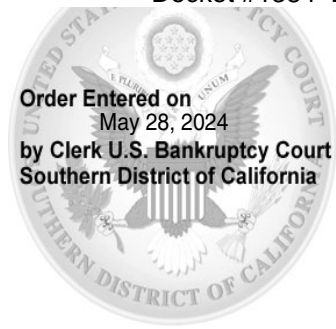


CSD 1001A [07/01/18]  
Name, Address, Telephone No. & I.D. No.

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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

BANKRUPTCY NO. 22-02384-LT11

Debtor.

Date of Hearing:  
Time of Hearing:  
Name of Judge: Laura S. Taylor

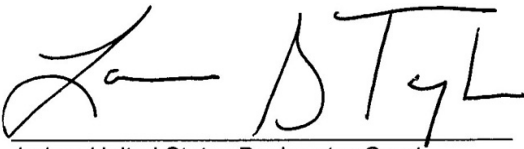
**ORDER ON**

Stipulation By and Between the Post- Effective Date Debtor, The Liquidating Trustee, and Merck & Co., Inc. Regarding Administrative Claim

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. 1382.

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//  
//  
//  
//  
//  
//

DATED: May 28, 2024

  
\_\_\_\_\_  
Judge, United States Bankruptcy Court



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On May 28, 2024, Borrego Community Health Foundation filed a "Stipulation By and Between the Post-Effective Date Debtor, the Liquidating Trustee, and Merck & Co. Inc. Regarding Administrative Claim" (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

1 SAMUEL R. MAIZEL (SBN 189301)  
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2 TANIA M. MOYRON (SBN 235736)  
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6 Facsimile: 213 623-9924

7 Attorneys for the Chapter 11  
Debtor and Debtor In Possession

8  
9 **UNITED STATES BANKRUPTCY COURT**  
10 **SOUTHERN DISTRICT OF CALIFORNIA**

11  
12 In re

Case No. 22-02384-LT11

13 BORREGO COMMUNITY  
HEALTH FOUNDATION,

Chapter 11 Case

14 Debtor and Debtor In  
15 Possession.

Honorable Laura S. Taylor

16 **STIPULATION BY AND BETWEEN THE**  
17 **POST-EFFECTIVE DATE DEBTOR,**  
**THE LIQUIDATING TRUSTEE AND**  
**MERCK & CO. INC. REGARDING**  
**ADMINISTRATIVE CLAIM**

18 Borrego Community Health Foundation, the debtor and debtor in possession  
19 (prior to the effective date of the Plan (defined below), the “Debtor,” and after the  
20 effective date, the “Post-Effective Date Debtor”) in the above-captioned chapter 11  
21 bankruptcy case, the Liquidating Trustee (the “Liquidating Trustee”) of the Borrego  
22 Community Health Foundation Liquidating Trust (the “Liquidating Trust”)   
23 established pursuant to the *First Amended Joint Combined Disclosure Statement and*  
24 *Chapter 11 Plan of Liquidation of Borrego Community Health Foundation* [Docket  
25 No. 1168] (the “Plan”), confirmed by the order [Docket No. 1273] entered  
26 January 25, 2024 (the “Confirmation Order”), and that certain Liquidating Trust  
27 Agreement, dated as of February 14, 2024 (the “Liquidating Trust Agreement”), on  
28 the one hand, and Merck & Co. Inc. (the “Claimant,” and together with the Post-

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213 623 9300

1 Effective Date Debtor and the Liquidating Trustee, the “Parties”), on the other hand,  
2 hereby stipulate as follows (the “Stipulation”):

3 **RECITALS**

4 WHEREAS, on September 12, 2022, the Debtor filed a voluntary petition for  
5 relief under chapter 11 of title 11 of the United States Code commencing Case No.  
6 22-02384 (the “Chapter 11 Case”) in the United States Bankruptcy Court for the  
7 Southern District of California (the “Court”);

8 WHEREAS, on January 25, 2024, the Court entered the Confirmation Order,  
9 which provides:

10 All requests for payment of an Administrative Claim (other than a  
11 Professional Fee Claim) arising or deemed to have arisen after  
12 September 12, 2022, must be filed with this Court, and served to the  
13 Debtor, the Liquidating Trustee, and the Co-Liquidating Trustee on or  
14 before the date that is 90 days after the Effective Date.

15 Confirmation Order at ¶ 31, [Docket No. 1273 at ¶ 31];

16 WHEREAS, the Liquidating Trust Agreement, approved pursuant to the  
17 Confirmation Order, provides that the Liquidating Trustee has the power and  
18 authority to settle or resolve any claims other than general unsecured claims;

19 WHEREAS, on February 27, 2024, the Claimant informed the Post-Effective  
20 Date Debtor and the Liquidating Trustee that the Claimant asserts an Administrative  
21 Claim<sup>1</sup> (as defined by the Plan and Confirmation Order) in the amount of \$56,761.26;  
22 and

23 WHEREAS, after review of the Post-Effective Date Debtor’s books and  
24 records, the Parties have agreed to resolve any issues regarding the Claimant’s claim  
25 as set forth herein and desire the Court enter an order on the Stipulation set forth  
26 below.

27  
28 <sup>1</sup> The term “Administrative Claim” shall have the same definition as ascribed in the Plan and Confirmation Order.

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**STIPULATION**

**NOW, THEREFORE,** the Parties hereby agree and stipulate as follows:

1. The Claimant shall have an allowed Administrative Claim in the amount of \$28,380.96.

2. This Stipulation shall serve as the filing of an Administrative Claim in accordance with the Confirmation Order.

3. In consideration of the agreements with and value provided herein and other good and valuable consideration, the Parties hereby waive, remise, release and forever discharge the other, including each of their respective former and current predecessors, successors, assigns, affiliates, subsidiaries, parent companies, shareholders, partners, members, managers, investors directors, officers, accountants, attorneys, employees, agents, representatives and servants of, from and against any and all claims, actions, causes of action, suits, proceedings, defenses, counterclaims, contracts, judgments, damages, accounts, reckonings, executions, and liabilities whatsoever of every name and nature, whether known or unknown, whether or not well-founded in fact or in law, and whether in law, at equity or otherwise, which either Party ever had or now has for or by reason of any matter, cause or anything whatsoever to this date relating to or arising out of the Parties' prior employer/employee relationship, or the Chapter 11 Case.

4. Each of the Parties to the Stipulation acknowledge that they are familiar with California Civil Code section 1542 and with respect to the matters released herein, and each Party expressly waives any and all rights under California Civil Code section 1542 and under any other federal or state statute or law of similar effect.

California Civil Code section 1542 provides:

A general release does not extend to claims that the creditor or releasing party does not know or suspect to exist in his or her favor at the time of executing the release and that, if known by him or her, would have materially affected his or her settlement with the debtor or released party.

5. The Claimant hereby warrants that the Claimant (a) is authorized and

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1 empowered to execute this Stipulation, (b) has read this Stipulation in its entirety and  
2 fully understands and accepts the terms set forth herein, (c) has had an opportunity  
3 to consult with legal counsel and any other advisors of the Claimant's choice with  
4 respect to the terms of this Stipulation, and (d) is signing this Stipulation on the  
5 Claimant's own free will.

6 6. The terms, covenants, conditions, and provisions of this Stipulation  
7 cannot be altered, changed, modified, or added to, or deleted from, except in a writing  
8 signed by all parties hereto.

9 7. This Stipulation may be executed in counterparts each of which shall be  
10 deemed an original, but all of which together shall constitute one and the same.

11 8. The Court shall retain jurisdiction over all matters relating to the  
12 interpretation and enforcement of this Stipulation.

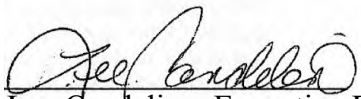
14 Dated: May 28, 2024

DENTONS US LLP  
SAMUEL R. MAIZEL  
TANIA M. MOYRON

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

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

21 Dated: May 28, 2024

By:   
Lee Candelino, Executive Director,  
Global Security  
Merck & Co. Inc.  
Claimant

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

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: May 28, 2024

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Page 1 of 5  
Total Noticed: 29

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 sent via mandatory electronic bankruptcy noticing pursuant to Fed. R. Bank. P. 9036.
#	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 May 30, 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	May 29 2024 02:19:15	Alexandre Ian Cornelius, 23801 Calabasas Rd., Suite 100, Calabasas, CA 91302-1568
cr	+ Email/PDF: acg.acg.ebn@aisinfo.com	May 29 2024 02:24:12	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	May 29 2024 02:19:00	CRG Financial LLC, 84 Herbert Ave, Building B - Suite 202, Closter, NJ 07624-1344
cr	Email/Text: fred.glass@fairharborcapital.com	May 29 2024 02:19:00	FAIR HARBOR CAPITAL LLC, PO Box 237037, New York, NY 10023, US
cr	Email/Text: sbse.cio.bnc.mail@irs.gov	May 29 2024 02:19:00	Internal Revenue Service, U.S. Attorney's Office, 880 Front St., Rm. 6293, San Diego, CA 92101
cr	+ Email/Text: schristianson@buchalter.com		





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United States Trustee  
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