Cas	e 2:18-bk-20172-ER Doc 11 Filed 10' Main Document	15/10 Entered 10/15/10 10:12 Docket #0011 Date Filed: 10/15/2018 Page 1 of 39
1 2 3 4 5 6	SAMUEL R. MAIZEL (Bar No. 189301) samuel.maizel@dentons.com TANIA M. MOYRON (Bar No. 235736) tania.moyron@dentons.com DENTONS US LLP 601 South Figueroa Street, Suite 2500 Los Angeles, California 90017-5704 Tel: (213) 623-9300 / Fax: (213) 623-9924 Proposed Attorneys for the Chapter 11 Debto Debtors In Possession	ors and
7	UNITED STA	TES BANKRUPTCY COURT
8		CALIFORNIA - LOS ANGELES DIVISION
9	In re	Lead Case No. 2:18-bk-20151-ER
10	VERITY HEALTH SYSTEM OF	Jointly Administered With:
11	CALIFORNIA, INC., et al.,	Case No. 2:18-bk-20162-ER Case No. 2:18-bk-20163-ER
12	Debtors and Debtors In Possession.	Case No. 2:18-bk-20164-ER Case No. 2:18-bk-20165-ER
13	□ Affects All Debtors	Case No. 2:18-bk-20167-ER Case No. 2:18-bk-20168-ER
	□ Affects Verity Health System of California, Inc.	Case No. 2:18-bk-20169-ER
14	□ Affects O'Connor Hospital	Case No. 2:18-bk-20171-ER Case No. 2:18-bk-20172-ER
15	□ Affects Saint Louise Regional Hospital □ Affects St. Francis Medical Center	Case No. 2:18-bk-20173-ER Case No. 2:18-bk-20175-ER
16	□ Affects St. Vincent Medical Center □ Affects Seton Medical Center	Case No. 2:18-bk-20176-ER Case No. 2:18-bk-20178-ER
17	□ Affects O'Connor Hospital Foundation ☑ Affects Saint Louise Regional Hospital	Case No. 2:18-bk-20179-ER Case No. 2:18-bk-20180-ER
18	Foundation	Case No. 2:18-bk-20181-ER
19	Lynwood Foundation	Chapter 11
20	□ Affects St. Vincent Foundation □ Affects St. Vincent Dialysis Center, Inc.	Hon. Judge Ernest M. Robles
21	□ Affects Seton Medical Center Foundation □ Affects Verity Business Services □ Affects Verity Medical Foundation	GENERAL GLOBAL NOTES AND
22	□ Affects Verity Medical Foundation □ Affects Verity Holdings, LLC	STATEMENT OF LIMITATIONS, METHODOLOGY AND DISCLAIMERS
23	□ Affects De Paul Ventures, LLC □ Affects De Paul Ventures - San Jose	<b>REGARDING THE DEBTORS' SCHEDULES OF ASSETS AND LIABILITIES AND</b>
24	Dialysis, LLC	STATEMENTS OF FINANCIAL AFFAIRS
25	Debtors and Debtors In Possession.	
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### Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 2 of 39

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I.

# GENERAL GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY AND DISCLAIMERS REGARDING THE DEBTORS' SCHEDULES OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS

On August 31, 2018 (the "<u>Petition Date</u>"), Verity Health System Of California, Inc. ("<u>VHS</u>") and the above-referenced affiliated debtors (collectively, the "<u>Debtors</u>"), the debtors and debtors in possession in the above-captioned chapter 11 bankruptcy cases (collectively, the "<u>Cases</u>"), each filed a voluntary case under chapter 11 of title 11, United States Code (the "<u>Bankruptcy Code</u>"). The Debtors continue to operate their businesses and manage their properties as debtors and debtors in possession, pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code. The Debtors' Cases are being jointly administered under lead case number 18-20151-ER in the United States Bankruptcy Court for the Central District of California, Los Angeles Division (the "<u>Bankruptcy Court</u>").

The Schedules of Assets and Liabilities and Statements of Financial Affairs (the "<u>Schedules and SOFAs</u>") filed by the Debtors in the Bankruptcy Court were prepared pursuant to \$ 521 of the Bankruptcy Code and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the "<u>Bankruptcy Rules</u>") by management of the Debtors with unaudited information available as of the Petition Date. The Schedules and SOFAs do not purport to represent financial statements prepared in accordance with generally accepted accounting principles in the United States ("<u>GAAP</u>") and they are not intended to be fully reconciled to the Debtors' financial statements.

The Schedules and SOFAs have been signed by an authorized representative of each of the Debtors. In reviewing and signing the Schedules and SOFAs, these representatives relied upon the efforts, statements and representations of the Debtors' other personnel and professionals. These authorized representatives have not (and could not have) personally verified the accuracy of each such statement and representation, including, for example, statements and representations concerning amounts owed to creditors and their addresses.

26 These General Global Notes and Statement of Limitations, Methodology and Disclaimer
27 Regarding Debtors' Schedules and SOFAs (the "<u>General Notes</u>") are incorporated by reference in,

# Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 3 of 39

and comprise an integral part of, each of the Debtors' Schedules and SOFAs, and should be
 referred to and reviewed in connection with any review of the Schedules and SOFAs.

# II.

## **GENERAL NOTES**

1. <u>Reservation of Rights</u>. The Debtors' chapter 11 cases are large and complex. Although management of the Debtors have made every reasonable effort to ensure that the Schedules and SOFAs are as accurate and complete as possible, based on the information that was available to them at the time of preparation, subsequent information or discovery may result in material changes to these Schedules and SOFAs, and inadvertent errors or omissions may have occurred. Because the Schedules and SOFAs contain unaudited information, which is subject to further review, verification, and potential adjustment, these Schedules and SOFAs may be inaccurate and/or incomplete.

13 2. No Waiver. Nothing contained in the Schedules and SOFAs or these General 14 Notes shall constitute an admission or a waiver of any of the Debtors' rights to assert any claims 15 or defenses. For the avoidance of doubt, listing a claim on Schedule D as "secured," on Schedule 16 E/F as "priority," on Schedule E/F as "unsecured nonpriority," or listing a contract or lease on 17 Schedule G as "executory" or "unexpired," does not constitute an admission by the Debtors of the 18 legal rights of the claimant, or a waiver of the Debtors' right to recharacterize or reclassify such 19 claim or contract. Failure to designate a claim on a given Debtor's Schedules as "disputed," 20 "contingent," or "unliquidated" does not constitute an admission by the Debtor that such amount is 21 not "disputed," "contingent" or "unliquidated."

3. <u>Reporting Date</u>. All asset and liability information, except where otherwise noted,
is provided as of the Petition Date.

4. <u>Confidentiality</u>. Specific disclosure of certain claims, names, addresses or amounts
may be subject to certain disclosure restrictions contained in the Health Insurance Portability and
Accountability Act of 1996 ("HIPAA"), or otherwise, and in any event, are of a particularly
personal and private nature. To the extent the Debtors believe a claim, name, address or amount
falls under the purview of HIPAA or includes information that is personal or private in nature,

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#### Case 2:18-bk-20172-ER Filed 10/15/18 Entered 10/15/18 18:13:42 Doc 11 Desc Main Document Page 4 of 39

such claims, name, address or amount (as applicable) is not included in these Schedules and 1 2 SOFAs.

3 5. Estimates and Assumptions. The preparation of the Schedules and SOFAs required the Debtors to make estimates and assumptions that affected the reported amounts of 4 5 assets and liabilities, the disclosure of contingent assets and liabilities and the reported amounts of revenue and expense. Actual results could differ materially from these estimates. 6

7 6. Asset Presentation and Valuation. The Debtors do not have current market 8 valuations for all of their assets. It would be prohibitively expensive, unduly burdensome and an 9 inefficient use of estate assets, for the Debtors to obtain current market valuations for all of their 10 assets. Wherever possible, unless otherwise indicated, net book values and fair market value as of the Petition Date are presented. When necessary, the Debtors have indicated that the value of certain assets is "Unknown" or "Undetermined." Amounts ultimately realized may vary from 12 13 whatever value was ascribed and such variance may be material. Accordingly, the Debtors reserve 14 all of their rights to amend, supplement, or adjust the value of each asset set forth herein.

15 7. *Liabilities.* Certain of the liabilities are scheduled unknown, contingent and/or 16 unliquidated at this time. Accordingly, the Schedules and the SOFAs do not accurately reflect the aggregate amount of the Debtors' total liabilities. 17

18 8. Accounts Payable and Disbursements System. The financial affairs and business 19 of the Debtors are complex. The Debtors use a centralized cash management system to (a) collect 20 and transfer funds from numerous sources and accounts, (b) disburse funds to satisfy obligations 21 arising from the daily operation of their business, (c) invest funds pursuant to the Debtors' 22 investment guidelines, and (d) make payments on behalf of each other and their nondebtor 23 subsidiaries and affiliates through cash accounts in the cash management system. Generally, these 24 payments will result in an intercompany balance on the Debtors' books and records.

9. 25 Intercompany Transactions. Prior to the Petition Date (and subsequent to the 26 Petition Date pursuant to Bankruptcy Court approval), the Debtors routinely engaged (and 27 continue to engage) in intercompany transactions with both Debtor and nondebtor subsidiaries and 28 affiliates. The respective intercompany accounts payable and receivable as of the Petition Date, if

# Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 5 of 39

any, are reflected in the respective Debtor entities' Schedules and SOFAs, as discussed in Note 7.
 The Debtors each reserve all rights with respect to claims against and debts owed to other Debtors.

10. <u>Recharacterization</u>. The Debtors have made reasonable efforts to characterize,
classify, categorize or designate the claims, assets, executory contracts, unexpired leases and other
items reported in the Schedules and SOFAs correctly. Due to the complexity and size of the
Debtors' business, however, the Debtors may have improperly characterized, classified,
categorized or designated certain items. Further, the designation of a category is not meant to be
wholly inclusive or descriptive of the rights or obligations represented by such item.

9 11. *Claim Description.* Any failure to designate a claim on the Debtors' Schedules and SOFAs as "contingent," "unliquidated" or "disputed" does not constitute an admission by the 10 Debtors that such claim is not "contingent," "unliquidated" or "disputed." The Debtors reserve all 11 of their rights to dispute, or to assert offsets or defenses to, any claim reflected on the Schedules 12 13 and SOFAs as to amount, liability, priority, secured or unsecured status, classification or any other 14 grounds or to otherwise subsequently designate any claim as "contingent," "unliquidated" or 15 "disputed." The Debtors reserve all of their rights to amend their Schedules and SOFAs as 16 necessary and appropriate, including, but not limited to, with respect to claim description and 17 designation.

18 12. <u>Undetermined or Unknown Amounts</u>. The description of an amount as
19 "Undetermined" or "Unknown" is not intended to reflect upon the materiality of such amount.
20 Certain amounts may be clarified over the period of the bankruptcy proceedings and certain
21 amounts may depend on contractual obligations to be assumed or rejected as part of a sale in a
22 bankruptcy proceeding under § 363 of the Bankruptcy Code.

13. <u>Bankruptcy Court First-Day Orders</u>. The Bankruptcy Court has entered certain
orders (the "<u>Orders</u>") authorizing the Debtors to pay various outstanding prepetition claims,
including, but not limited to, payments relating to employee compensation, benefits, and
reimbursable business expenses and critical vendors. In general, claims paid pursuant to the
Orders are not reflected in the Schedules and SOFAs.

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# Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 6 of 39

1 14. *Contingent Assets and Causes of Action.* Despite their reasonable efforts to 2 identify all known assets, the Debtors may not have listed all of their causes of action or potential 3 causes of action against third parties as assets in their Schedules and SOFAs, including, but not limited to, avoidance actions arising under chapter 5 of the Bankruptcy Code and actions under 4 5 other relevant non-bankruptcy laws to recover assets. The Debtors reserve all of their rights with respect to any claims, causes of action, or avoidance actions they may have, and neither these 6 7 General Notes nor the Schedules and SOFAs shall be deemed a waiver of any such claims, causes 8 of actions, or avoidance actions or in any way prejudice or impair the assertion of such claims.

15. <u>Certain Funds Not Property of the Debtors' Estates</u>. The Debtors received certain donations and grants, testamentary or otherwise, which were provided subject to restrictions (contractual or otherwise) on the use of such funds. These funds may not be property of the Debtors' estates, and, as a consequence, the Debtors have not listed any of the donors or grantors that may have an interest in these funds as creditors of their estates in the Schedules and Statements.

In the ordinary course of operating its skilled nursing facility, Seton Coastside (operating under the same license as Debtor Seton Medical Center) offers certain long-term patients the ability to fund patient trust accounts to have convenient access to funds they can use while in residence. The funds in the patient trust accounts are not property of the Debtors' estates. Accordingly, the Debtors have not listed the long-term care patients that may have an interest in the patient trust accounts as creditors in the Schedules and SOFAs.

16. <u>Unknown Addresses</u>. The Debtors have made and continue to make their best
efforts to collect all addresses for all parties in interest; not all addresses for parties on these
Schedules and SOFAs have been obtained. The Debtors continue to pursue complete notice
information and will provide updated information as reasonable practicable.

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# III.

# SCHEDULES AND SOFAs

# 17. <u>Assumptions Used to Prepare Specific Schedules or SOFA Questions:</u>

- <u>SOFA Question #1</u>. Gross revenues for hospital foundation Debtors (O'Connor Hospital Foundation, Saint Louise Regional Hospital Foundation, St. Francis Medical Center of Lynwood Foundation, St. Vincent Foundation, and Seton Medical Center Foundation (each, a "<u>Foundation Debtor</u>")) exclude donorrestricted contributions received by such Debtors. Donor-restricted contributions are recorded as temporarily or permanently restricted net assets at each Foundation Debtor and are recorded as gross revenues (contribution revenues) by the respective Debtor hospital affiliate in the period that such amounts are released from restriction and contributed to such hospital affiliate. Please refer to SOFA Question #9 for a listing of contributions made by each Foundation Debtor to its respective hospital affiliate in the two years preceding the Petition Date.
- <u>SOFA Question #2</u>. Interest income includes interest earned on loans, investment securities, escrow balances, and other interest-earning assets.
- <u>SOFA Question #3</u>. Debtor St. Francis Medical Center and Debtor St. Vincent Medical Center have entered into contracts with health plans where the hospital assumes the risk for all hospital services to a defined patient population, whether those hospital services are rendered at St. Francis Medical Center, St. Vincent Medical Center, an "out of network" hospital or other healthcare provider. Third-party management companies administer those payments through a risk pool account. The risk pool account is funded by the applicable Debtor hospital. SOFA #3 sets forth the aggregate amount Debtor St. Francis Medical Center and Debtor St. Vincent Medical Center have paid into such risk pool accounts, which are identified as "Risk Pool Claims." The amounts the individual "out of network" hospitals or healthcare providers were paid are not listed, as those records are maintained by the applicable third party management company.
- <u>SOFA Question #4</u>. Each Debtor has included all known payroll distributions and travel and entertainment expense reimbursement made over the twelve months preceding the filing to any individual the Debtors have determined to be an Insider. To the extent that the Debtors have determined that former officers do not qualify as Insiders as defined above, such benefits and payments are not included in the Schedules and SOFAs. The listing of a party as an "Insider," however, is not intended to be, nor shall be, construed as a legal characterization or determination of such party as an actual insider and does not act as an admission of any fact, claim, right or defense, and all such rights, claims, and defenses are hereby expressly reserved.
  - Intercompany transfers between Debtors are not reflected in SOFA #4.

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# Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 8 of 39

- <u>SOFA Question #11</u>. All payments related to bankruptcy were made by Debtor VHS on behalf of itself and its Debtor affiliates and are reflected in VHS's response.
- <u>SOFA Question #14</u>. Addresses for ancillary facilities, such as storage facilities and clinics are not included in this response.
- <u>SOFA Question #21</u>. As generally discussed above in General Note #14 and SOFA #1, each Foundation Debtor receives certain donor-restricted contributions. Each Foundation Debtor holds these contributions in trust, and, thus, have indicated the same in SOFA #21. These funds may not be property of the Debtors' estates. Consequently, the Debtors have not listed any of the donors or grantors that may have an interest in these funds in SOFA #21.

Seton Coastside (operating under the same license as Debtor Seton Medical Center) has two patient trust accounts. The patients' names and information are not being disclosed because of the confidentiality concerns explained in Global Note #3.

- <u>SOFA Question #26(d)</u>. As many of the Debtors are nonprofit organizations and tax exempt as described in 26 U.S.C. § 501, the Debtors' financial statements and Forms 990 as filed with the Internal Revenue Service are available online at <u>www.Guidestar.org</u>. Consequently, the Debtors do not have records of the parties who requested or obtained copies of their financial statements. These reports were also provided to various counterparties of the Debtors as required under various contractual arrangements (*e.g.*, lenders under certain of the Debtors' debt arrangements) and are publicly reported at https://emma.msrb.org.
- <u>Schedule A/B, Part 1</u>. Cash accounts are presented at book value, unless otherwise noted.
- <u>Schedule A/B #25</u>. The Debtors' § 503(b)(9) of the Bankruptcy Code reconciliation process is still in progress. Accordingly, no responses are provided to this question for any Debtor.
- <u>Schedule A/B #55</u>. Where available, the Debtors listed the "Current value of debtor's interest" using that available in the most recent appraisal or broker opinion of value.
- <u>Schedule A/B #74</u>. In the ordinary course of business, the Debtors routinely request reversals of, or changes to, various Medicare and Medi-Cal policies that impact payment, such as hospital "disproportionate share" payment calculations. These so-called "appeals" may be made by individual Debtor hospitals alone or, more likely, as part of a national group of hospitals. If successful, the Debtors may realize additional revenue but outcomes related to such appeals are speculative.
- <u>Schedule A/B #77</u>. Included in the response to #77 are "Construction in Progress" assets. Construction in progress assets represent costs associated with ongoing

capital projects that have not yet been completed and placed into service. These projects are primarily associated with in progress software development and implementation-related costs, building improvements, and other costs incurred prior to medical equipment being placed into service.

- Schedule D. Except as otherwise agreed pursuant to a stipulation or agreed order or general order entered by the Bankruptcy Court, the Debtors reserve their rights to dispute or challenge validity, perfection or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a secured creditor listed Moreover, although the Debtors may have on Schedule D of any Debtor. scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument (including, without limitation, any intercompany agreement) related to such creditor's claim. In certain instances, a Debtor may be a co-obligor, comortgagor or guarantor with respect to scheduled claims of other Debtors, and no claim set forth on Schedule D of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other entities. The descriptions provided in Schedule D are intended only as a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in the General Notes or the Schedules and SOFAs shall be deemed a modification or interpretation of the terms of such agreements.
- <u>Schedule E/F</u>. Pursuant to orders of the Bankruptcy Court, the Debtors were permitted to pay certain prepetition wages and salaries and to honor and pay employee benefits and other workforce obligations. The Debtors made the aforementioned payments, and, thus, the respective employee claims are not listed in Schedule E.

The Debtors scheduled only claims and executory contracts for which the Debtors may be contractually and/or directly liable. No claims have been scheduled for which a Debtor may have benefited indirectly from a contractual relationship to which a Debtor was not a named party.

The Debtors have used their best efforts to report all general unsecured claims against each Debtor on Schedule F based upon the Debtors' existing books and records. The following is a non-exhaustive list of items which were among those included in the population disclosed for this schedule: unsecured debt outstanding, accounts payable outstanding, travel and entertainment expenses, bonuses earned but yet not paid to employees, lease obligations, litigation, guarantees and vendors with whom we have executory contracts under which amounts may be due. Schedule F does not include certain deferred liabilities, accruals or general reserves. Such amounts are, however, reflected on the Debtors' books and records as required in accordance with GAAP. Such accruals are general estimates of liabilities and do not represent specific claims as of the Petition Date.

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To the extent any amounts in respect of prepetition claims have been paid through the date hereof pursuant to Orders of the Bankruptcy Court, such amount have been excluded. No claim set forth on Schedule E/F of any Debtor is intended to acknowledge claims of claimholders that are or may be otherwise satisfied or discharged.

*Patient Refund Claims*: In accordance with patient information confidentiality restrictions, *see* Note #3 above, each Debtor has aggregated all patient refund claims in a single response. Detail is available upon request, provided such request may be complied with in a manner compliant with all applicable patient privacy laws and regulations.

*Insurance Refund Claims*: As part of the Debtors' normal business operations, insurance companies from time to time overpay amounts due to the Debtors. Only the estimated amount of such overpayments are recorded in the Debtors' accounting records because determination of the exact amount of such overpayments is a time consuming manual process. The Debtors only calculate the exact amount of the insurance company overpayments if and when the payer requests a refund.

*SEIU Employees*: The Service Employees International Union Collective Bargaining Agreement (the "<u>SEIU CBA</u>") provides for a full time employment commitment for certain member nurses. This commitment resets every six months. As of the Petition Date, the Debtors party to the SEIU CBA have potential liability in respect of the full time employment commitment for July and August 2018. The amount of this liability is not calculated until December 2018 and, as such, claims in respect of July and August 2018 are contingent and unliquidated as of the Petition Date.

Schedule G. The businesses of the Debtors are complex. While the Debtors' existing records and information systems have been relied upon to identify and schedule executory contracts at each of the Debtors and every effort has been made to ensure the accuracy of the Schedule of Executory Contracts and Unexpired Leases, inadvertent errors or omissions may have occurred. The Debtors hereby reserve all of their rights to dispute the validity, status, or enforceability of any contracts, agreements or leases set forth in Schedule G and to amend or supplement such Schedule as necessary. The contracts, agreements and leases listed on Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, conduct/course of business, memoranda and other documents, instruments and agreements which may not be listed therein. Certain of the real property leases listed on Schedule G may contain renewal options, guarantees of payments, options to purchase, rights of first refusal, rights to lease additional space and other miscellaneous rights. Such rights, powers, duties and obligations are not set forth on Schedule G. Certain of the agreements listed on Schedule G may be in the nature of conditional sales agreements or secured financings. The presence of a contract or agreement on Schedule G does not

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Cas	e 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 11 of 39
1	constitute an admission that such contract or agreement is an executory contract or
2	unexpired lease. The Debtors reserve all of their rights, claims and causes of action with respect to the contracts and agreements listed on the Schedule, including the
3	rights to dispute or challenge the characterization or the structure of any transaction document or instrument. Certain executory agreements may not have been
4	memorialized and could be subject to dispute. Generally, executory agreements
.	that are oral in nature have not been included in the Schedule.
5	
6	• <u>Schedule H</u> . In the ordinary course of their business, the Debtors may be involved in pending or threatened litigation and claims. These matters may involve multiple

• Schedule H. In the ordinary course of their business, the Debtors may be involved in pending or threatened litigation and claims. These matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-claims and counterclaims against other parties. Because all such claims are "contingent," "unliquidated" or "disputed", such claims have not been set forth individually on Schedule H. The Debtors may not have identified certain Guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements. The Debtors reserve their rights to amend the Schedules to the extent that additional Guarantees are identified or such Guarantees are discovered to have expired or unenforceable.

# IV.

# **CONCLUSION**

14 18. Limitation of Liability. The Debtors and their officers, employees, agents, 15 attorneys, and financial advisors do not guarantee or warrant the accuracy, completeness, or 16 currentness of the data that is provided herein and shall not be liable for any loss or injury arising 17 out of or caused, in whole or in part, by the acts, errors, or omissions, whether negligent or 18 otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or 19 delivering the information contained herein. The Debtors and their officers, employees, agents, 20 attorneys, and financial advisors expressly do not undertake any obligation to update, modify, 21 revise, or re-categorize the information provided herein or to notify any third party should the 22 information be updated, modified, revised or recategorized. In no event shall the Debtors or their 23 officers, employees, agents, attorneys, and financial advisors be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, 24 25 damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business, or lost profits), whether foreseeable or not and however caused. 26

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	Cas	e 2:18-bk-20172-ER	Doc 11 Filed 10/15/18 Main Document Pag	B Entered 10/15/18 18:13:42 Desc ge 12 of 39
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	2			TANIA M. MOYRON
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	4			By/s/Tania M. Moyron Tania M. Moyron
	5 6			Proposed Attorneys for the Chapter 11 Debtors and Debtors In Possession
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Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 13 of 39

Fill in this information to identify the case:
Debtor Name: In re : Saint Louise Regional Hospital Foundation
United States Bankruptcy Court for the: Central District Of California
Case number (if known): 18-20172 (EMR)

Check if this is an amended filing

# Official Form 207

# Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy 04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1:	Income
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#### 1. Gross revenue from business

□ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year						Sources of revenue Check all that apply	Gross revenue (before deductions exclusions)	and
From the beginning of the fiscal year to filing date:	From	7/1/2018 MM / DD / YYYY	to	Filing date		Operating a business Other	\$	4,080.00
For prior year:	From	7/1/2017 MM / DD / YYYY	to	6/30/2018 MM / DD / YYYY		Operating a business Other	\$	(2,673.80)
For the year before that:	From	7/1/2016 MM / DD / YYYY	to	6/30/2017 MM / DD / YYYY		Operating a business Other	\$	19,759.70

#### 2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. Non-business income may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

 $\Box$  None

					Description of sources of revenue	Gross revenue source (before deduction exclusions)	
From the beginning of the fiscal year to filing date:	From	7/1/2018 MM / DD / YYYY	to	Filing date	Investment earnings (unrealized / realized gain and losses, interest and dividends)	\$	251.81
For prior year:	From	7/1/2017 MM / DD / YYYY	to	6/30/2018 MM / DD / YYYY		\$	0.00
For the year before that:	From	7/1/2016 MM / DD / YYYY	to	6/30/2017 MM / DD / YYYY		\$	0.00

#### Part 2: List Certain Transfers Made Before Filing for Bankruptcy

#### 3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers-including expense reimbursements-to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

#### ☑ None

	Creditor's name and	address		Dates	Total amount or value	ns for payment or transfer all that apply
3.1	-				\$	Secured debt
	Creditor's Name					Unsecured loan repayments
						Suppliers or vendors
	Street					Services
						Other
	City	State	ZIP Code			
	Country					

#### 4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

	☑ None					
	Insider's Name and	Address		Dates	Total amount or value	Reason for payment or transfer
4.1 <sub>-</sub>	Incider's Nome				\$	
	Insider's Name					
-	Street					
_						
-	City	State	ZIP Code			
-	Country					
	Relationship to Deb	tor				

#### 5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☑ None			
Creditor's Name and Address	Description of the Property	Date	Value of property
5.1 Creditor's Name			\$
Street			
City State ZIP Code			
Country			

#### 6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

#### ☑ None

	Creditor's Name and Address	Description of the action creditor took	Date action was taken	Amount
6.1	Creditor's Name			\$
	Street	Lest 4 divite of account number VVVV		
		Last 4 digits of account number: XXXX-		
	City State ZIP Code			
	Country			

	Case 2:18-bk-20172-ER	Doc 11	Filed 10/15/18	Entered 10/15/18	18:13:42	Desc
:	Saint Louise Regional Hospital Foundation	Main Dc	ocument Page	17 of 39 number (if known):	18-20172	
			0			

 $\ensuremath{\boxtimes}$  None

Debto

#### Part 3: Legal Actions or Assignments

#### 7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

	Case title	Nature of case	Court or agency's	name and add	ress	Stat	tus of case
7.1			Name				Pending On appeal
			Street				Concluded
	Case number						
			City	State	ZIP Code		
			Country				

#### 8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

$\checkmark$	None
--------------	------

	Custodian's nar	ne and addre	ss	Description of the Property		Value			
3.1				\$		\$			
	Custodian's name				Co		Court name and address		
				Case title					
	Street					Name			
				Case number			Street		
	City	State	ZIP Code						
	Country			Date of order or assignment		City	State	ZIP Code	
						Country			

	Case 2:18-bk-20172-ER						Desc
Debtor:	Saint Louise Regional Hospital Foundation	Main Do	cument Pa	ge 18 of 39	number (if known):	18-20172	

#### Part 4: Certain Gifts and Charitable Contributions

- 9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000
  - □ None

	Recipient's name	e and addre	SS	Description of the gifts or contributions	Dates given	Value
9.1	See SOFA 9 Attac	chment				\$
	Creditor's Name					
	Street			-		
	City	State	ZIP Code	-		
	Country Recipient's relati	ionship to de	btor	-		

#### Part 5: Certain Losses

#### 10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☑ None

	Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
10.1				\$

Case 2:18-bk-20172-ER			L5/18	Entered 10/15/18 1	L8:13:42	Desc
Saint Louise Regional Hospital Foundation	Main Do	cument	Page	20 of 39 number (if known):	18-20172	

Debtor:

#### Part 6: Certain Payments or Transfers

#### 11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

	e					
	Who was paid	or who received	the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1	See Global Notes					\$
	Address					
	Street			-		
	City	State	ZIP Code	-		
	Country			-		
	Email or websi	te address				
	Who made the	payment, if not	debtor?	-		
				_		

#### 12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☑ None

	Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
12.1				\$
	Trustee			

#### 13. Transfers not already listed on this statement

List any transfers of money or other property - by sale, trade, or any other means - made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☑ None

	Who received tran	nsfer?		Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
3.1						\$
	Address					
	Street					
	City	State	ZIP Code			
	Country					
	Relationship to D	ebtor				

Debtor:	C Sai	ase 2:18-bk-20172-ER int Louise Regional Hospital Foundation	Doc 11 Filed 10 Main Document	/15/18 Entered Page 22 of <sup>o</sup> 39	g 10/15/18 18:13:42 Des number (if known): 18-20172	SC
	Nam	ne				
Part 7	7:	Previous Locations				
14.	Pre	evious addresses				
	List	all previous addresses used by th	e debtor within 3 years before	filing this case and the	dates the addresses were used.	
	$\checkmark$	Does not apply				
		Address		Dates of occupancy	y	
	14.1			From	То	
		Street				
				-		
		City State	ZIP Code	-		
		Country		-		

#### Part 8: **Health Care Bankruptcies**

#### 15. Health Care bankruptcies

- Is the debtor primarily engaged in offering services and facilities for:
- diagnosing or treating injury, deformity, or disease, or
   providing any surgical, psychiatric, drug treatment, or obstetric care?
- ☑ No. Go to Part 9.
- $\hfill\square$  Yes. Fill in the information below.

	Facility Name and Addre	ess	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.1				
	Facility Name			
			<b>Location where patient records are maintained</b> (if different from facility address). If electronic, identify any service provider.	How are records kept?
	Street		-	Check all that apply:
				D Paper
	City State	ZIP Code	-	

Country

Debtor		10/15/18 Entered 10/15/18 18:13:42 Desc t Page 24 of 39 number (# known): 18-20172								
	Name									
Part	Personally Identifiable Information									
16.	Does the debtor collect and retain personally identifiable info	ormation of customers?								
	□ No.									
	☑ Yes. State the nature of the information collected and retained									
	Does the debtor have a privacy policy about that information?									
	□ No									
	☑ Yes									
	Within 6 years before filing this case, have any employees of bension or profit-sharing plan made available by the debtor a	the debtor been participants in any ERISA, 401(k), 403(b), or other s an employee benefit?								
	☑ No. Go to Part 10.									
	Yes. Does the debtor serve as plan administrator?									
	□ No. Go to Part 10.									
	□ Yes. Fill in below:									
	Name of plan	Employer identification number of the plan								
	17.1	EIN:								
	Has the plan been terminated? □ No									

 $\Box$  Yes

#### Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

#### 18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

#### ☑ None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1		XXXX-	Checking		\$
	Name		Savings		
			Money market		
	Street		Brokerage		
			Other		
	712.0				
	City State ZIP Co	Dde			
	Country				

#### 19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

#### ☑ None

	Depository institution	on name and addre	55	Names of anyone with access to it	Description of the contents	Does debtor still have it?
19.1	Name					□ No
	Name					□ Yes
	Street					
				Address		
	City	State	ZIP Code	Address		
	Country					
19.2						□ No
	Name					□ Yes
	Street					
		<b>0</b>	710.0	Address		
	City	State	ZIP Code			
	Country					

#### 20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

□ None

	Facility name and	address		Names of anyone with access to it	Description of the contents	Does debtor still have it?
20.1	SourceHOV Healt	hcare Inc. Form	1	Authorized Employees or Agents of Debtors	Finance File Storage	□ No
	950 23rd Street Street			_		☑ Yes
	San Francisco City	CA State	94107 ZIP Code	Address		

Country

	Case 2:18-bk-20172-ER	Doc 11	Filed 10/15/2	18	Entered 10/15/18	18:13:42	Desc
Debtor:	Saint Louise Regional Hospital Foundation	Main Do	cument Pa	age 2	27 of 39 number (if known):	18-20172	

#### Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

#### 21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

□ None

	Owner's name and address	Location of the property	Description of the property	Value
21.1	See Global Notes Name			\$
	Street	_		
	City State ZIP Code	_		

#### Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

#### Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☑ No

□ Yes. Provide details below.

	Case title	Court or agency	name and addres	SS	Nature of the case	Sta	tus of case
22.1		Name					Pending On appeal Concluded
	Case Number	City	State	ZIP Code			
		Country					

- 23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?
  - ⊠ No
  - □ Yes. Provide details below.

	Site name and address			Governmental unit name and address			Environmental law, if known	Date of notice
23.1								
	Name			Name				
	Street			Street				
	City	State	ZIP Code	City	State	ZIP Code		
	Country			Country				

Debtor:	Ca	Se 2:18 Louise Regio	-bk-20172 onal Hospital Four	-ER Do	oc 11 ain Do	Filed 10/15 cument F	/18 Ente Page 29 of	red 10/15/18 18	B:13:42	Desc	
	Name						0				
24.	Has tl	ne debtor n	otified any go	vernmental	unit of a	ny release of haza	rdous materia	?			
	⊠ No	D									
	□ Ye	Yes. Provide details below.									
		Site name and address			Governmental unit name and address			Environmental law, i	if known	Date of notice	
	24.1										
		Name			Name						
		Street			Street						
					_						
		City	State	ZIP Code	City	State	ZIP Code				
		Country			Country						

# Debtor: Case 2:18-bk-20172-ER Saint Louise Regional Hospital Foundation Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 30 of 39 number (if known): 18-20172

Name

#### Part 13: Details About the Debtor's Business or Connections to Any Business

#### 25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

$\checkmark$	None
--------------	------

	Business name and address		6	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.		
5.1					EIN:		
	Name			-	Dates business	existed	
					From	То	
	Street						
				-			
	City	State	ZIP Code	-			
	Country			-			

#### 26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

□ None

	Name and Address			Dates of service					
26a.1	Andrew Fierro-Peretti,	Assistant Controller	/ Corporate Controller	From	1/3/2017	То	To Present		
	Name			_	-				
	2040 E Mariposa			_					
	Street								
	El Segundo	CA	90245	_					
	City	State	ZIP Code						
	Country			_					
26a.2	Jack Spencer, Interim	Controller		From	8/5/2015	То	9/30/2017		
	Name								
	2040 E Mariposa			_					
	Street								
	El Segundo	CA	90245	_					
	City	State	ZIP Code	_					
	Country			_					
26a.3	Juliana Wang, Sr. Acc	counting Manager		From	10/1/2007	То	9/1/2017		
	Name								
	2040 E Mariposa			_					
	Street			_					
	El Segundo	CA	90245						
	City	State	ZIP Code	_					
	Country			_					

N:         2(           Si         -           E         C           C         C           26a.5         M:           2         C           Si         -           E         C           C         Si           26a.5         M:           C         C           Si         -           E         C           C         C           C         C           Z6a.6         Y           26a.6         Y	ame 040 E Mariposa treet I Segundo ity ountry	Foundations Finand CA State P Corporate Control CA CA State	90245 ZIP Code	From From From			<ul> <li>Present</li> <li>10/5/2018</li> </ul>
26a.5 M 26a.5 M 21 26a.6 Y 26a.6 Y 10 26a.6 Y 10 20 26a.6 Y 10 20 20 20 20 20 20 20 20 20 20 20 20 20	treet I Segundo ity ountry Iukesh Sanghvi, VF ame 040 E Mariposa treet I Segundo ity ountry uelie Wu, Accounti	State <sup>2</sup> Corporate Control CA	ZIP Code ler 90245	From	3/27/2017	Τα	o <u>10/5/2018</u>
26a.5 M 26a.5 M 20 26a.6 Y 26a.6 Y 10 20 26a.6 Y 10 20 20 20 20 20 20 20 20 20 20 20 20 20	I Segundo ity ountry Iukesh Sanghvi, VF ame 040 E Mariposa treet I Segundo ity ountry uelie Wu, Accounti	State <sup>2</sup> Corporate Control CA	ZIP Code ler 90245	From	3/27/2017	Та	o <u>10/5/2018</u>
C       C       26a.5       M       22       S       C       S       C       C       C       C       C       C       C       C       C       C       C       C       26a.6       Y       N       20	ity ountry Iukesh Sanghvi, VF ame 040 E Mariposa treet I Segundo ity ountry uelie Wu, Accounti	State <sup>2</sup> Corporate Control CA	ZIP Code ler 90245	From	3/27/2017	Τα	o <u>10/5/2018</u>
26a.5 M N 22 3 5 5 5 5 5 7 7 7 7 7 2 6 2 6 2 6 2 6 .6 Y 1 1 2 2 2	ountry Iukesh Sanghvi, VF ame 040 E Mariposa treet I Segundo ity ountry uelie Wu, Accounti	<sup>9</sup> Corporate Control	ler 	From	3/27/2017	Τα	o <u>10/5/2018</u>
26a.5 M N: 20 30 20 50 26a.6 Y N: 26a.6 Y N: 20	lukesh Sanghvi, VF ame 040 E Mariposa treet I Segundo ity ountry uelie Wu, Accounti	СА	90245	From	3/27/2017	To	o <u>10/5/2018</u>
N:           20           Si           E           C           C           26a.6           Y           N:           20           20	ame 040 E Mariposa treet I Segundo ity ountry uelie Wu, Accounti	СА	90245	FIOIII	3/2//2017	10	10/3/2018
Si           E           C           Z6a.6         Y           N:         20	treet I Segundo ity ountry uelie Wu, Accounti						
C C 26a.6 <u>Y</u> N 26	ity ountry uelie Wu, Accounti						
C C 26a.6 <u>Y</u> N 20	ity ountry uelie Wu, Accounti						
26a.6 Y Ni 20	uelie Wu, Accounti						
N: 20							
20		ng Manager		From	3/8/2009	То	Present
St	040 E Mariposa						
0	treet						
	l Segundo	СА	90245				
	ity	State	ZIP Code				
_							
	ountry						
List all f stateme	firms or individual ent within 2 years	s who have audite before filing this ca	d, compiled, or reviewed d ase.	lebtor's boo	oks of account and re	ecords or pro	epared a financial
□ Nor	ne						
	Name and Addre	SS		Dates of	of service		
26b.1	BDO USA, LLP Name			From	4/1/2017	То	Present
	300 Park Avenue	Suite 900		_			
				_			
	San Jose City	CA State	95110 ZIP Code	_			
	Country			_			
26b.2	Deloitte & Touche	, LLP		From	8/30/2016	То	6/30/2017
	Name			_			
	250 East 5th Street	et		_			
				_			
	Cincinnati	OH	45201 ZIP Code	_			
26b.2	Country Deloitte & Touche Name 250 East 5th Stree	, LLP	95110 ZIP Code	- - From	8/30/2016	То	6/30

Name			Main Document			
26b.3	Ernst & Young, I	LLP		From 8/30/20	)16	To 3/31/2017
	Name					
	2901 Douglas B	oulevard				
	Street					
	Roseville	СА	95661			
	City	State	ZIP Code			
	Country					
List all f	irms or individua	als who were in pos <sup>.</sup>	session of the debtor's	books of account and	records when th	is case is filed.
🗆 Non						
r	Name and addres	SS			If any books unavailable	s of account and records are , explain why
26c.1 S	See SOFA 26c Att	achment				
N	lame					
S	Street					
_						
C	City		State	ZIP Code		
c	Country					
	financial institut		other parties including	mercantile and trade	agencies, to who	and the state of the second at the second
List all statem	ent within 2 year	ions, creditors, and rs before filing this o	case.		5	om the debtor issued a financ
List all statem	nent within 2 year	ions, creditors, and rs before filing this (	case.			om the debtor issued a financ
statem	nent within 2 year	rs before filing this o	case.			om the dedtor issued a financ
statem	nent within 2 year	rs before filing this o Iress	case.			om the dedtor issued a financ
statem	nent within 2 year one Name and add	rs before filing this o Iress	case.			om the dedtor issued a financ
statem	nent within 2 year one Name and add	rs before filing this o Iress	case.			om the debtor issued a financ
statem	Name and add	rs before filing this o Iress	case.			om the dedtor issued a financ

Country

Debtor:		Se 2:18-bk-2 t Louise Regional Hos	0172-ER pital Foundation	Doc 11 Main Do	Filed 10/2 ocument	15/18 Pa	3 Enter ge 33 of <sup>o</sup>	ed 10/15/18	18:13:42 18-20172	Desc
	Name									
27. In	vente	ories								
Ha	ave a	ny inventories of the	e debtor's prope	erty been take	n within 2 years	before	e filing this ca	ise?		
V	🛛 No									
	] Yes	s. Give the details a	bout the two mo	ost recent inve	ntories.					
		Name of the persor	n who supervise	ed the taking o	of the inventory		Date of Inventory		ount and basis ( f each inventory	
								\$		
		Name and address records	of the person w	/ho has posse	ssion of invente	ory				
	27.1									
		Name								
	-	Street								
		City	State	ZIP	Code					
		Country								

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

	Name	Address	Position and Nature of any interest	% of interest, if any
28.1	See SOFA 28 Attachment			

- 29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?
  - 🗆 No
  - ☑ Yes. Identify below.

r	Name	Address	Position and Nature of any interest	Period during which position or interest was held		
29.1 E	Ball, Sue	9400 No Name Uno, Gilroy, CA 95020	Board of Trustees Vice Chair	From	To 2005	8/30/2018

	Case 2:18-bk-20172-ER					Desc
Debtor:	Saint Louise Regional Hospital Foundation	Main Do	ocument Page	34 of 39 number (if known):	18-20172	
	Name					

#### 30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

⊠ No

□ Yes. Identify below.

	Name and address	of recipient		Amount of money or description and value of property	Dates	Reason for providing the value
30.1						
	Name					
	Street					
	City	State	ZIP Code			
	Country					
	Relationship to del	btor				

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

□ No	
☑ Yes. Identify below.	
Name of the parent corporation	Employer Identification number of the parent corporation
31.1 Verity Health System of California, Inc.	EIN: 91-2145484
	btor as an employer been responsible for contributing to a pension fund?
Within 6 years before filing this case, has the de	btor as an employer been responsible for contributing to a pension fund?
Within 6 years before filing this case, has the de ☑ No	ebtor as an employer been responsible for contributing to a pension fund?

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.

18 U.S.C.§§ 152, 1341, 1519, and 3571.

I have examined the information in this Statement of Financial Affairs and any attachments and have a reasonable belief that the information is true and correct.

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

Executed on	10/15/2018	
C	MMI DD / YYYY	
(		
×	King	

Printed name Richard G. Adcock

Signature of individual signing on behalf of the debtor

Position or relationship to debtor Chief Executive Officer

Are additional pages to Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207) attached?

No

2 Yes

# Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 36 of 39 In re: Saint Louise Regional Hospital Foundation

Case No. 18-20172

Attachment 9

Certain Gifts and Charitable Contributions

					Recipient's relationship to	Description of the gifts or		
Recipient's name	Address 1	City	State	Zip	the debtor	contributions	Dates given	Value
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	Capital - Breastcare Center	9/30/2017	\$4,006.63
						Capital - Breastcare Center -		
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	Tech/Facilities Fund	9/30/2017	\$9,700.00
						Emergency Department Operating		
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	Expenses	4/30/2018	\$41,412.39
						Funds to cover foundation FY 2017		
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	expenses - unrestricted	3/31/2017	\$11,663.36
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	Healthier Kids - HBRC	3/31/2017	\$1,320.00
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA		Supporting Organization	Healthier Kids - HBRC	8/31/2017	\$1,758.00
						Mammograms & Radiologist		
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	reading for under served pts	6/30/2018	\$9,578.84
						Silva Fund - unrestricted		
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	distribution	6/30/2017	\$20,000.00
						Silva Fund - unrestricted		
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	distribution	4/30/2018	\$20,000.00
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	Volunteer Luncheon Expenses	2/28/2017	\$750.00
		-				Volunteer Scholarship - Brooke		
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	Walker	6/30/2018	\$1,000.00
		-				Volunteer Scholarship - Rayleen		
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	Miranda	11/30/2017	\$1,000.00
		-				YNFL Emergency Department		
St. Louise Regional Hospital	9400 No Name Uno	Gilroy	CA	95020	Supporting Organization	Remodel	4/30/2017	\$327,072.26
					Operational Support for	Reimburse for Charity Gala		
Verity Health System	2040 East Mariposa Avenue	El Segundo	CA	90245	Foundation	Expenses	9/30/2017	\$5,000.00
					Operational Support for	Reimburse for Charity Gala		
Verity Health System	2040 East Mariposa Avenue	El Segundo	CA	90245	Foundation	Expenses	9/30/2017	\$83,935.00

# Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 37 of 39 In re: Saint Louise Regional Hospital Foundation

# Case No. 18-20172

# Attachment 26c

Books and records - Firms or individuals in possession of books and records

Name	Address 1	City	State	Zip	If any books of account and records are unavailable, explain why
Andrew Fierro-Peretti (Verity Health System					
Assistant Controller)	2040 E Mariposa	El Segundo	CA	90245	
Jessica Davis (Senior Executive Assistant)	2040 E Mariposa	El Segundo	CA	90245	
Martha Steinberger (Foundations Finance Manager)	2040 E Mariposa	El Segundo	CA	90245	
Mary Eileen Drees (VP Communications and					
Philanthropy)	2040 E Mariposa	El Segundo	CA	90245	
Mukesh Sanghvi (Verity Health System Controller)	2040 E Mariposa	El Segundo	CA	90245	
SourceHOV Healthcare Inc. Form	950 23rd Street	San Francisco	CA	94107	
Steven Sharrer (Human Resources)	2040 E Mariposa	El Segundo	CA	90245	
Yuelie Wu (Verity Health System Accounting					
Manager)	2040 E Mariposa	El Segundo	CA	90245	

# Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 38 of 39 In re: Saint Louise Regional Hospital Foundation

# Case No. 18-20172

Attachment 28 Current Partners, Officers, Directors and Shareholders

Name	Address 1	City	State	Zip	Position and nature of any interest	% of interest, if any
					St. Louise Regional Hospital Foundation -	
Annie Tomasello	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
Bernie Mulligan	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
Chris Vanni	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
Debbi Sanchez	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
Derek Anderson	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
Erin Monroe, RNC	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
Frank Angelino	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member - Chair	0%
					St. Louise Regional Hospital Foundation -	
Glenda Garcia	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member - Vice Chair	0%
					St. Louise Regional Hospital Foundation -	
James Watson, M.D.	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
Jill Kirk	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
Joe Aiello	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
John Hennelly	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member - Ex-Officio	0%
					St. Louise Regional Hospital Foundation -	
Judy Bonino	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%
					St. Louise Regional Hospital Foundation -	
Mary Beth Anderson	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member - Secretary	0%
					St. Louise Regional Hospital Foundation -	
Mary Eileen "Dub" Drees	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member - Ex-Officio	0%
					St. Louise Regional Hospital Foundation -	
Norma Ludergnani	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member - Treasurer	0%
					St. Louise Regional Hospital Foundation -	
Rita Gutierrez-Fisher	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%

# Case 2:18-bk-20172-ER Doc 11 Filed 10/15/18 Entered 10/15/18 18:13:42 Desc Main Document Page 39 of 39 In re: Saint Louise Regional Hospital Foundation

Case No. 18-20172

Attachment 28

Current Partners, Officers, Directors and Shareholders

Name	Address 1	City	State	Zip	Position and nature of any interest	% of interest, if any
Saint Louise Regional						
Hospital	9400 No Name Uno	Gilroy	CA	95020	Member	100%
					St. Louise Regional Hospital Foundation -	
Steve Tate	9400 No Name Uno	Gilroy	CA	95020	Board of Trustees Member	0%