al.*,
Debtors and Debtors In Possession.

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

**STIPULATION FOR REJECTION OF
HOSPITAL SERVICES AGREEMENT WITH
CIGNA (ST. FRANCIS MEDICAL CENTER)**

(No Hearing Requested)

Debtors and Debtors In Possession.



1 This Stipulation, by and between Cigna HealthCare of California, Inc., and Cigna Health and
2 Life Insurance Company (jointly referred to as “Cigna”), and debtor St. Francis Medical Center
3 (“Hospital,” and together with Cigna, the “Parties”) is entered into based upon the following facts:

4 A. Hospital is one of the debtors in possession in the above-captioned Chapter 11 case
5 (“Chapter 11 Case”) commenced on August 31, 2018. The Chapter 11 Case is presently pending in
6 the United States Bankruptcy Court for the Central District of California (“Bankruptcy Court”) and
7 is being jointly administered with other Chapter 11 cases of affiliates of Hospital under Case No.
8 2:18-bk-20151-ER.

9 B. Hospital and Cigna are parties to that certain Hospital Services Agreement between
10 the Parties, effective May 1, 2017, including all amendments, addendums, exhibits, schedules, etc.
11 related thereto (“Agreement”). Pursuant to the Agreement, Hospital provided covered healthcare
12 services to eligible participants within the Cigna network.

13 C. On February 10, 2020, certain of the Debtors filed their *Notice of Motion and Motion*
14 *for the Entry of (I) An Order (I) Approving Form of Asset Purchase Agreement, et seq.* [Docket No.
15 4069] to sell to Prime Healthcare Services, Inc. (“Buyer”) substantially all of their assets, and to
16 assign certain executory contracts and unexpired leases identified by Buyer, pursuant to that certain
17 *Asset Purchase Agreement* dated as of April 3, 2020 (“APA”).¹

18 D. On April 9, 2020, the Court entered the *Order (A) Authorizing the Sale of Certain of*
19 *the Debtors’ Assets to Prime Healthcare Services, Inc. Pursuant to the APA Attached Hereto Free*
20 *and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) Approving the Assumption and*
21 *Assignment of Certain Assigned Contracts Related Thereto; and (C) Granting Related Relief*
22 [Docket No. 4511] (“Sale Order”).

23 E. On June 16, 2020, the Debtors filed the *Notice of Executory Contracts and Unexpired*
24 *Leases Designated by Prime Healthcare Services, Inc. for Assumption and Assignment, et seq.*
25 [Docket No. 4873] (the “Designation Notice”), identifying certain executory contracts and unexpired
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¹ As used in this Stipulation, the term “Closing Date” has the meaning set forth in the APA.

leases designated by Buyer for assumption and assignment. The Buyer has declined the assumption and assignment of the Agreement. *See* Designation Notice, at Exhibit A(1), Lines 447, 448.

F. Therefore, the Parties desire to stipulate to the effective date for rejection of the Agreement under Section 365(a) of the Bankruptcy Code and to further specify the deadline for Cigna to file a proof of claim arising from the rejection of the Agreement under Bankruptcy Rule 3002(c)(4).

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED AS FOLLOWS:

1. The Agreement shall be and is hereby deemed rejected pursuant to Section 365(a) of the Bankruptcy Code as of the Closing Date.

2. Upon request by Cigna from time to time, the Debtors will provide notice to Cigna of the anticipated Closing Date based on currently available information.

3. The last day for Cigna to file a claim, if any, arising from the rejection of the Agreement under Bankruptcy Rule 3002(c)(4) shall be the later of (i) thirty (30) days from the date of entry of the order approving this stipulation or (ii) thirty (30) days from the Closing Date, subject to extension with the prior written consent of Hospital.

4. The Bankruptcy Court shall retain jurisdiction over any dispute regarding the enforcement or implementation of this Stipulation.

Dated: July __, 2020

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Counsel to Cigna

Dated: July 6, 2020

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/s/ Shirley S. Cho
Henry C. Kevane
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Dated: July 6, 2020

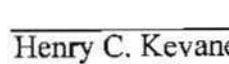
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PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
10100 Santa Monica Boulevard, 13th Floor, Los Angeles, California 90067

A true and correct copy of the foregoing document entitled (*specify*): **STIPULATION FOR REJECTION OF HOSPITAL SERVICES AGREEMENT WITH CIGNA (ST. FRANCIS MEDICAL CENTER)** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) **July 6, 2020**, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

☒ Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) **July 6, 2020**, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Jeffrey C. Wisler
Connolly Gallagher LLP
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Wilmington, DE 19801

☐ Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) **July 6, 2020**, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

☐ Service information continued on attached page

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

July 6, 2020 Myra Kulick

Date *Printed Name*

/s/ Myra Kulick

Signature

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

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