

In re:
Verity Health System of California, Inc.
Debtor(s)

Case No. 18-20151-ER
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0973-2
Date Rcvd: Nov 18, 2020

User: admin
Form ID: pdf042

Page 1 of 26
Total Noticed: 7

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
#	Addresses marked '#' were identified by the USPS National Change of Address system as requiring an update. While the notice was still deliverable, the notice recipient was advised to update its address with the court immediately.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Nov 20, 2020:

Recip ID	Recipient Name and Address
db	#+ Verity Health System of California, Inc., 2040 E. Mariposa Avenue, El Segundo, CA 90245-5027
aty	+ Anna Kordas, Jones Day, 250 Vesey Street, New York, NY 10281-1052
aty	+ Brigitte G McGrath, ASK LLP, 2600 Eagan Woods Drive, Suite 400, St Paul, MN 55121-1169
aty	Claude D Montgomery, Dentons US LLP, 1221 Avenue of the Americas, New York, NY 10020-1001
aty	+ Nicholas C Brown, ASK LLP, 2600 Eagan Woods Drive, Suite 400, St Paul, MN 55121-1169
aty	+ Patrick Maxcy, Dentons US LLP, 233 S Wacker Dr Ste 5900, Chicago, IL 60606-6404
aty	+ Sam J Alberts, DENTONS US LLP, 1900 K Street NW, Washington, DC 20006-1110

TOTAL: 7

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Nov 20, 2020

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on November 18, 2020 at the address(es) listed below:

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District/off: 0973-2

User: admin

Page 2 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

User: admin

Page 3 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

User: admin

Page 4 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

User: admin

Page 5 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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District/off: 0973-2

User: admin

Page 6 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

User: admin

Page 7 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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District/off: 0973-2

User: admin

Page 8 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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District/off: 0973-2

User: admin

Page 9 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

User: admin

Page 10 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

User: admin

Page 11 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

User: admin

Page 12 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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District/off: 0973-2

User: admin

Page 13 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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District/off: 0973-2

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Page 14 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

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Page 15 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

User: admin

Page 16 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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District/off: 0973-2

User: admin

Page 17 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

User: admin

Page 18 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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District/off: 0973-2

User: admin

Page 19 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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District/off: 0973-2

User: admin

Page 20 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

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Page 21 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

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Page 22 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

Total Noticed: 7

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District/off: 0973-2

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Page 23 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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Page 24 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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District/off: 0973-2

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Page 25 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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Page 26 of 26

Date Rcvd: Nov 18, 2020

Form ID: pdf042

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

In re

VERITY HEALTH SYSTEM OF
CALIFORNIA, INC., *et al.*,

Debtors and Debtors In Possession.

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

Debtors and Debtors In Possession.

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

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

Hon. Judge Ernest M. Robles

**ORDER GRANTING DEBTORS' NINTH OMNIBUS
MOTION TO REJECT, PURSUANT TO 11 U.S.C. §
365(A), CERTAIN TRANSITION EXECUTORY
CONTRACTS AND UNEXPIRED LEASES**

[RELATED DOCKET NO. 6037, 6102, 6103, 6134]

Hearing:

Date: October 7, 2020

Time: 10:00 a.m.

Place: Courtroom 1568

Roybal Federal Building
255 East Temple Street
Los Angeles, CA 90012

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This matter came before the Court on the *Debtors' Ninth Omnibus Motion to Reject, Pursuant to 11 U.S.C. § 365(a), Certain Transition Executory Contracts and Unexpired Leases* [Docket No. 6037] (the "Motion")¹ filed by Verity Health System Of California, Inc. ("VHS") and the above-referenced affiliated post-effective date debtors in the above captioned chapter 11 bankruptcy cases (collectively, the "Debtors") for the entry of an order, pursuant to 11 U.S.C. § 365(a), authorizing the Debtors to reject the contracts and leases listed on Exhibit "A" to the Motion and all ancillary documents thereto, including exhibits, schedules, attachments and amendments (collectively, the "Agreements"), to which Seton Medical Center ("Seton"), St. Francis Medical Center ("SFMC"), St. Vincent Medical Center ("SVMC"), or VHS, as applicable, are a party.

The Court, having review the Motion and the accompanying Declaration of Richard G. Adcock; the *Response and Reservation of Rights of Infor (US), Inc. to the Debtors' Ninth Omnibus Motion to Reject, Pursuant to 11 U.S.C. § 365(a), Certain Transition Executory Contracts and Unexpired Leases* [Dkt. No. 6037] [Docket No. 6102] (the "Infor Objection") filed by Infor (US), Inc. ("Infor"), the *Limited Objection of Cerner Corporation to Debtors' Ninth Omnibus Motion to Reject, Pursuant to 11 U.S.C. § 365(a), Certain Transition Executory Contracts and Unexpired Leases*; [Dkt. No. 6037] [Docket No. 6103] (the "Cerner Objection") filed by Cerner Corporation, on behalf of itself and its affiliates (collectively, "Cerner"), and the informal objection (the "Equinix Objection") asserted by Equinix LLC ("Equinix"); the *Debtors' Omnibus Reply in Support of Ninth and Tenth Omnibus Motions to Reject, Pursuant to 11 U.S.C. § 365(a), Certain Transition Executory Contracts and Unexpired Leases* [Docket No. 6134] (the "Reply"); and the statements, arguments, and representations of the parties made at the hearing on the Motion; the entire record of these cases; for the reasons set forth in the Court's tentative ruling issued on October 6, 2020, which the Court adopts as its final ruling and incorporates herein by this reference, except as otherwise set forth herein; any objections to the Motion having been

¹ Capitalized terms not otherwise defined herein have the definitions set forth in the Motion.

1 withdrawn, continued, overruled, or settled as set forth herein; and after due deliberation and
2 sufficient good cause appearing therefor:

3 IT IS HEREBY ORDERED as follows:

4 1. The Motion is GRANTED in its entirety, except as otherwise set forth herein.

5 2. Except as otherwise set forth herein, each of the Agreements listed on Exhibit "A"
6 to the Motion (the "Rejected Agreements") is deemed rejected pursuant to § 365(a) as of October
7 30, 2020.

8 3. The Infor Objection shall be resolved as follows:

9 With respect to the Master Software License Agreement (as
10 amended, the "MSLA") by and between VHS, as licensee, and
11 Infor, as licensor, the Rejection Date shall be December 31, 2020,
12 or such other date as may be agreed by the parties. VHS or its
13 successor, as applicable, shall cause an officer or other authorized
14 representative to certify in writing to Infor by no later than
15 December 31, 2020, or such other date as may be agreed by the
16 parties, that all copies of the Infor Software and other Confidential
17 Information (each, as defined in the MSLA) (i) have been deleted
18 and removed from any computer systems and storage devices under
19 the control of VHS or its successor; (ii) are no longer in use by the
20 Debtors; and (iii) either have been returned to Infor or destroyed.

21 4. The Cerner Objection shall be resolved as follows:

22 a. That certain agreement dated March 27, 2002, as amended, by and between
23 VHS and Cerner Health Services, Inc., and, for the sake of clarity, including those
24 agreements/amendments between Cerner and St. Vincent Medical Center, Saint Francis, and
25 Seton Medical Center respectively (the "Cerner Agreement") shall be rejected as of the Rejection
26 Date. The Debtors shall pay all outstanding post-petition invoices for services through the
27 Rejection Date and actually provided by Cerner to the Debtors under the Cerner Agreement no
28 later than November 30, 2020.

b. The Debtor or its successor, as applicable, shall cause an officer or other
authorized representative to certify in writing to Cerner by no later than December 31, 2020, or
such other date as may be agreed by the parties, that all copies of the Cerner software subject to
the Cerner Agreement (i) ~~has~~ have been deleted and removed from any computer systems and

1 storage devices under the control of VHS or its successor; (ii) are no longer in use by the Debtors;
2 and (iii) either have been returned to Cerner or destroyed. The Debtors shall not, without the
3 prior written consent of Cerner, as applicable, transfer or assign the Debtors' rights under the
4 Cerner Agreement.

5 c. Within seven (7) days of the entry of this Order, the Debtors and Cerner
6 shall file a stipulation dismissing the adversary proceeding captioned *Verity Health System of*
7 *California, Inc. v. Cerner Health Services Inc.*, Adv. Proc. No. 2:20-ap-01238-ER, pursuant to
8 FED. R. CIV. P. 41(a)(1)(A)(ii).

9 5. The Equinix Objection shall be resolved as follows:

10 Any and all master services agreements, master country
11 agreements, global terms and conditions or similar governing
12 agreement between Equinix LLC and the Debtors, and any
13 individual orders relating to such agreements shall be rejected as of
14 the Rejection Date. Further, any property owned or leased by the
Debtors located at any of Equinix's data centers is deemed
abandoned as of the Rejection Date.

15 6. The last day for each counterparty to a Rejected Agreement to file a claim arising
16 from the rejection of such agreement under Bankruptcy Rule 3002(c)(4) shall be 60 days
17 subsequent to the rejection date applicable to such Rejected Agreement (the "Rule 3002(c)(4)
18 Claims Bar Date"). The Debtors shall provide notice of the Rule 3002(c)(4) Claims Bar Date by
19 service of this Order so that it is actually received by each counterparty to a Rejected Agreement
20 no later than November 20, 2020. The Debtors shall file a proof of service of such notice by no
21 later than November 27, 2020.

22 7. Any lessor of equipment under a Rejected Agreement (that is not subject to a new
23 or restated lease with the applicable hospital buyer) shall (a) in the case of equipment leased to
24 SFMC, contact Terri Pasion (Terripasion@verity.org), or (b) in the case of equipment leased to
25 Seton, contact Mark Feltt (MarkFeltt@verity.org), to make arrangements to retrieve its leased
26 equipment by no later than December 4, 2020 (the "Retrieval Deadline"). The Debtors shall
27 provide notice of the Retrieval Deadline by service of this Order so that it is actually received by
28

1 the equipment lessors by no later than November 20, 2020. The Debtors shall file a proof of
2 service of such notice by no later than November 27, 2020. Any leased equipment that is not
3 retrieved by the Retrieval Deadline shall be deemed abandoned to the estates.

4 8. The Court shall retain jurisdiction to hear and determine all matters arising from or
5 relating to this Order.

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7 **IT IS SO ORDERED.**

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Date: November 18, 2020



Ernest M. Robles
United States Bankruptcy Judge