

CSD 1001A [07/01/18]

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UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF CALIFORNIA
325 West F Street, San Diego, California 92101-6991

In Re

Borrego Community Health Foundation

Debtor.

BANKRUPTCY NO. 22-02384-LT11

Date of Hearing: June 12, 2024

Time of Hearing: 10:00 a.m.

Name of Judge: Laura S. Taylor

ORDER ON

Stipulation Regarding the Joint Motion for Enhancement of Estate Professional Fees

The court orders as set forth on the continuation pages attached and numbered 2 through 2 with exhibits, if any, for a total of 7 pages. Motion/Application Docket Entry No. 1361.

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DATED: April 15, 2024

Judge, United States Bankruptcy Court



On April 12, 2024, Borrego Community Health Foundation filed a "Stipulation By and Among the Post-Effective Date Debtor, the Liquidating Trustee, the Official Committee of Unsecured Creditors, and the California Department of health Care Services Regarding the Joint Motion for Enhancement of Estate Professional Fees" (the "Stipulation").

IT IS HEREBY ORDERED:

1. That the Stipulation, attached hereto as Exhibit A, is approved in its entirety.
2. That the terms and conditions of the Stipulation shall be binding upon the parties and are hereby full incorporated into this Order by reference.

Exhibit A

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Debtor and the Liquidating Trustee

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9 Steven W. Golden (Pro Hac Vice)
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13 Attorneys to the Official Committee of
14 Unsecured Creditors

15 **UNITED STATES BANKRUPTCY COURT**
16 **SOUTHERN DISTRICT OF CALIFORNIA**

17 In re
18 BORREGO COMMUNITY
HEALTH FOUNDATION,
19 Debtor and Debtor in Possession.

Case No. 22-02384-11
Chapter 11 Case
Judge: Honorable Laura S. Taylor

**STIPULATION BY AND AMONG THE
POST-EFFECTIVE DATE DEBTOR,
THE LIQUIDATING TRUSTEE, THE
OFFICIAL COMMITTEE OF
UNSECURED CREDITORS, AND THE
CALIFORNIA DEPARTMENT OF
HEALTH CARE SERVICES
REGARDING THE JOINT MOTION
FOR ENHANCEMENT OF ESTATE
PROFESSIONAL FEES**

25
26 Borrego Community Health Foundation, the debtor and debtor in possession
27 (prior to the effective date of the Plan (defined below), the “Debtor,” and after the
28 effective date, the “Post-Effective Date Debtor”) in the above-captioned chapter 11

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1 bankruptcy case, the Liquidating Trustee (the “Liquidating Trustee”) of the Borrego
2 Community Health Foundation Liquidating Trust (the “Liquidating Trust”)
3 established pursuant to the *First Amended Joint Combined Disclosure Statement and*
4 *Chapter 11 Plan of Liquidation of Borrego Community Health Foundation* [Docket
5 No. 1168] (the “Plan”), confirmed by the order [Docket No. 1273] entered January 25,
6 2024 (the “Confirmation Order”), and that certain Liquidating Trust Agreement, dated
7 as of February 14, 2024 (the “Liquidating Trust Agreement”), the Official Committee
8 of Unsecured Creditors (the “Committee”), and the California Department of Health
9 Care Services (“DHCS” and collectively with the Post-Effective Date Debtor, the
10 Liquidating Trustee, and the Committee, the “Parties”) hereby enter this *Stipulation*
11 *By and Among the Post-Effective Date Debtor, the Liquidating Trustee, the Official*
12 *Committee of Unsecured Creditors, and the California Department of Health Care*
13 *Services Regarding the Joint Motion for Enhancement of Estate Professional Fees*
14 (the “Stipulation”). In support of the Stipulation, the Parties refer to the following
15 recitals:

16 **RECITALS**

17 WHEREAS, on September 12, 2022, the Debtor filed a voluntary petition for
18 relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”)
19 commencing the above referenced bankruptcy case in the United States Bankruptcy
20 Court for the Southern District of California (the “Court”);

21 WHEREAS, on January 25, 2024, the Court entered the Confirmation Order,
22 which provides:

23 All final applications for payment of Professional Fee Claims must be Filed
24 with this Court and served on the Debtor, the Liquidating Trustee, the Co-
25 Liquidating Trustee, and the U.S. Trustee on or before 45 days after the
effective Date or such later date as may be agreed to by the Liquidating Trustee.

26 Confirmation Order at ¶ 31.

27 WHEREAS, on March 29, 2024, the Debtor and the Committee filed the *Joint*
28 *Motion for Enhancement of Estate Professional Fees* [Docket No. 1353] (the “Fee

1 Enhancement Motion”), which requests the approval and allowance of a fee
2 augmentation in an amount calculated to compensate each estate professional at their
3 regular, non-reduced hourly rate;

4 WHEREAS, the deadline to file an objection to the Fee Enhancement Motion
5 is currently set for April 12, 2024 (the “Objection Deadline”); and

6 WHEREAS, the Parties have agreed to extend the Objection Deadline as to
7 DHCS as set forth herein.

8 **STIPULATION**

9 **NOW THEREFORE**, subject to approval of the Court, the Parties hereby
10 agree and stipulate as follows:

11 1. The Objection Deadline for DHCS will be continued from April 12,
12 2024, to May 3, 2024.

13 2. The deadline for the Post-Effective Date Debtor and the Committee to
14 file a reply to an objection filed by DHCS, if any, shall be extended to May 10, 2024.

15 3. The Court shall retain jurisdiction over all matters relating to the
16 interpretation and enforcement of this Stipulation.

17 **IT IS SO STIPULATED.**

18 SEEN AND AGREED:

19
20 Dated: April 12, 2024

DENTONS US LLP
SAMUEL R. MAIZEL
TANIA M. MOYRON

21
22 By: /s/ Tania M. Moyron
Tania M. Moyron

23
24 Attorneys for the Post-Effective Date
Debtor and the Liquidating Trustee

25 *[Signatures continue to the next page]*

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LOS ANGELES, CALIFORNIA 90017-5704
213 623 9300

1 Dated: April 12, 2024

PACHULSKI STANG ZIEHL & JONES
LLP
Jeffrey N. Pomerantz
Steven W. Golden

By: /s/ Steven W. Golden
Steven W. Golden

Attorneys for the Official Committee of
Unsecured Creditors

7 Dated: April 12, 2024

ROB BONTA
Attorney General of California
BENJAMIN G. DIEHL
Supervising Deputy Attorney General

By: /s/ Darin L. Wessel
Darin L. Wessel

DARIN L. WESSEL
GRANT LIEN
Deputy Attorneys General
Attorneys for Creditor California
Department of Health Care Services

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United States Bankruptcy Court
Southern District of California

In re:
BORREGO COMMUNITY HEALTH FOUNDATION,
Debtor

Case No. 22-02384-LT
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0974-3
Date Rcvd: Apr 15, 2024

User: Admin.
Form ID: pdfO1

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Total Noticed: 28

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 Apr 17, 2024:

Recip ID	Recipient Name and Address
db	BORREGO COMMUNITY HEALTH FOUNDATION,, 587 Palm Canyon Dr., Suite 208, Borrego Springs, CA 92004
aty	+ Dentons US LLP, 601 S. Figueroa Street, Suite 2500, Los Angeles, CA 90017-5709
aty	+ Higgs Fletcher & Mack LLP, 401 West A Street, #2600, San Diego, CA 92101-7913
aty	+ Samuel Ruven Maizel, Dentons US LLP, 601 South Figueroa Street, Suite 2500, Los Angeles, CA 90017-5709
cr	+ AB Staffing Solutions, LLC, c/o Bryan Cave Leighton Paisner LLP, c/o Mark Mersel and Olivia Scott, 1920 Main Street, Ste. 1000, Irvine, CA 92614 UNITED STATES 92614-7276
pty	+ Angelea Nguyen, Kcc, 222 N. Pacific Coast Highway, Suite 300, El Segundo, CA 90245-5614
cr	+ Anna Navarro, c/o Small Law PC, 501 W. Broadway, Ste. 1360, 501 W. Broadway, Ste. 1360 San Diego, CA 92101-8566
cr	+ Desert AIDS Project dba DAP Health, 1695 N. SUNRISE WAY, Palm Springs, CA 92264, UNITED STATES OF AMERICA 92262-3701
intp	Family Health Centers of San Diego, 823 Gateway Circle Way, San Diego, CA 92102
cr	+ Greenway Health, LLC, c/o Law Office of Christine E. Baur, 4653 Carmel Mountain Road, Suite 308 #332, San Diego, CA 92130-6650
ombh	+ Jacob Nathan Rubin, 4955 Van Nuys Boulevard #308, Sherman Oaks, CA 91403-1811
cr	+ James Wermers, 10851 Calavo Drive, La Mesa, CA 91941-5705
cr	+ John Bertram, c/o Cook Street Office LP, 41-865 Broadwalk, Suite 101, Palm Desert, CA 92211-9031
cr	Matthew Jennings, Treasurer Tax Collector, P.O. Box 12005, Riverside, CA 92502-2205
cr	McKesson Corporation, on behalf of itself and cert, c/o Buchalter, Attn: Jeffrey K. Garfinkle, 18400 Von Karman Ave., Suite 800 Irvine, CA 92612-0514
cr	+ Pioneer Funding Group, LLC, 232 W. 116th St., Box 1735, New York, NY 10026-9000
cr	+ Pourshirazi & Youssefi Dental Corporation, Brinkman Law Group, PC, 543 Country Club Dr., Suite B, Wood Ranch, CA 93065-7696
pty	#+ Sarah Rogers, 5346 Grandridge Rd, El Cajon, CA 92020-7727
cr	+ Starr Indemnity & Liability Company, c/o Christopher Celentino, Esq., Dinsmore & Shohl LLP, 655 W. Broadway, Suite 800, San Diego, CA 92101-8482
cr	+ U.S. Department of Health and Human Services, U.S. Attorney's Office, 880 Front Street, Room 6293, San Diego, CA 92101-8807
cr	+ Wells Fargo Bank, N.A., d/b/a/ Wells Fargo Auto, 3160 Crow Canyon Place, Suite 215, San Ramon, CA 94583-1110

TOTAL: 21

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). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
aty	+ Email/Text: cornelius@thecalaw.com	Apr 15 2024 23:03:21	Alexandre Ian Cornelius, 23801 Calabasas Rd., Suite 100, Calabasas, CA 91302-1568
cr	+ Email/PDF: acg.acg.ebn@aisinfo.com	Apr 15 2024 23:06:52	Ally Bank, c/o AIS Portfolio Services, LLC, 4515 N Santa Fe Ave. Dept. APS, Oklahoma City, OK 73118-7901
cr	+ Email/Text: notices@crgfinancial.com	Apr 15 2024 23:03:00	CRG Financial LLC, 84 Herbert Ave, Building B - Suite 202, Closter, NJ 07624-1313
cr	Email/Text: fred.glass@fairharborcapital.com	Apr 15 2024 23:03:00	FAIR HARBOR CAPITAL LLC, PO Box 237037, New York, NY 10023, US
cr	Email/Text: sbse.cio.bnc.mail@irs.gov	Apr 15 2024 23:03:00	Internal Revenue Service, U.S. Attorney's Office, 880 Front St., Rm. 6293, San Diego, CA 92101
cr	+ Email/Text: schristianson@buchalter.com	Apr 15 2024 23:03:00	Oracle America, Inc. SII to NetSuite, Inc., Buchalter PC, c/o Shawn M. Christianson, 425

District/off: 0974-3
Date Rcvd: Apr 15, 2024

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Total Noticed: 28

Market St., Suite 2900, San Francisco, Ca
94105-2491

cr Email/Text: carriearendt@gmail.com

Apr 15 2024 23:03:00

Ramona Crossings, LLC, Attn: Carrie Arendt,
14908 Gavan Vista Road, Poway, CA 92064

TOTAL: 7

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.

Recip ID	Bypass Reason	Name and Address
aty		Feldesman Tucker Leifer Fidell LLP
aty		Hooper, Lundy & Bookman, P.C.
aty		Theodora Oringher, PC
cr		Argo Partners
op		Creative Media Group, LLC
intp		David B Golubchik
op		FORVIS, LLP
sp		Hooper, Lundy & Bookman, P.C.
op		Jarrard Phillips Cate & Hancock
cr		Ramin Amani
cr		WIPFLI, LLP

TOTAL: 11 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

NOTICE CERTIFICATION

I, Gustava Winters, 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: Apr 17, 2024

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on April 15, 2024 at the address(es) listed below:

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Ali Mojdehi	on behalf of Creditor Premier Healthcare Management Inc. amojdehi@btlaw.com, jgertz@btlaw.com;arego@btlaw.com;melissa.turpin@btlaw.com;docketinglitin@btlaw.com
Ali Mojdehi	on behalf of Creditor Promenade Square LLC amojdehi@btlaw.com, jgertz@btlaw.com;arego@btlaw.com;melissa.turpin@btlaw.com;docketinglitin@btlaw.com
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Teddy Kapur

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tkapur@pszjlaw.com;jpomerantz@pszjlaw.com;sgolden@pszjlaw.com

United States Trustee

ustp.region15@usdoj.gov

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TOTAL: 52