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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.

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

☒ 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.

Chapter 11 Cases

Judge: Hon. Ernest M. Robles

**BERKELEY RESEARCH GROUP, LLC'S  
FIRST SUPPLEMENTAL TWENTY-  
FOURTH MONTHLY, SIXTH INTERIM,  
AND FINAL FEE APPLICATION FOR  
ALLOWANCE AND PAYMENT OF  
INTERIM AND FINAL COMPENSATION  
AND REIMBURSEMENT OF EXPENSES  
FOR THE PERIOD AUGUST 31, 2018  
THROUGH SEPTEMBER 4, 2020**

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



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1. Berkeley Research Group, LLC (“BRG”) hereby submits a first supplemental application (the “Supplemental Application”)<sup>1</sup> to its Twenty-Fourth Monthly Fee Application (the “Monthly Fee Application”) for Allowance and Payment of Interim Compensation and Reimbursement of Expenses for the Period August 1, 2020 through September 4, 2020 (the “Monthly Fee Period”) and its Sixth Interim and Final Fee Application (the “Final Fee Application”) for Allowance and Payment of Interim and Final Compensation and Reimbursement of Expenses for the Period August 31, 2018 through September 4, 2020 (the “Final Fee Period”)<sup>2</sup> for work performed for the above-captioned debtors and debtors in possession (the “Debtors”). In support of the Supplemental Application, BRG respectfully represents as follows:

**RELIEF REQUESTED**

2. BRG has been retained and is currently serving as the Financial Advisor to the Debtors and effective as of August 15, 2019, Peter Chadwick has been retained and is serving as Chief Financial Officer to the Debtors.

3. On November 2, 2020, BRG filed the Monthly Fee Application [Docket No. 6193], and on November 3, 2020, BRG filed the Final Fee Application [Docket No. 6214]. BRG inadvertently omitted certain fees pertaining to the Monthly Fee Period (the “Additional Fees”), due to a billing system issue, from the Monthly Fee Application and the Final Fee Application.

4. BRG hereby applies to the Court for allowance and payment of interim and final compensation for the Additional Fees in the amount of \$30,685.00, representing 61.4 additional hours expended during the Monthly Fee Period.

5. Further, and for the avoidance of doubt, BRG hereby supplements and amends the Monthly Fee Application and the Final Fee Application and applies to the Court for allowance and payment of:

a) Interim compensation in the amount of \$1,137,415.50 for services rendered for and on behalf of the Debtors and reimbursement of actual and necessary costs and expenses in the

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Final Application.

<sup>2</sup> As noted in the Monthly Application and the Final Application, the Monthly Fee Period, the Sixth Interim Period, and the Final Fee Period include time spent after the Effective Date in preparation of additional monthly fee statements and the Final Fee Application.

1 amount of \$10,440.73 incurred in connection with the rendering of such services during the  
2 Monthly Fee Period (from August 1, 2020 through September 4, 2020), for a total award of  
3 \$1,147,856.23. The total fees represent 2,117.5 hours expended during the Monthly Fee Period.

4 b) Interim compensation in the amount of \$3,689,055.50 for services rendered for  
5 and on behalf of the Debtors and reimbursement of actual and necessary costs and expenses in the  
6 amount of \$87,060.28 incurred in connection with the rendering of such services during the period  
7 from May 1, 2020 through September 4, 2020 (the “Sixth Interim Period”), for a total award of  
8 \$3,776,115.78. The total fees represent 6,678.4 hours expended during the Sixth Interim Period.

9 c) Final compensation in the amount of \$22,935,294.14 for services rendered for  
10 and on behalf of the Debtors and reimbursement of actual and necessary costs and expenses in the  
11 amount of \$1,441,594.63 incurred in connection with the rendering of such services during the  
12 Final Fee Period, for a total award of \$24,376,888.77. The total fees represent 41,310.7 hours  
13 expended during the Final Fee Period.

14 6. Incorporated herein by reference are the Monthly Fee Application and Final Fee  
15 Application, inclusive of the statements regarding the background of the Debtors’ cases, BRG’s  
16 prior filings, the compensation structure, and the summary of services rendered by BRG.

17 **PROFESSIONAL FEES AND DISBURSEMENTS**

18 7. Attached as **Exhibit A** hereto are the updated schedules of professionals who  
19 rendered services to the Debtors during the Monthly Fee Period, Sixth Interim Period, and the Final  
20 Fee Period, including each person’s billing rate (discounted if necessary pursuant to the Retention  
21 Application) and the blended rate. Attached hereto as **Exhibit B** are the updated schedules of fees  
22 expended during the Monthly Fee Period, Sixth Interim Period, and the Final Fee Period by task  
23 code. Attached as **Exhibit C** are BRG’s detailed time descriptions for the Additional Fees, which  
24 describe the time spent by each BRG professional. The detailed time descriptions, summary  
25 schedules of expenses, and itemization and descriptions of expenses for the Monthly Fee Period,  
26 Sixth Interim Period, and Final Fee Period are incorporated herein by reference.

**NOTICE AND NO PRIOR APPLICATION**

8. A copy of this Application has been served on the Office of the United States Trustee, the Debtors, counsel to the Debtors, and counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in this case. Notice of the filing of this Application was served on the foregoing parties as well as any party who has requested special notice in these chapter 11 cases as of the date of the Notice. The Notice was mailed by first class mail, postage prepaid, on or about November 4, 2020.

9. This is BRG’s first supplemental twenty-fourth monthly, sixth interim, and final fee application pursuant to §§ 330 and §§ 331 for the allowance of fees and reimbursement of expenses in this case. Except as otherwise set forth herein, BRG has made no prior or other application to this or any other Court for the relief requested herein.

*[Remainder of this page left intentionally blank]*

**CONCLUSION**

**WHEREFORE**, BRG respectfully requests that the Court enter an order (a) granting on an interim basis, allowance of (i) fees in the amount of \$3,689,055.50 for professional services rendered to and on behalf of the Debtors during the Sixth Interim Period and (ii) reimbursement of \$87,060.28 for reasonable, actual and necessary expenses incurred during the Sixth Interim Period, (b) granting on a final basis, allowance of (i) fees in the amount of \$22,935,294.14 for professional services rendered to and on behalf of the Debtors during the Final Fee Period and (ii) reimbursement of \$1,441,594.63 for reasonable, actual and necessary expenses incurred during the Final Fee Period, (c) authorizing and directing the Debtors to immediately pay to BRG the amount of \$3,115,350.40 which is equal to the sum of BRG's allowed fees and expenses incurred during the Final Fee Period that remain unpaid, and (d) granting such other and further relief as the Court may deem just and proper pursuant to and in accordance with the terms of the Interim Compensation Order.

Dated: November 4, 2020

DENTONS US LLP

By /s/ Tania M. Moyron  
TANIA M. MOYRON

*Attorneys for the Chapter 11 Debtors and  
Debtors In Possession*

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# EXHIBIT A

**Berkeley Research Group, LLC**



**Exhibit A: Fees By Professional**

For the Period 8/1/2020 through 11/2/2020

Professional	Title	Billing Rate	Hours	Fees
A. Mittiga	Consultant	\$395.00	56.0	\$22,120.00
C. MacLavery	Senior Associate	\$315.00	208.3	\$65,614.50
D. Galfus	Managing Director	\$750.00	102.7	\$77,025.00
D. Winters	Consultant	\$415.00	221.1	\$91,756.50
J. Beirne	Director	\$595.00	2.7	\$1,606.50
J. Emerson	Director	\$590.00	368.6	\$217,474.00
J. Kiley	Director	\$595.00	199.6	\$118,762.00
J. Schlant	Associate Director	\$430.00	345.6	\$148,608.00
J. Tenenbaum	Associate Director	\$450.00	0.3	\$135.00
J. Vizzini	Managing Director	\$750.00	0.5	\$375.00
K. Hendry	Case Assistant	\$180.00	1.3	\$234.00
M. Haverkamp	Case Manager	\$250.00	47.3	\$11,825.00
M. Lee	Associate Director	\$450.00	1.3	\$585.00
N. Haslun	Managing Director	\$750.00	185.9	\$139,425.00
N. Lee	Associate	\$250.00	3.6	\$900.00
N. Vazza	Case Assistant	\$150.00	38.8	\$5,820.00
P. Chadwick	Managing Director	\$750.00	272.8	\$204,600.00
P. Osborne	Managing Director	\$500.00	61.1	\$30,550.00
<b>Total</b>			<b>2,117.5</b>	<b>\$1,137,415.50</b>
<b>Blended Rate</b>				<b>\$537.15</b>

Berkeley Research Group, LLC

Invoice for the 8/1/2020 - 11/2/2020 Period

**Berkeley Research Group, LLC**



**Exhibit A: Fees By Professional**

For the Period 5/1/20 through 11/2/2020

Professional	Title	Billing Rate	Hours	Fees
A. Mittiga	Consultant	\$395.00	358.4	\$141,568.00
C. Kearns	Managing Director	\$750.00	0.9	\$675.00
C. MacLavery	Senior Associate	\$315.00	770.3	\$242,644.50
D. Galfus	Managing Director	\$750.00	361.4	\$271,050.00
D. Winters	Consultant	\$415.00	314.1	\$130,351.50
J. Arruda	Director	\$595.00	9.0	\$5,355.00
J. Beirne	Director	\$595.00	114.5	\$68,127.50
J. Emerson	Director	\$590.00	1,142.1	\$673,839.00
J. Fisher	Associate	\$225.00	6.1	\$1,372.50
J. Huebner	Director	\$550.00	2.5	\$1,375.00
J. Kelliher	Managing Director	\$750.00	9.1	\$6,825.00
J. Kiley	Director	\$595.00	536.3	\$319,098.50
J. Schlant	Associate Director	\$430.00	950.4	\$408,672.00
J. Teisl	Director	\$550.00	0.6	\$330.00
J. Tenenbaum	Associate Director	\$450.00	6.3	\$2,835.00
J. Vizzini	Managing Director	\$750.00	0.7	\$525.00
K. Hendry	Case Assistant	\$180.00	1.3	\$234.00
K. Vance	Associate Director	\$450.00	0.5	\$225.00
M. Abernathy	Managing Director	\$750.00	2.1	\$1,575.00
M. Byrne	Associate Director	\$450.00	5.3	\$2,385.00
M. Haverkamp	Case Manager	\$250.00	70.8	\$17,700.00

Berkeley Research Group, LLC

Invoice for the 5/1/20 - 11/2/2020 Period



Professional	Title	Billing Rate	Hours	Fees
M. Lee	Associate Director	\$450.00	7.1	\$3,195.00
N. Haslun	Managing Director	\$750.00	833.7	\$625,275.00
N. Lee	Associate	\$250.00	12.0	\$3,000.00
N. Spontak	Consultant	\$265.00	19.0	\$5,035.00
N. Vazza	Case Assistant	\$150.00	89.2	\$13,380.00
P. Chadwick	Managing Director	\$750.00	862.2	\$646,650.00
P. Osborne	Managing Director	\$500.00	189.0	\$94,500.00
P. Pozzi	Consultant	\$340.00	0.3	\$102.00
T. Diduch	Consultant	\$255.00	2.2	\$561.00
T. Raines	Director	\$595.00	1.0	\$595.00
<b>Total</b>			<b>6,678.4</b>	<b>\$3,689,055.50</b>
<b>Blended Rate</b>				<b>\$552.39</b>

**Berkeley Research Group, LLC**



**Exhibit A: Fees By Professional**

For the Period 8/31/2018 through 11/2/2020

Professional	Title	Billing Rate	Hours	Fees
A. Amin	Associate	\$250.00	2.5	\$625.00
A. Asgeirsson	Associate Director	\$450.00	7.0	\$3,150.00
A. Ates	Managing Economist	\$405.00	0.7	\$283.50
A. Brilleman	Case Assistant	\$125.00	0.4	\$50.00
A. Dianderas	Senior Associate	\$315.00	65.1	\$20,506.50
A. Marigliano	Managing Consultant	\$375.00	63.9	\$23,962.50
A. Marigliano	Senior Managing Consultant	\$375.00	36.1	\$13,537.50
A. Mittiga	Consultant	\$395.00	2,812.3	\$1,110,858.50
A. Ney	Senior Associate	\$295.00	23.0	\$6,785.00
A. Ward	Managing Consultant	\$400.00	4.5	\$1,800.00
B. Park	Consultant	\$360.00	616.9	\$222,084.00
B. Park	Consultant	\$390.00	825.5	\$321,945.00
C. Barns	Senior Associate	\$415.00	89.4	\$37,101.00
C. Cable	Senior Managing Consultant	\$440.00	1.0	\$440.00
C. Giancaspro	Senior Associate	\$350.00	3.3	\$1,155.00
C. Kearns	Managing Director	\$750.00	450.8	\$338,100.00
C. Lettieri	Senior Associate	\$295.00	8.0	\$2,360.00
C. MacLavery	Senior Associate	\$315.00	2,498.3	\$786,964.50
D. Benson	Case Assistant	\$33.92	58.2	\$1,974.14
D. Chang	Associate	\$200.00	241.1	\$48,220.00
D. Chang	Associate	\$220.00	127.1	\$27,962.00

Berkeley Research Group, LLC

Invoice for the 8/31/2018 - 11/2/2020 Period

Professional	Title	Billing Rate	Hours	Fees
D. Galfus	Managing Director	\$750.00	3,900.4	\$2,925,300.00
D. Winters	Consultant	\$415.00	314.1	\$130,351.50
E. Lord	Case Assistant	\$125.00	1.0	\$125.00
F. Stevens	Managing Director	\$750.00	272.6	\$204,450.00
G. Koutouras	Managing Director	\$750.00	2.5	\$1,875.00
H. Lee	Senior Associate	\$350.00	3.8	\$1,330.00
H. Mendez	Case Assistant	\$150.00	111.2	\$16,680.00
H. Miller	Managing Director	\$700.00	27.4	\$19,180.00
H. Miller	Managing Director	\$750.00	39.1	\$29,325.00
J. Arruda	Director	\$595.00	16.0	\$9,520.00
J. Beirne	Director	\$595.00	114.5	\$68,127.50
J. Cangialosi	Senior Associate	\$275.00	96.0	\$26,400.00
J. DiPilato	Senior Managing Consultant	\$440.00	19.0	\$8,360.00
J. Dunn	Director	\$750.00	1.8	\$1,350.00
J. Eidelberg	Managing Consultant	\$350.00	79.3	\$27,755.00
J. Emerson	Associate Director	\$450.00	2,032.9	\$914,805.00
J. Emerson	Director	\$590.00	3,174.0	\$1,872,660.00
J. Fisher	Associate	\$225.00	234.7	\$52,807.50
J. Harris	Senior Managing Consultant	\$415.00	9.8	\$4,067.00
J. Huebner	Associate Director	\$450.00	47.3	\$21,285.00
J. Huebner	Director	\$550.00	311.9	\$171,545.00
J. Kelliher	Managing Director	\$750.00	15.6	\$11,700.00
J. Kiley	Director	\$595.00	2,520.4	\$1,499,638.00
J. Schlant	Consultant	\$365.00	904.2	\$330,033.00
J. Schlant	Managing Consultant	\$430.00	2,389.4	\$1,027,442.00

Berkeley Research Group, LLC

Invoice for the 8/31/2018 - 11/2/2020 Period

Professional	Title	Billing Rate	Hours	Fees
J. Schlant	Associate Director	\$430.00	2,020.4	\$868,772.00
J. Taber	Associate Director	\$450.00	105.3	\$47,385.00
J. Teisl	Director	\$550.00	0.6	\$330.00
J. Tenenbaum	Associate Director	\$450.00	13.6	\$6,120.00
J. Vizzini	Managing Director	\$740.00	499.6	\$369,704.00
J. Vizzini	Managing Director	\$750.00	1,094.9	\$821,175.00
J. Younts	Director	\$515.00	64.9	\$33,423.50
K. Beard	Consultant	\$390.00	940.3	\$366,717.00
K. Beard	Managing Consultant	\$430.00	151.1	\$64,973.00
K. Cho	Consultant	\$415.00	154.1	\$63,951.50
K. Hendry	Case Assistant	\$180.00	1.3	\$234.00
K. Ozuna	Case Assistant	\$150.00	6.1	\$915.00
K. Parker	Managing Consultant	\$375.00	3.6	\$1,350.00
K. Parker	Managing Consultant	\$385.00	8.5	\$3,272.50
K. Schneider	Director	\$450.00	33.0	\$14,850.00
K. Vance	Associate Director	\$450.00	0.5	\$225.00
L. Chang	Director	\$595.00	8.0	\$4,760.00
M. Abernathy	Managing Director	\$750.00	40.8	\$30,600.00
M. Byrne	Associate Director	\$450.00	12.9	\$5,805.00
M. DeSalvio	Senior Managing Consultant	\$365.00	2.3	\$839.50
M. DeSalvio	Senior Managing Consultant	\$395.00	2.7	\$1,066.50
M. Frost	Associate	\$235.00	94.0	\$22,090.00
M. Galfus	Case Assistant	\$125.00	7.4	\$925.00
M. Galfus	Associate	\$275.00	4.3	\$1,182.50
M. Hall	Senior Managing Consultant	\$430.00	35.5	\$15,265.00

Berkeley Research Group, LLC

Invoice for the 8/31/2018 - 11/2/2020 Period

Professional	Title	Billing Rate	Hours	Fees
M. Haverkamp	Case Assistant	\$195.00	93.8	\$18,291.00
M. Haverkamp	Case Assistant	\$205.00	96.9	\$19,864.50
M. Haverkamp	Case Manager	\$250.00	204.9	\$51,225.00
M. Lee	Associate Director	\$450.00	49.8	\$22,410.00
M. McKittrick	Associate Director	\$450.00	18.8	\$8,460.00
M. Moschel	Managing Consultant	\$385.00	1.1	\$423.50
M. Moschel	Managing Consultant	\$395.00	5.6	\$2,212.00
M. Moschel	Senior Managing Consultant	\$430.00	5.5	\$2,365.00
M. Tran	Associate Director	\$450.00	1.2	\$540.00
M. Yastrebova	Associate	\$275.00	3.6	\$990.00
N. Haslun	Managing Director	\$740.00	878.3	\$649,942.00
N. Haslun	Managing Director	\$750.00	4,010.9	\$3,008,175.00
N. Lee	Case Assistant	\$125.00	0.4	\$50.00
N. Lee	Associate	\$250.00	33.0	\$8,250.00
N. Spontak	Consultant	\$265.00	26.0	\$6,890.00
N. Vazza	Case Assistant	\$150.00	130.8	\$19,620.00
N. Zeien	Managing Consultant	\$340.00	0.5	\$170.00
P. Chadwick	Managing Director	\$750.00	4,914.0	\$3,685,500.00
P. Osborne	Managing Director	\$500.00	250.5	\$125,250.00
P. Pozzi	Senior Associate	\$290.00	15.9	\$4,611.00
P. Pozzi	Consultant	\$340.00	308.6	\$104,924.00
Q. Liu	Senior Managing Consultant	\$450.00	5.9	\$2,655.00
R. Muruganandam	Case Assistant	\$125.00	9.1	\$1,137.50
R. Robinson	Managing Consultant	\$355.00	0.5	\$177.50
R. Toa	Case Assistant	\$125.00	8.0	\$1,000.00

Berkeley Research Group, LLC

Invoice for the 8/31/2018 - 11/2/2020 Period

Professional	Title	Billing Rate	Hours	Fees
R. Wright	Managing Director	\$740.00	5.1	\$3,774.00
S. Lange	Associate	\$250.00	7.8	\$1,950.00
S. Myrttil	Senior Associate	\$275.00	142.0	\$39,050.00
S. Santos	Associate	\$285.00	35.7	\$10,174.50
S. Santos	Senior Associate	\$285.00	12.5	\$3,562.50
S. Spector	Case Assistant	\$150.00	5.8	\$870.00
T. Diduch	Consultant	\$255.00	9.2	\$2,346.00
T. Konitzer	Associate	\$240.00	29.6	\$7,104.00
T. Konitzer	Associate	\$255.00	104.3	\$26,596.50
T. Raines	Director	\$595.00	1.0	\$595.00
W. Epstein	Managing Director	\$750.00	2.0	\$1,500.00
Z. Loubert	Senior Associate	\$305.00	2.4	\$732.00
<b>Total</b>			<b>41,310.7</b>	<b>\$22,935,294.14</b>
<b>Blended Rate</b>				<b>\$555.19</b>

# EXHIBIT B

**Berkeley Research Group, LLC**



**Exhibit B: Fees By Task Code**

For the Period 8/1/2020 through 11/2/2020

Task Code	Hours	Fees
01. Asset Acquisition/Disposition	281.7	\$170,035.50
05. Professional Retention/Fee Application Preparation	121.7	\$38,852.00
06. Attend Hearings/Related Activities	8.8	\$6,056.00
07. Interaction/Meetings with Debtors/Counsel	28.9	\$20,760.50
08. Interaction/Meetings with Creditors	3.4	\$2,390.00
09. Employee Issues/KEIP	39.4	\$25,966.00
10. Recovery/SubCon/Lien Analysis	144.3	\$71,598.00
11. Claim Analysis/Accounting	158.4	\$86,255.00
14. Executory Contracts/Leases	177.2	\$94,856.50
18. Operating and Other Reports	47.6	\$29,871.00
19. Cash Flow/Cash Management Liquidity	185.6	\$85,095.50
22. Preference/Avoidance Actions	11.2	\$6,208.00
23. CFO Services	73.1	\$54,825.00
26. Tax Issues	56.6	\$27,294.50
27. Plan of Reorganization/Disclosure Statement	156.8	\$93,149.50
31. Planning	4.3	\$2,930.50
36. Operation Management	449.3	\$232,562.50
37. Vendor Management	105.3	\$56,539.50
38. COVID-19 Response	63.9	\$32,170.00

Berkeley Research Group, LLC

Invoice for the 8/1/2020 - 11/2/2020 Period



Task Code	Hours	Fees
Total	2,117.5	\$1,137,415.50
Blended Rate		\$537.15

**Berkeley Research Group, LLC**



**Exhibit B: Fees By Task Code**

For the Period 5/1/2020 through 11/2/2020

Task Code	Hours	Fees
01. Asset Acquisition/Disposition	986.0	\$581,346.50
05. Professional Retention/Fee Application Preparation	206.1	\$60,162.00
06. Attend Hearings/Related Activities	16.3	\$11,681.00
07. Interaction/Meetings with Debtors/Counsel	213.4	\$153,042.50
08. Interaction/Meetings with Creditors	42.2	\$24,834.00
09. Employee Issues/KEIP	217.1	\$130,936.00
10. Recovery/SubCon/Lien Analysis	394.0	\$195,402.50
11. Claim Analysis/Accounting	618.4	\$336,986.50
14. Executory Contracts/Leases	666.1	\$353,525.50
17. Analysis of Historical Results	2.8	\$700.00
18. Operating and Other Reports	122.9	\$61,479.00
19. Cash Flow/Cash Management Liquidity	524.6	\$256,272.00
22. Preference/Avoidance Actions	11.2	\$6,208.00
23. CFO Services	106.8	\$80,100.00
26. Tax Issues	142.8	\$71,120.50
27. Plan of Reorganization/Disclosure Statement	284.0	\$179,653.50
31. Planning	5.4	\$3,755.50
32. Document Review	2.2	\$1,228.00
36. Operation Management	1,430.0	\$805,331.50

Berkeley Research Group, LLC

Invoice for the 5/1/2020 - 11/2/2020 Period

Task Code	Hours	Fees
37. Vendor Management	359.7	\$204,465.00
38. COVID-19 Response	315.4	\$166,401.50
40. Business Transaction Investigation	11.0	\$4,424.50
<b>Total</b>	<b>6,678.4</b>	<b>\$3,689,055.50</b>
<b>Blended Rate</b>		<b>\$552.39</b>

**Berkeley Research Group, LLC**



**Exhibit B: Fees By Task Code**

For the Period 8/31/2018 through 11/2/2020

Task Code	Hours	Fees
01. Asset Acquisition/Disposition	6,920.8	\$4,023,598.50
02. Case Administration	341.7	\$129,784.50
04. DIP Financing	876.5	\$447,417.50
05. Professional Retention/Fee Application Preparation	841.4	\$235,905.64
06. Attend Hearings/Related Activities	130.4	\$95,349.50
07. Interaction/Meetings with Debtors/Counsel	1,811.9	\$1,178,945.50
08. Interaction/Meetings with Creditors	815.6	\$465,267.00
09. Employee Issues/KEIP	1,102.1	\$673,745.50
10. Recovery/SubCon/Lien Analysis	1,796.1	\$924,343.00
11. Claim Analysis/Accounting	3,624.9	\$1,726,448.00
12. Statements and Schedules	572.9	\$319,520.50
13. Intercompany Transactions/Balances	123.7	\$59,506.50
14. Executory Contracts/Leases	4,045.9	\$2,266,447.50
17. Analysis of Historical Results	105.2	\$65,022.00
18. Operating and Other Reports	1,077.9	\$610,802.50
19. Cash Flow/Cash Management Liquidity	3,482.4	\$1,894,678.50
20. Projections/Business Plan/Other	25.3	\$16,936.00
21. Reclamation/503(b)(9)	74.5	\$33,767.00
22. Preference/Avoidance Actions	63.5	\$34,183.50

Berkeley Research Group, LLC

Invoice for the 8/31/2018 - 11/2/2020 Period

Task Code	Hours	Fees
23. CFO Services	630.5	\$472,875.00
25. Litigation	11.3	\$8,475.00
26. Tax Issues	312.5	\$172,669.50
27. Plan of Reorganization/Disclosure Statement	891.4	\$599,881.00
28. Valuation Analysis	2.6	\$993.00
31. Planning	332.2	\$230,798.50
32. Document Review	90.7	\$36,211.00
35. Employee Management/Retention	63.9	\$44,158.00
36. Operation Management	6,992.8	\$4,030,758.00
37. Vendor Management	2,809.3	\$1,519,051.50
38. COVID-19 Response	580.4	\$303,442.00
40. Business Transaction Investigation	760.4	\$314,313.00
<b>Total</b>	<b>41,310.7</b>	<b>\$22,935,294.14</b>
<b>Blended Rate</b>		<b>\$555.19</b>

# EXHIBIT C

**Berkeley Research Group, LLC**



**Exhibit C: Time Detail**

For the Period 8/1/2020 through 9/4/2020

Date	Professional	Hours	Description
<b>38. COVID-19 Response</b>			
8/3/2020	P. Osborne	2.9	Prepared FEMA application for SMC.
8/4/2020	P. Osborne	2.9	Drafted supply and non labor cost report.
8/4/2020	P. Osborne	2.5	Edited supply and non labor cost report.
8/4/2020	P. Osborne	2.1	Continued drafting supply and non labor cost report.
8/4/2020	J. Tenenbaum	0.3	Drafted project application for Seton Health Center.
8/4/2020	P. Osborne	0.1	Analyzed labor costs for FEMA RPA.
8/5/2020	P. Osborne	2.9	Entered data in FEMA portal.
8/5/2020	P. Osborne	1.4	Continued entering data in FEMA portal.
8/6/2020	P. Osborne	2.9	Compiled FEMA expense data.
8/7/2020	P. Osborne	2.3	Edited expenses for FEMA reporting.
8/7/2020	P. Osborne	1.7	Continued editing expenses for FEMA reporting.
8/10/2020	P. Osborne	2.1	Analyzed FEMA cost data.
8/11/2020	P. Osborne	2.6	Input data to FEMA portal.
8/11/2020	P. Osborne	1.4	Continued to input data to FEMA portal.
8/12/2020	P. Osborne	2.8	Reviewed lost revenue for CARES Act.
8/12/2020	P. Osborne	1.0	Applied for ASPR funding for CARES Act.
8/12/2020	P. Osborne	0.7	Continued to review lost revenue for CARES Act.
8/13/2020	P. Osborne	2.0	Input data to FEMA portal.
8/14/2020	P. Osborne	2.9	Analyzed FEMA cost data.
8/17/2020	P. Osborne	2.1	Prepared FEMA cost analytics.

Berkeley Research Group, LLC

Invoice for the 8/1/2020 - 9/4/2020 Period

Date	Professional	Hours	Description
<b>38. COVID-19 Response</b>			
8/18/2020	P. Osborne	2.0	Reviewed FEMA cost analytics.
8/19/2020	P. Osborne	2.5	Worked with T. Conner (Verity) on CARES Act submission.
8/20/2020	P. Osborne	2.9	Worked on FEMA cost analytics.
8/20/2020	P. Osborne	0.6	Updated tracking document for T. Pasion.
8/21/2020	P. Osborne	2.9	Entered updated FEMA data for SFMC.
8/21/2020	P. Osborne	2.6	Continued updating FEMA data for SFMC.
8/24/2020	P. Osborne	2.9	Input data to FEMA portal.
8/25/2020	P. Osborne	2.0	Analyzed cost data for FEMA.
8/26/2020	P. Osborne	0.3	Analyzed FEMA cost data.
8/27/2020	P. Osborne	2.1	Uploaded files to FEMA portal.
8/28/2020	P. Osborne	1.0	Discussed FEMA documents with M. Steinberger.
<b>Task Code Total Hours</b>		<b>61.4</b>	
<b>Total Hours</b>		<b>61.4</b>	