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8 *California, Inc., et al.*

9 **UNITED STATES BANKRUPTCY COURT**  
**CENTRAL DISTRICT OF CALIFORNIA – LOS ANGELES DIVISION**

10 In re:  
11 VERITY HEALTH SYSTEM OF CALIFORNIA,  
12 INC., *et al.*,  
13 Debtors and Debtors In Possession.

- 14 Affects:
- 15  All Debtors
  - 16  Verity Health System of California, Inc.
  - 17  O’Connor Hospital
  - 18  Saint Louise Regional Hospital
  - 19  St. Francis Medical Center
  - 20  St. Vincent Medical Center
  - 21  Seton Medical Center
  - 22  O’Connor Hospital Foundation
  - 23  Saint Louise Regional Hospital
  - 24  Foundation
  - 25  St. Francis Medical Center of
  - 26  Lynwood Foundation
  - 27  St. Vincent Foundation
  - 28  St. Vincent Dialysis Center, Inc.
  - Seton Medical Center Foundation
  - Verity Business Services
  - Verity Medical Foundation
  - Verity Holdings, LLC
  - De Paul Ventures, LLC
  - De Paul Ventures - San Jose Dialysis, LLC

Debtors and Debtors In Possession.

Lead Case No. 2:18-bk-20151-ER  
Jointly Administered With:  
CASE NO.: 2:18-bk-20162-ER  
CASE NO.: 2:18-bk-20163-ER  
CASE NO.: 2:18-bk-20164-ER  
CASE NO.: 2:18-bk-20165-ER  
CASE NO.: 2:18-bk-20167-ER  
CASE NO.: 2:18-bk-20168-ER  
CASE NO.: 2:18-bk-20169-ER  
CASE NO.: 2:18-bk-20171-ER  
CASE NO.: 2:18-bk-20172-ER  
CASE NO.: 2:18-bk-20173-ER  
CASE NO.: 2:18-bk-20175-ER  
CASE NO.: 2:18-bk-20176-ER  
CASE NO.: 2:18-bk-20178-ER  
CASE NO.: 2:18-bk-20179-ER  
CASE NO.: 2:18-bk-20180-ER  
CASE NO.: 2:18-bk-20181-ER

Chapter 11 Cases

Hon. Ernest M. Robles

**OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS’  
RESERVATION OF RIGHTS  
REGARDING THE DEBTORS’  
MOTION FOR ENTRY OF AN ORDER  
PURSUANT TO SECTION 1121 OF THE  
BANKRUPTCY CODE EXTENDING  
THE EXCLUSIVE PERIODS TO FILE A  
CHAPTER 11 PLAN AND SOLICIT  
ACCEPTANCES [DKT. 3471]**

Hearing:

Date: November 19, 2019

Time: 10:00 a.m.

Location: Courtroom 1568



182015119110500000000002

1 The Official Committee of Unsecured Creditors of Verity Health System of California, Inc.,  
2 *et al.* (the “Committee”), appointed in connection with the chapter 11 cases of the above-captioned  
3 debtors and debtors-in-possession (the “Debtors”), hereby submits this reservation of rights (the  
4 “Reservation of Rights”) regarding the Debtors’ *Motion for Entry of an Order Pursuant to Section*  
5 *1121 of the Bankruptcy Code Extending the Exclusive Periods to File a Chapter 11 Plan and Solicit*  
6 *Acceptances* (the “Motion”) [Docket No. 3471].

7 The Debtors’ Motion seeks a 67-day extension of exclusivity to solicit acceptances for a plan  
8 that the Committee believes is unconfirmable on its face. As set forth in the *Official Committee of*  
9 *Unsecured Creditors’ Objection to Motion of the Debtors for an Order Approving Proposed*  
10 *Disclosure Statement and Other Relief* [Docket No. 3092], there are two primary defects in the  
11 Debtors’ plan: (1) the plan would pay secured creditors the amount of their *asserted* claims rather than  
12 the amount of their *allowed* claims and (2) the plan would grant the Debtors, rather than the Committee  
13 (which is the fiduciary for general unsecured creditors), the right to appoint the liquidating trustee of  
14 a creditor trust.

15 The Committee is currently in discussions with the Debtors about curing the defects in the  
16 current plan, and the Committee hopes that the Debtors will use any extension of exclusivity granted  
17 by the Court to cure such defects. However, if the Debtors continue along their present path, then the  
18 Committee may seek to terminate exclusivity in order to have the opportunity to propose an alternative  
19 plan that cures these defects. Accordingly, while the Committee intends to continue its discussions  
20 with the Debtors regarding remedies for the defects in the current plan, the Committee reserves its  
21 right to seek the termination of exclusivity pursuant to 11 U.S.C. § 1121(d)(1) at any time, should the  
22 Committee choose to do so.

23 DATED: November 5, 2019

MILBANK LLP

24  
25 /s/ Mark Shinderman  
GREGORY A. BRAY  
26 MARK SHINDERMAN  
JAMES C. BEHRENS

27 Counsel for the Official Committee of  
28 Unsecured Creditors of Verity Health System of  
California, Inc., et al.

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:

**2029 Century Park E, 33<sup>rd</sup> Floor, Los Angeles, CA 90067.**

A true and correct copy of the foregoing document entitled (*specify*): OFFICIAL COMMITTEE OF UNSECURED CREDITORS' RESERVATION OF RIGHTS REGARDING THE DEBTORS' MOTION FOR ENTRY OF AN ORDER PURSUANT TO SECTION 1121 OF THE BANKRUPTCY CODE EXTENDING THE EXCLUSIVE PERIODS TO FILE A CHAPTER 11 PLAN AND SOLICIT ACCEPTANCES will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

**1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) November 5, 2019, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

**2. SERVED BY UNITED STATES MAIL:**

On (*date*) November 5, 2019, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

**3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL** (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) November 5, 2019, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

November 5, 2019      Ricky Windom  
*Date*                      *Printed Name*

/s/ Ricky Windom  
*Signature*

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