

POLSINELLI PC

HONORABLE WHITMAN L. HOLT

Jane Pearson, WSBA #12785
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*Co-Counsel for the Official
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON**

IN RE:

ASTRIA HEALTH, et al.

Debtors.¹

Chapter 11

Lead Case No. 19-01189-11
Jointly Administered

**MONTHLY FEE APPLICATION OF
POLSINELLI PC FOR ALLOWANCE
AND PAYMENT OF INTERIM
COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR
THE PERIOD AUGUST 1 – AUGUST 31,
2020**

[No Hearing Required Pursuant to
L.B.R. 2002-1(c)(1)]

1. Polsinelli PC (the “**Firm**”) submits its Monthly Fee Application (the

¹ The Debtors, along with their case numbers, are: Astria Health (19-01189-11), Glacier Canyon, LLC (19-01193-11), Kitchen and Bath Furnishings, LLC (19-01194-11), Oxbow Summit, LLC (19-01195-11), SHS Holdco, LLC (19-01196-11), SHC Medical Center - Toppenish (19-01190-11), SHC Medical Center - Yakima (19-01192-11), Sunnyside Community Hospital Association (19-01191-11), Sunnyside Community Hospital Home Medical Supply, LLC (19-01197-11), Sunnyside Home Health (19-01198-11), Sunnyside Professional Services, LLC (19-01199-11), Yakima Home Care Holdings, LLC (19-01201-11), and Yakima HMA Home Health, LLC (19-01200-11).

POLSINELLI MONTHLY FEE
APPLICATION - 1



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1 “**Application**”) for Allowance and Payment of Interim Compensation and
2 Reimbursement of Expenses for the Period 8/1/2020-8/31/2020 (the “**Application**
3 **Period**”) for work performed for the Official Committee of Unsecured Creditors
4 (the “**Committee**”). In support of the Application, the Firm respectfully represents
5 as follows:

6 2. The Firm is local counsel to the Committee. The Firm hereby applies
7 to the Court for allowance and payment of interim compensation for services
8 rendered and reimbursement of expenses incurred during the Application Period.

9 3. The Firm billed a total of \$8,690.10 in fees and expenses during the
10 Application Period. The total fees represent 16.70 hours expended during the
11 period covered by this Application. These fees and expenses break down as
12 follows:

13 Period	14 Fees	15 Expenses	16 Total
17 8/1/2020- 18 8/31/2020	\$8,571.50	\$118.60	\$8,690.10

19 4. Accordingly, the Firm seeks allowance of interim compensation in the
20 amount of \$6,975.80 at this time. This total is comprised as \$6,857.20 (80% of the
21 fees for services rendered) plus \$118.60 (100% of the expenses incurred).

5. For the postpetition period, the Firm has been paid to date as follows:

POLSINELLI MONTHLY FEE
APPLICATION - 2



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Application Period	Amount	Description
Monthly Fee Application, June 2019	\$50,349.46	100% of fees and expenses
Monthly Fee Application, July 2019	\$15,860.50	100% of fees and expenses
Monthly Fee Application, August 2019	\$21,775.46	100% of fees and expenses
Monthly Fee Application, September 2019	\$14,276.45	100% of fees and expenses
Monthly Fee Application, October 2019	\$14,478.72	100% of fees and expenses
Monthly Fee Application, November 2019	\$10,030.59	100% of fees and expenses
Monthly Fee Application, December 2019	\$8,972.30	100% of fees and expenses
Monthly Fee Application, January 2020	\$37,081.06	100% of fees and expenses
Monthly Fee Application, February 2020	\$8,318.62	100% of fees and expenses
Monthly Fee Application, March 2020	\$9,120.00	100% of fees and expenses
Monthly Fee Application, April 2020	\$4,446.64	100% of fees and expenses
Monthly Fee Application, May 2020	\$9,079.28	80% of fees and 100% of expenses
Monthly Fee Application, June	\$9,995.20	80% of fees and 100% of

POLSINELLI MONTHLY FEE APPLICATION - 3



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1	2020		expenses
2	Monthly Fee Application, July 2020	\$25,496.30	80% of fees and 100% of expenses
3	Total Paid to the Firm to Date	\$244,608.58	

4 6. To date, the Firm is owed as follows (excluding amounts owed
5 pursuant to this Application):

7	Application Period	Amount	Description
8	Monthly Fee Application, May 2020	\$2,224.00	20% of fees
9	Monthly Fee Application, June 2020	\$2,476.00	20% of fees
10	Monthly Fee Application, July 2020	\$6,140.80	20% of fees
11	Total Owed to the Firm to Date	\$10,840.80	

13
14 7. Attached as **Exhibit A** hereto is the name of each professional who
15 performed services in connection with this Chapter 11 Case during the period
16 covered by this Application and the hourly rate for each such professional. Attached
17 hereto as **Exhibit B** are the detailed time and expense statements for the
18 Application Period.

19 8. The Firm has served a copy of this Application and Notice of the
20 Application on counsel to the secured creditors by first class mail, postage prepaid,

21 POLSINELLI MONTHLY FEE
APPLICATION - 4



1 on or about September 16, 2020,² and on the Debtors by email on September 16,
2 2020 to Cary Rowan's attention at Maxwell.owens@astria.health, as they have
3 requested. Notice of the filing of this Application was served on the United States
4 of America, the State of Washington and any party who has requested special
5 notice in this Chapter 11 Case (the "Notice Parties") as of the date of the Notice.
6 The Notice was mailed by first class mail, postage prepaid, on or about September
7 16, 2020.

8 9. Pursuant to this Court's *Order On Debtor's Motion Establishing*
9 *Procedures For Monthly And Interim Payment Of Fees And Expense*
10 *Reimbursement*, entered on August 6, 2019 [Dkt #453], the Debtors are authorized
11 to make the payment requested herein without a further hearing or order of this
12 Court unless an objection to this Application is filed with the Court and served
13 upon the counsel to the Committee, counsel to the secured creditors, and the U.S.
14 Trustee within fourteen (14) calendar days after the date of mailing of the Notice of
15 this Application. If such an objection is filed, the Debtors are authorized to pay
16 80% of the uncontested fees and 100% of the uncontested expenses without further
17 order of the Court. If no objection is filed, the Debtors are authorized to pay 80%

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20 ² The Office of the United States Trustee has waived service other than by ECF.

1 of all fees requested in the Application and 100% of the uncontested expenses
2 without further order of the Court.

3 10. The interim compensation and reimbursement of expenses sought in
4 this Application is not final. Upon the conclusion of this Chapter 11 Case, the Firm
5 will seek fees and reimbursement of the expenses incurred for the totality of the
6 services rendered in this Case. Any interim fees or reimbursement of expenses
7 approved by this Court and received by the Firm (along with any retainer) will be
8 credited against such final fees and expenses as may be allowed by this Court.

9 **WHEREFORE**, the Firm respectfully requests that the Debtors pay
10 compensation to the Firm as requested herein pursuant to and in accordance with the
11 terms of the *Order On Debtors' Motion Establishing Procedures For Monthly And*
12 *Interim Payment Of Fees And Expense Reimbursement*.

13
14 Dated: September 16, 2020

POLSINELLI PC

15
16 By /s/ Jane Pearson

Jane Pearson, WSBA #12785
1000 Second Avenue, Suite 3500
Seattle, WA 98104

Telephone: (206) 393-5415

Email: jane.pearson@polsinelli.com

*Co-Counsel for the Official Committee
of Unsecured Creditors*

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21 POLSINELLI MONTHLY FEE
APPLICATION - 6



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1 **EXHIBIT A TO MONTHLY FEE APPLICATION OF POLSINELLI PC**
2 **PROFESSIONALS PROVIDING SERVICES FOR THE APPLICATION PERIOD**

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<i>Name of Professional</i>	<i>Title</i>	<i>Hourly Rate</i>
Jane Pearson	Shareholder	\$560
Randy B. Soref	Shareholder	\$560
Tanya Behnam	Associate	\$360
Deborah Andreacchi	Paralegal	\$225

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**EXHIBIT B TO MONTHLY FEE APPLICATION OF POLSINELLI PC
DETAILED TIME AND EXPENSE STATEMENTS FOR THE APPLICATION PERIOD**

[See Attached]



Official Committee of Unsecured Creditors for Astria Health
Justin D. Pitt, Chair
c/o Community Health Systems, Inc.
4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

Invoice Date: September 3, 2020
Invoice No: 1836599
Matter No: 103824-628101

*For Professional Services Through **August 31, 2020***

Client: Official Committee of Unsecured Creditors for Astria Health
Matter: Astria Health - Committee Representation

Total Current Fees	\$	8,571.50
Total Costs	\$	<u>118.60</u>
<i>Total Current Invoice</i>	\$	8,690.10
Previous Balance Due	\$	<u>46,332.30</u>
Due Upon Receipt	\$	<u>55,022.40</u>

*As of the above date, we are showing the above balances are open and unpaid.
This may not reflect other matters with alternative billing arrangements and does not reflect any unbilled fees and expenses.*

Questions regarding payments or accounts, please call
1 (877) 577-7455 or acctbilling@polsinelli.com.
For other inquiries, please contact **Randy B. Soref** at
(310) 556-1801 or rsoref@polsinelli.com.

Please make checks payable to
Polsinelli LLP
P.O. Box 878681
Kansas City, MO 64187-8681
Wire Instructions:
US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code – USBKUS44IMT
Please reference Invoice No. 1836599



Official Committee of Unsecured Creditors for Astria Health
Astria Health - Committee Representation

Invoice Date:
Invoice No.:
Matter No.:

September 3, 2020
1836599
103824-628101

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
08/03/20	Pearson, Jane	Review TIAA Commercial Finance Objection to Debtors' Plan Confirmation Procedures Motion.	0.20	\$112.00	B320
08/07/20	Pearson, Jane	Email from Andrew Sherman regarding continuance of disclosure statement hearing (.2); review Stipulated Motion for Continuing Disclosure Statement Hearing (.1).	0.30	168.00	B320
08/07/20	Pearson, Jane	Review Patient Care Ombudsman's Fourth Report.	0.20	112.00	B110
08/07/20	Pearson, Jane	Confer with BRG regarding monthly fee application for May (.3); supervise filing BRG fee application and notice and make arrangements for service (.4); email from Greg Kopacz regarding filing Sills Cummis June fee application (.1).	0.50	280.00	B160
08/08/20	Pearson, Jane	Email from Andrew Sherman regarding settlement proposal from Debtors, UMB and Lapis.	0.40	224.00	B320
08/10/20	Pearson, Jane	Review Stipulated Motion for Stipulation Continuing Disclosure Statement Hearing and Deadline to File Replies to Objections.	0.10	56.00	B320
08/10/20	Pearson, Jane	Committee emails regarding plan proposal.	0.10	56.00	B150
08/10/20	Pearson, Jane	Supervise service of BRG fee application.	0.10	56.00	B160
08/11/20	Pearson, Jane	Review notice of continuance regarding disclosure statement hearing (.1); review Order Granting Stipulated Motion Continuing Disclosure Statement Hearing (.1).	0.20	112.00	B320
08/11/20	Pearson, Jane	Email from Andrew Sherman regarding settlement term sheet.	0.40	224.00	B150
08/12/20	Pearson, Jane	Prepare for telephonic Committee meeting (.4); participate in telephonic Committee meeting regarding plan settlement issues (.5).	0.90	504.00	B150
08/12/20	Pearson, Jane	Telephone conference with interested party regarding Astria plan status.	0.30	168.00	B150
08/12/20	Pearson, Jane	Review draft certificate of service for BRG June fee application, and supervise filing of same.	0.40	224.00	B160
08/12/20	Pearson, Jane	Review Debtors' Motion to Reject Lease, Contract or Executory Contract.	0.30	168.00	B110

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
08/13/20	Pearson, Jane	Telephone conference with Andrew Sherman regarding plan matters (.2); brief review of information relating to plan and email to Mr. Sherman regarding same (.4).	0.60	336.00	B320
08/13/20	Pearson, Jane	Review and supervise filing certificate of service for BRG fee application.	0.30	168.00	B160
08/13/20	Pearson, Jane	Review Debtors' Motion to Reject Executory Contracts (.3); email from Andrew Sherman regarding same (.2); review Debtors' Response to Phillips Healthcare's Request for Administrative Expense Claim (.1).	0.60	336.00	B110
08/14/20	Behnam, Tanya	Correspondence re Fee Applications.	0.20	72.00	B160
08/14/20	Soref, Randy B.	Draft memo re July monthly fee statement.	0.20	112.00	B160
08/14/20	Pearson, Jane	Memo regarding fee application and quarterly fee application.	0.10	56.00	B160
08/16/20	Pearson, Jane	Email from Andrew Sherman regarding stipulation continuing disclosure statement hearing.	0.10	56.00	B320
08/17/20	Pearson, Jane	Review Stipulated Motion for Second Stipulation Continuing Disclosure Statement Hearing and Deadlines.	0.10	56.00	B320
08/17/20	Pearson, Jane	Email to Justin Pitt regarding approval of Polsinelli July invoice, and email from Mr. Pitt approving same.	0.10	56.00	B160
08/18/20	Pearson, Jane	Review Omnibus Order Approving Stipulated Motions Extending Time, Authorizing Further Extensions by Agreement (.2); review Status Report for Debtors' Ninth Status Conference (.2).	0.40	224.00	B110
08/19/20	Behnam, Tanya	Correspondence re notice of hourly rate change.	0.30	108.00	B160
08/19/20	Behnam, Tanya	Draft July 2020 Monthly Fee Application.	1.10	396.00	B160
08/19/20	Pearson, Jane	Attend telephonic status conference.	0.40	224.00	B110
08/19/20	Soref, Randy B.	Draft memo re notice of rate change.	0.20	112.00	B110
08/20/20	Behnam, Tanya	Revisions to July Monthly Fee Application; correspondence re same.	0.80	288.00	B160
08/20/20	Pearson, Jane	Review Debtors' Objection to TIAA Commercial Finance's Application for Administrative Expense Claim.	0.20	112.00	B110
08/20/20	Soref, Randy B.	Review/revise July monthly fee application and notice.	0.20	112.00	B160
08/21/20	Andreacchi, Deborah A.	Prepare filings of fee applications and notices.	0.30	67.50	B110



Official Committee of Unsecured Creditors for Astria Health
Astria Health - Committee Representation

Invoice Date:
Invoice No.:
Matter No.:

September 3, 2020
1836599
103824-628101

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
08/21/20	Pearson, Jane	Review New Notice of Debtors' and WSNA's Joint Motion for an Order Approving Settlement.	0.10	56.00	B110
08/21/20	Pearson, Jane	Review Sills Cummis fee application and notice (June); supervise filing and service of same (.6); review Polsinelli fee application and notice (July); supervise filing and service of same (.5).	1.10	616.00	B160
08/24/20	Pearson, Jane	Email from Andrew Sherman with plan counter proposal (.4); Committee emails regarding same (.4); email from Gary Dyer regarding disclosure statement objections (.2).	1.00	560.00	B320
08/24/20	Behnam, Tanya	Draft Notice of Hourly Rate Change; correspondence with R. Soref and J. Pearson re same.	1.00	360.00	B110
08/24/20	Pearson, Jane	Review and revise Notice of Hourly Rate Change.	0.30	168.00	B160
08/24/20	Pearson, Jane	Review drafts of certificates of service for Polsinelli July fee application and Sills Cummis June fee application, and supervise filing of same.	0.30	168.00	B160
08/24/20	Soref, Randy B.	Review local rules and US Trustee guidelines re notice period and effective date for charging new rates.	0.20	112.00	B110
08/24/20	Pearson, Jane	Review Order Granting Debtors' Second Omnibus Motion for Order Authorizing Rejection of Certain Executory Contracts and Unexpired Real Property Leases.	0.20	112.00	B110
08/25/20	Soref, Randy B.	Review/revise second supplemental declaration re employment as Committee counsel.	0.20	112.00	B160
08/26/20	Pearson, Jane	Email to Justin Pitt, Committee chair, with declaration regarding Polsinelli rate change, and email from him regarding same (.1); determine service for notice regarding rate increase (.2); supervise filing and service of Second Supplement to Pearson Declaration in Support of Application to Employ Polsinelli (.2).	0.50	280.00	B160
08/27/20	Pearson, Jane	Review draft Certificate of Service for Second Supplement to Jane Pearson Declaration in Support of Application to Employ Polsinelli, for filing tomorrow (.2); email to Cary Rowan with Supplement (.1).	0.30	168.00	B160



**Official Committee of Unsecured Creditors for Astria Health
Astria Health - Committee Representation**

**Invoice Date:
Invoice No.:
Matter No.:**

**September 3, 2020
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103824-628101**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>	<u>Task</u>
08/28/20	Pearson, Jane	Review and supervise filing and service of Sills Cummis fee application and notice.	0.40	224.00	B160
08/30/20	Pearson, Jane	Email from Andrew Sherman regarding continuance of disclosure statement hearing.	0.10	56.00	B150
08/31/20	Pearson, Jane	Review Stipulated Motion for Third Stipulation Continuing Disclosure Statement Hearing and Deadlines to File Replies to Objections.	0.10	56.00	B320
08/31/20	Pearson, Jane	Review Notice regarding Patient Care Ombudsman's Report (.1) review Motion for Extension of Time to Assume or Reject Unexpired Leases of Nonresidential Real Property (.2).	0.30	168.00	B110

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Pearson, Jane	Shareholder	12.00	\$560.00	\$6,720.00
Soref, Randy B.	Shareholder	1.00	560.00	560.00
Behnam, Tanya	Associate	3.40	360.00	1,224.00
Andreacchi, Deborah A.	Paralegal	0.30	225.00	67.50
Total		16.70		\$8,571.50

Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
	On-Line Searches	538.00	53.80
	Postage	1.00	64.80
Total Disbursements:			\$118.60



Official Committee of Unsecured Creditors for Astria Health
Astria Health - Committee Representation

Invoice Date:
Invoice No.:
Matter No.:

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Outstanding Invoices

<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Fees</u>	<u>Costs</u>	<u>Payments</u>	<u>Total Balance</u>
06/04/20	1800749	11,120.00	183.28	9,079.28	2,224.00
07/09/20	1812825	12,380.00	91.20	0.00	12,471.20
08/14/20	1829112	30,704.00	933.10	0.00	31,637.10
Total Previous Balance					\$46,332.30



2049 Century Park East, Suite 2900, Los Angeles, CA 90067 | Phone: (310) 556-1801 www.polsinelli.com

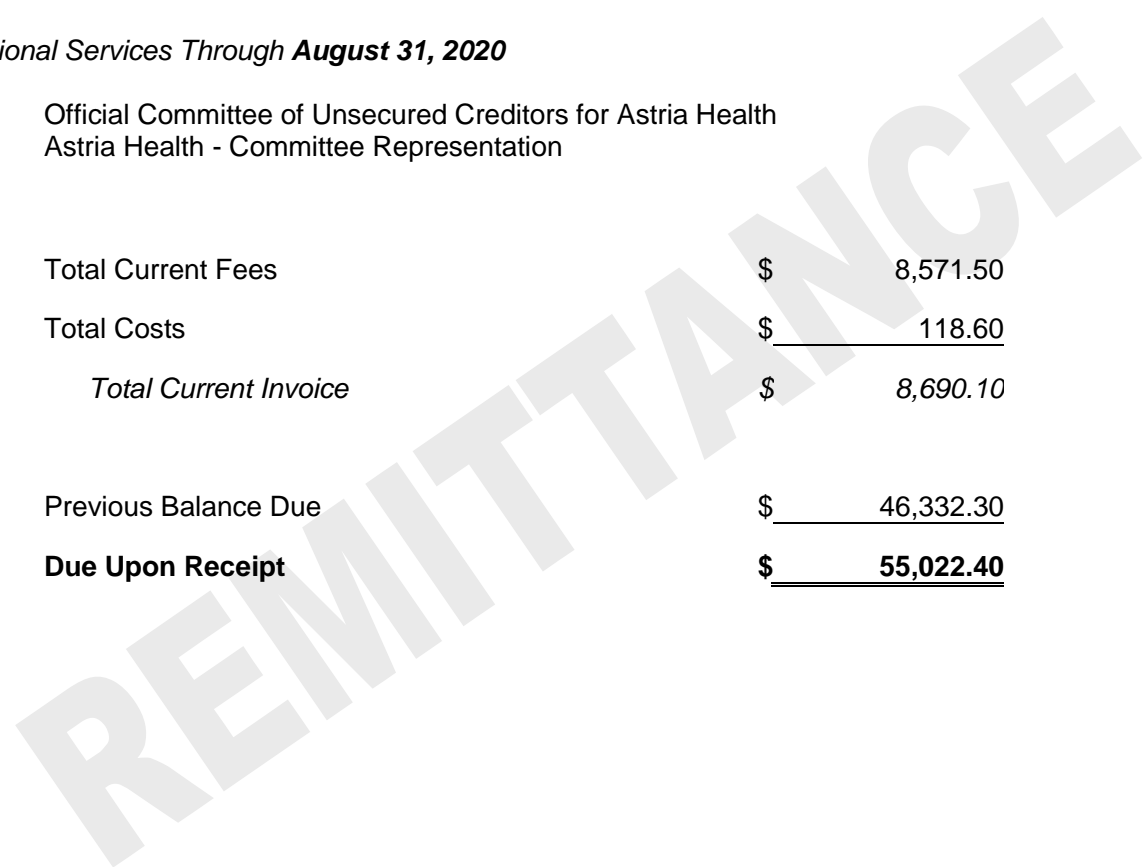
Official Committee of Unsecured Creditors for Astria Health
Justin D. Pitt, Chair
c/o Community Health Systems, Inc.
4000 Meridian Blvd.
Franklin, TN 37067
Justin_Pitt@chs.net

Invoice Date: September 3, 2020
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For Professional Services Through **August 31, 2020**

Client: Official Committee of Unsecured Creditors for Astria Health
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For other inquiries, please contact **Randy B. Soref** at
(310) 556-1801 or rsoref@polsinelli.com.

Please make checks payable to
Polsinelli LLP
P.O. Box 878681
Kansas City, MO 64187-8681
Wire Instructions:
US Bank
Acct: **Polsinelli LLP**
Acct #: 145592400157
ABA #: 101000187
SWIFT Code – USBKUS44IMT
Please reference Invoice No. 1836599