

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

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

**REORGANIZED DEBTOR’S FINAL APPLICATION, ON BEHALF OF
LYSBETH L. GEORGE OF THE FIRM OF LIZ GEORGE & ASSOCIATES, AS
CONFLICTS COUNSEL FOR DEBTOR, FOR ALLOWANCE AND PAYMENT OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES,
WITH BRIEF IN SUPPORT, NOTICE OF OPPORTUNITY FOR
HEARING, AND NOTICE OF HEARING**

NOTICE OF OPPORTUNITY FOR HEARING

Your rights may be affected. You should read this Document carefully and consult your attorney about your rights and the effect of this Document. If you do not want the Court to grant the motion, or you wish to have your views considered, you must file a written response to the motion with the Clerk of the United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue, Oklahoma City, OK 73102 no later than 21 days from the date of filing of the motion. You should also serve a file-stamped copy of the response to the undersigned [and others who are required to be served] and file a certificate or affidavit of service with the Court.

[Note – this is a flat twenty-one (21) days regardless of the manner of service.]

**NOTICE OF HEARING
(TO BE HELD IF A RESPONSE IS FILED)**

Notice is hereby given that if a response to the Application for Allowance and Payment of Interim Compensation and Reimbursement of Expenses is filed, the hearing on the matter will be held on August 7, 2025, at 10:00 a.m. in the second floor courtroom of the United States Bankruptcy Court for the Western District of Oklahoma, 215 Dean A. McGee Avenue,



Oklahoma City, OK 73102. If no response is timely filed and the court grants the requested relief prior to the above-referenced hearing date, the hearing will be stricken from the docket of the Court.

Hospital for Special Surgery, LLC *dba* OneCore Health (“OneCore” or “Reorganized Debtor”) hereby submits this final application (the “Final Fee Application” or the “Application”) for entry of an order, substantially in the form attached hereto as Exhibit 1 (the “Proposed Order”), pursuant to sections 330(a) and 503(b) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”) and rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), allowing and awarding final compensation and reimbursement of expenses incurred by Lysbeth L. George (“Ms. George”) of the firm Liz George & Associates, to act as conflicts counsel for the Debtor for the period commencing October 22, 2024 through May 30, 2025 (the “Fee Period”). In support of this Application, the Reorganized Debtor respectfully states as follows:

BRIEF IN SUPPORT

Background

1. OneCore is a duly licensed hospital that has been specializing in orthopedic and specialty surgeries in the community of central Oklahoma for more than a decade. In late 2021, OneCore completed the construction of its present leased facility in northeast Oklahoma City and has been operating at such location since January 2022.

2. OneCore has focused on a culture of excellence in the delivery of surgical and other health care services such as radiology and orthopedic care with the goal of being one of the top performing surgical hospitals in Oklahoma. In the past four (4) years, OneCore has received many accolades for its excellence and patient care, including the following:

- Healthgrades: Knee Replacement 5-star recipient, 2023 and 2024;
- Healthgrades: Spinal Fusion Surgery 5-star recipient 2021 – 2024;

- Healthgrades: Outstanding Patient Experience 2024; and
- Press Ganey: Guardian of Excellence Award for Outstanding Patient Experience.¹

3. On October 7, 2024, OneCore filed its *Voluntary Petition* (the “Petition Date”). [Dkt. No. 1]. Additional factual background relating to OneCore’s business and the commencement of the Chapter 11 Case is set forth in detail in the First Day Declaration of Carrie McEntire (the “McEntire First Day Declaration”).

4. OneCore continued to operate its business and manage its properties as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No committee was appointed pursuant to section 1102 of the Bankruptcy Code.

5. On May 13, 2025, the Court entered an order approving OneCore’s Chapter 11 Plan or Reorganization. *See Order (I) Confirming Debtor’s Chapter 11 Plan of Reorganization and (II) Granting Related Relief* [Dkt. No. 296].

Facts Specific to the Relief Requested

6. On October 22, 2024, OneCore filed its *Application to Employ Lysbeth L. George as Conflicts Counsel for Debtor-In Possession with Notice and Opportunity for Hearing* (the “Employment Application”) [Dkt. No 73]. On November 13, 2024, the Court granted the Employment Application (the “Employment Order”). [Dkt. No. 119].

7. On November 8, 2024, OneCore filed its *Motion for Entry of Order Establishing Procedures for Compensation and Reimbursement of Expenses of Professionals* (the

¹ The Press Ganey Guardian of Excellence Award® honors organizations that perform in the top 5% of healthcare providers and health plans for patient experience, employee engagement, physician experience, clinical quality performance or consumer experience in one year. Only 501 hospitals and health systems achieved this recognition out of over 10,000.

“Compensation Procedures Motion”) [Dkt. No. 114]. On December 3, 2024, the Court granted the Compensation Procedures Motion (the “Compensation Order”).² [Dkt. No. 129].

8. Since the Petition Date, Ms. George has provided valuable legal services to OneCore and its estate at the rates specified in the Employment Application.

9. Ms. George has presented fee statements to the Notice Parties for the months of January and February 2025 (the only months in which services were necessary and provided) (the “Monthly Fee Statements”) which provided notice of (i) the total fees incurred, (ii) each billing professional’s hourly rate, (iii) total time and fees for the covered period, and (v) the amount of any prepetition retainer held. Included in these Monthly Fee Statements is time incurred by Ms. George in preparing the Monthly Fee Statements, but not time spent proofreading individual time entries.

10. The Chapter 11 Plan provides that final applications for professional services shall be filed and served within 45 days of the Plan’s Effective Date. *See Chapter 11 Plan of Reorganization* [Dkt No. 254].

11. The source of payment distributed to Ms. George in response to her Monthly Fee Statements has been paid with cash on hand from OneCore’s estate. As of the date of this filing, the Reorganized Debtor has cash on hand sufficient to pay the amounts sought by this Final Fee Application. The Reorganized Debtor presently has not accrued any unpaid administrative expenses except for non-delinquent ordinary course obligations arising from its normal operations. No agreement exists under which Ms. George has agreed to share compensation or reimbursement with any other person.

² All defined terms shall have the meaning ascribed to them in the motions or applications referenced, unless otherwise specifically defined herein.

Jurisdiction

12. The Court has jurisdiction to consider this Application 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. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue for purposes of considering this Application is proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are sections 330(a) and 503(b) of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016.

Relief Requested

13. By this Final Fee Application, the Reorganized Debtor seeks the final allowance and approval of an administrative claim on behalf of Ms. George for legal services rendered in the amounts of \$1,110.00 (no expenses were incurred). The Reorganized Debtor also seeks authorization to pay Ms. George the aforementioned compensation and reimbursement less the amount it has previously paid pursuant to the Monthly Fee Statements for January and February 2025.

Basis for Relief

14. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under Section 327 of the Bankruptcy Code “reasonable compensation for actual necessary services rendered...and reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded to [a] professional person, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including—

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

15. The settled method for determining reasonable attorneys' fees and expenses in federal courts is the "lodestar" method: multiplying reasonable hourly rates by the number of hours reasonably expended. *See, e.g., Rubner & Kutner, P.C. v. United States Trustee (In re Lederman Enters., Inc.)*, 997 F.2d 1321, 1323 (10th Cir. 1993). The lodestar may be adjusted on the consideration of additional factors and circumstances, including: (1) the time and labor required; (2) the novelty and complexity of the issues presented; (3) the skill required to properly perform the legal services rendered; (4) preclusion of other employment due to acceptance of the engagement; (5) customary fee charges for like work; (6) whether the fee is fixed or contingent; (7) time limitations imposed by circumstances or the client; (8) the amount in controversy and results obtained; (9) the experience, reputation and ability of counsel; (10) the undesirability of the case; (11) the nature and length of the professional relationship between counsel and client; and

(12) fee awards in similar cases. *See, e.g., In re Miniscribe Corp.*, 309 F.3d 1234, 1243-44 (10th Cir. 2002) (applying factors set out in *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714, 717-19 (5th Cir. 1974)).

16. In the instant case, Ms. George respectfully submits that the factors applicable to this Chapter 11 Case are met. The services and expenses for which Ms. George seeks compensation are the actual fees and expenses incurred that were necessary for and beneficial to OneCore.

17. As to its expenses, the expenses billed are both reasonable and economical and were principally incurred for the payment of filing fees, administrative costs, and legal research needs. The amounts charged are the same as those customarily charged to non-bankruptcy clients and any in-house expenses are believed to reflect the actual costs thereof and are not considered non-reimbursable overhead. The expenses charged are described in further detail on the invoices attached hereto as Exhibit 2.

18. As to its fees, Ms. George submits that each of the above-referenced factors are met, and that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to OneCore.

19. Specifically, the rates charged are the rates that were set forth in Ms. George's Employment Application and approved by the Court in the Employment Order. These rates are commensurate with rates charged by similarly positioned professionals in and around the Oklahoma City, Oklahoma region for matters of like complexity and consequence.

20. As explained in its Employment Application, Ms. George has extensive experience and knowledge in the field of debtors and creditors' rights and business reorganizations under the United States Bankruptcy Code, is familiar with the Debtor's business and financial affairs, and

many of the potential legal issues that may arise in the context of this case, and is both able and uniquely qualified to represent it in this Chapter 11 case.

21. Moreover, Ms. George has employed careful discretion to engage in only those activities which are necessary and provide meaningful value to OneCore and its estate. In doing so, it has also attempted to ensure that tasks are performed efficiently and that there is no duplication of services rendered. Therefore, in instances where more than one professional participated in any task, each professional's participation was necessary to the performance of the task for which he or she was individually responsible.

22. Some of the work performed related to, for example, the following activities:

- a. working closely with various stakeholders (internal and external), including counterparties, to maximize the value of the estate; and
- b. maintaining ongoing negotiations with creditors, investors, and equity partners to work toward preparation of a confirmable plan of reorganization

23. The work Ms. George performed is described in further detail on an invoice attached hereto as Exhibit 2.

24. The Reorganized Debtor has been given the opportunity to review this filing, and the undersigned counsel is authorized to state that the Reorganized Debtor has approved this Final Fee Application.

Reservation of Rights

25. Although Ms. George has made every effort to include in this Application all fees and expenses incurred during the Fee Period, certain fees and expenses might not be included in this Application due to delays caused by accounting and processing during the Fee Period. Ms. George reserves the right to make further application to the Court for the allowance of such fees and expenses not included in this Application.

Notice

26. No creditors' committee, trustee, or examiner was appointed in this Chapter 11 Case. Notice of this Application has been provided to the Notice Parties under the Compensation Order and to any party in interest that has requested notices under Bankruptcy Rule 2002. The Reorganized Debtor submits that, in light of the nature of the relief requested, no other or further notice need be provided.

Conclusion

WHEREFORE, the Reorganized Debtor respectfully requests that the Court (a) enter the Proposed Order and (b) grant such other and further relief as is just and proper.

Respectfully submitted,

ONECORE

/s/ Lysbeth L. George

Lysbeth L. George, OBA NO. 30562

LIZ GEORGE & ASSOCIATES

8101 S Walker, Suite F

Oklahoma City, OK 73139

(405) 689-5502

liz@georgelawok.com

Conflicts Counsel to Reorganized Debtor

Exhibit 1

Proposed Order

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

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

**ORDER GRANTING REORGANIZED DEBTOR’S FINAL APPLICATION FOR
ALLOWANCE AND PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES TO LYSBETH L. GEORGE OF THE FIRM
OF LIZ GEORGE & ASSOCIATES, AS CONFLICTS COUNSEL FOR DEBTOR,**

Upon the Final Application (the “Final Fee Application” or the “Application”)³ of Hospital for Special Surgery, LLC *dba* OneCore Health (“OneCore” or the “Reorganized Debtor”), as debtor-in-possession in the above-referenced chapter 11 case, for entry of an order

³ All defined terms shall have the meaning ascribed to them in the Application unless otherwise defined herein.

(this “Order”), under sections 330 and 503(b) of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016, authorizing payment to Lysbeth L. George (“Ms. George”) of the firm Liz George & Associates and this Court having jurisdiction to consider the Application 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 Application 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 Application was filed on July 11, 2025 and contemporaneously served, and that the response deadline to the Application expired on August 1, 2025; and objections (if any) to the Application having been withdrawn, resolved or overruled on the merits; and this Court finding that proper and adequate notice of the Application 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 Application 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 Application is in the best interests of the Reorganized Debtor, its estate, its creditors and all other parties-in-interest; and that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein;
2. Ms. George is awarded an administrative claim for compensation and reimbursement in the amount of \$1,110.00 in compensation for services rendered; and

3. The Reorganized Debtor is authorized and directed to pay Ms. George the aforementioned compensation and reimbursement, less the amounts previously paid; and is empowered to take all other actions necessary to implement the relief granted in this Order;

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

5. The Reorganized Debtor shall effectuate service of this Order on the Notice Parties under the Compensation Order.

6. 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/ Lysbeth L. George
Lysbeth L. George, OBA NO. 30562
LIZ GEORGE & ASSOCIATES
8101 S Walker, Suite F
Oklahoma City, OK 73139
(405) 689-5502
liz@georgelawok.com

Conflicts Counsel to Reorganized Debtor

Exhibit 2

Invoiced Fees

Liz George and Associates

8101 S. Walker, Suite F
 Oklahoma City, OK 73139
 United States
 405-689-5502



LIZ GEORGE AND ASSOCIATES
 -ATTORNEYS AT LAW-

Will H. Hoch

Crowe & Dunlevy, PC
 324 N. Robinson Ave., Ste. 100
 Oklahoma City, OK 73102

Balance \$67.50
Invoice # 02721
Invoice Date January 15, 2025
Payment Terms Due on Receipt
Due Date January 15, 2025

OneCore Health Bankruptcy

For services rendered between
 December 01, 2024 and December 31, 2024

Securely pay online

<https://law-office-of-liz-george-pllc.mycase.com/xbe8r6c7>

**Time Entries**

Date	EE	Activity	Description	Rate	Hours	Line Total
12/17/2024	LG	Communications	Conference call with Will Hoch, Carrie McEntire, Craig Regens, Kyle Pewitt, Mark Toffoli, Steve Heckert, Doris Gold, and Kaleigh Ewing to discuss case status, financing efforts, and strategy	\$300.00	1.5	\$450.00
Totals:					1.5	\$450.00

Time Entry Sub-Total:	\$450.00
Sub-Total:	\$450.00
Total:	\$450.00
Amount Paid:	\$382.50
Balance Due:	\$67.50

Payment History

Activity	Date	Payment Method	Amount	Responsible User	Deposited Into
Payment Received	Feb 6, 2025	Check	\$382.50	Karla Mata-Rosales (Staff)	Operating

Liz George and Associates

8101 S. Walker, Suite F
 Oklahoma City, OK 73139
 United States
 405-689-5502



LIZ GEORGE AND ASSOCIATES
 -ATTORNEYS AT LAW-

Will H. Hoch

OneCore Health
 Crowe & Dunlevy, PC
 324 N. Robinson Ave., Ste. 100
 Oklahoma City, OK 73102

Balance \$99.00
Invoice # 02784
Invoice Date February 17, 2025
Payment Terms Due on Receipt
Due Date February 17, 2025

OneCore Health Bankruptcy

For services rendered between
 January 01, 2025 and January 31, 2025

Securely pay online

<https://law-office-of-liz-george-llc.mycase.com/xzmnnnkm>

**Time Entries**

Date	EE	Activity	Description	Rate	Hours	Line Total
01/09/2025	LG	Communications	Call with Will Hoch and Craig Regans regarding status of settlement negotiations and need for information from Solara	\$300.00	0.5	\$150.00
01/09/2025	LG	Communications	E-mail to Mark Tofolli regarding request for information from Solara	\$300.00	0.2	\$60.00
01/17/2025	LG	Conference	Attend conference call with all stakeholders including debtors counsel, Solara counsel, and Carrie McEntire to discuss status of settlement negotiations and debtor financing	\$300.00	1.5	\$450.00
Totals:					2.2	\$660.00

Time Entry Sub-Total:	\$660.00
Sub-Total:	\$660.00
Total:	\$660.00
Amount Paid:	\$561.00
Balance Due:	\$99.00

Payment History

Activity	Date	Payment Method	Amount	Responsible User	Deposited Into
Payment Received	Mar 4, 2025	Check	\$561.00	Karla Mata-Rosales (Staff)	Operating