



Dated: March 7, 2025

The following is ORDERED:

A handwritten signature in black ink that reads "Janice D. Loyd".

Janice D. Loyd
U.S. Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA**

_____	X	
In re	:	
	:	Chapter 11
	:	
HOSPITAL FOR SPECIAL SURGERY, LLC	:	
	:	Case No. 24-12862-JDL
<i>Dba</i> ONECORE HEALTH,	:	
	:	
	:	
Debtor.	:	
_____	X	

**ORDER IMPLEMENTING PROCEDURES TO RETAIN,
COMPENSATE, AND REIMBURSE PROFESSIONALS UTILIZED
IN THE ORDINARY COURSE OF BUSINESS**

Upon the Motion (the "Motion")¹ of Hospital for Special Surgery, LLC *dba* OneCore Health ("OneCore" or the "Debtor"), as debtor-in-possession in the above-referenced chapter 11 case, for entry of an order (this "Order"), under sections 105, 327, 328, and 330 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016, authorizing the Debtor's retention and compensation

¹ All defined terms shall have the meaning ascribed to them in the Motion unless otherwise defined herein.



of certain professionals utilized in the ordinary course of business; and this Court having jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334 and rule 81.4(a) of the Local Civil Rules of the United States District Court for the Western District of Oklahoma; and venue of this Chapter 11 Case and the Motion in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that the Motion was filed on February 6, 2025, and served on or before February 6, 2025 and that the response deadline to the Motion expired on February 27, 2025; and objections (if any) to the Motion having been withdrawn, resolved, or overruled on the merits; and this Court finding that proper and adequate notice of the Motion and the relief requested therein has been provided in accordance with the Bankruptcy Rules and the Local Bankruptcy Rules of the United States Bankruptcy Court for the Western District of Oklahoma, and that, except as otherwise ordered herein, no other or further notice is necessary; and a hearing, if requested, having been held to consider the relief requested in the Motion and upon the record of any such hearing and all of the proceedings had before this Court; and this Court having found and determined that the relief sought in the Motion is in the best interests of Debtor, its estate, its creditors, and all other parties-in-interest; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. Debtor is authorized, but not directed, to retain and pay reasonable fees and expenses for the services of various professionals listed on Exhibit 2 attached to the Motion in the ordinary course of its business (each, an ordinary course professional or “OCP” and, collectively,

the “OCPs”),² effective as of the date the Motion was filed (the “Motion Date”), subject to compliance with the OCP Procedures (as defined below).

3. The following procedures (the “OCP Procedures”) for the retention of OCPs are hereby approved:

- (a) Within 30 days following the latter of (i) entry of this Order or (ii) the commencement of services for the Debtor, each OCP shall provide Debtor’s attorneys with a declaration of disinterestedness (each, a “Declaration of Disinterestedness”) substantially in the form attached to the Motion as Exhibit 3 and a retention questionnaire substantially in the form attached as Exhibit 1 to the UST’s Limited Objection to the Motion [Dkt. No. 201] (the “Retention Questionnaire,” and together with the Declaration of Disinterestedness, the “Retention Materials”).
- (b) Each OCP shall file a copy of the OCP’s Retention Materials with the Court and serve, or cause to be served, a copy on the Distribution Service List (the “Notice Parties”).³
- (c) The Notice Parties shall have 15 days after the filing of an OCP’s Retention Materials to object to the retention of that OCP (the “Objection Deadline”). Any objecting party shall file its objection with the Court and serve it upon the Notice Parties, Debtor’s attorneys, and the relevant OCP on or before the Objection Deadline. If an objection cannot be resolved within 10 days after the Objection Deadline, then the retention of the OCP that is the subject of the objection shall be scheduled for hearing by Debtor. Debtor shall not be authorized to retain and pay such OCP until all outstanding objections have been withdrawn, resolved, or overruled by order of the Court.
- (d) If no objection is received from any of the Notice Parties prior to the expiration of the Objection Deadline with respect to an OCP, Debtor shall be authorized to retain and pay that OCP in accordance with the OCP Procedures *nunc pro tunc* to the Motion Date or, if services are subsequently commenced, the date on which the OCP commenced services, without further order from this Court.
- (e) Debtor is authorized, without formal applications being filed with the Court, to retain and compensate an OCP 100% of such OCP’s postpetition fees and

² Except as authorized by the Court, the OCP Procedures shall not apply to professionals retained by Debtor pursuant to separate orders of the Court.

³ In order to ensure electronic filing is made, Debtor is authorized to file Retention Materials on behalf of OCPs and to serve such Retention Materials upon the Notice Parties.

disbursements after such OCP has (i) filed with the Court and properly served on the Notice Parties its Retention Materials with respect to which the Objection Deadline has lapsed and no objections are pending and (ii) submits to Debtor an appropriate invoice setting forth in reasonable detail the nature of the services rendered or to be rendered after the Petition Date.

- (f) Debtor reserves the right to retain additional OCPs from time to time during this Chapter 11 Case by (i) including such OCPs on an amended version of Exhibit 2 attached to the Motion that is filed with the Court and served on the Notice Parties and (ii) having such OCPs comply with the OCP Procedures *provided, however*, that the authorization for the retention and payment of future OCPs not originally listed on Exhibit 2 may relate back only to the date it files and serves its Retention Materials.

4. Debtor may amend the compensation limitations set forth in this order upon filing a revised list with the Court and upon the Notice Parties. If no objections are filed to any such revised list within 10 days after filing and service thereof, such list shall be deemed approved without the need for a hearing or entry of a further order by the Court.

5. Debtor shall include as a separate item in its Monthly Operating Reports on a going forward basis, detailed reporting regarding how much each OCP has been invoiced and paid in an applicable month.

6. Debtor shall also give notice of final totals paid to each OCP within a reasonable time prior to the entry of a final decree.

7. The Declaration of Disinterestedness is approved.

8. The Retention Questionnaire is also approved.

9. This Order shall not apply to any professional retained by Debtor pursuant to a separate order of the Court.

10. Debtor is authorized and empowered to execute and deliver such documents, and to take and perform all actions necessary to implement and effectuate the relief granted in this Order.

11. This Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or related to the Motion or the implementation of this Order.

12. Debtor shall effectuate service of this Order on the Distribution Service List.
13. Findings of fact are based upon representations of counsel. Local Rule 9013-1.L.1.

IT IS SO ORDERED.

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Approved for Entry:

ONECORE

/s/ Craig M. Regens

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–AND–

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