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

In re:

VERITY HEALTH SYSTEM OF CALIFORNIA,
INC., *et al.*,

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. Judge Ernest M. Robles

**STIPULATION BETWEEN OFFICIAL
COMMITTEE OF UNSECURED
CREDITORS AND UMB BANK, N.A.,
WELLS FARGO BANK, NATIONAL
ASSOCIATION, AND U.S. BANK,
NATIONAL ASSOCIATION, REGARDING
COMMITTEE’S OMNIBUS CLAIMS
OBJECTION**

[RELATED TO DOCKET NO. 3634]

- Affects All Debtors
- Affects Verity Health System of California, Inc.
- Affects O’Connor Hospital
- Affects Saint Louise Regional Hospital
- Affects St. Francis Medical Center
- Affects St. Vincent Medical Center
- Affects Seton Medical Center
- Affects O’Connor Hospital Foundation
- Affects Saint Louise Regional Hospital Foundation
- Affects St. Francis Medical Center of Lynwood Foundation
- Affects St. Vincent Foundation
- Affects St. Vincent Dialysis Center, Inc.
- Affects Seton Medical Center Foundation
- Affects Verity Business Services
- Affects Verity Medical Foundation
- Affects Verity Holdings, LLC
- Affects De Paul Ventures, LLC
- Affects De Paul Ventures - San Jose Dialysis, LLC

Debtors and Debtors In Possession.



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

1 The Official Committee of Unsecured Creditors of Verity Health System of California,
2 Inc., *et al.* (the “Committee”), appointed in connection with the chapter 11 cases of the above-
3 captioned debtors and debtors-in-possession (the “Debtors”), on the one hand, and UMB Bank,
4 N.A., as successor master indenture trustee for the master indenture obligations (“UMB”), Wells
5 Fargo Bank, National Association, as indenture trustee for the series 2005 revenue bonds (“Wells
6 Fargo”), and U.S. Bank, National Association, as indenture trustee for both the 2015 notes and the
7 2017 notes (“US Bank,” and together with UMB, Wells Fargo, and the Committee, the “Parties”),
8 on the other hand, by and through their undersigned counsel, hereby state and stipulate as follows
9 (this “Stipulation”):

10 **WHEREAS**, on June 13, 2019, the Committee filed its Complaint for Determination of
11 the Validity, Priority, and Extent of Liens and Security Interests against UMB in Adversary
12 Proceeding No. 2:19-ap-19-01166-ER [Adv. Docket No. 1] (the “UMB Adversary Proceeding”),
13 and its First Amended Complaint on September 11, 2019 [Adv. Docket No. 37];

14 **WHEREAS**, on June 13, 2019, the Committee filed its Complaint for Determination of
15 the Validity, Priority, and Extent of Liens and Security Interests against US Bank in Adversary
16 Proceeding No. 2:19-ap-19-01165-ER [Adv. Docket No. 1] (the “US Bank Adversary
17 Proceeding”), and its First Amended Complaint on September 11, 2019 [Adv. Docket No. 30];

18 **WHEREAS**, the allegations and the relief sought in the UMB Adversary Proceeding and
19 in the US Bank Adversary Proceeding (together, the “Adversary Actions”) are substantively
20 identical;

21 **WHEREAS**, UMB filed a Motion to Dismiss the First Amended Complaint on September
22 30, 2019 [Adv. Docket No. 37] (the “UMB Motion to Dismiss”), the Committee filed an opposition
23 to the UMB Motion to Dismiss on October 17, 2019 [Adv. Docket No. 42], and UMB filed a reply
24 to the Committee’s opposition on October 24, 2019 [Adv. Docket No. 44];

25 **WHEREAS**, US Bank filed a Motion to Dismiss the First Amended Complaint on
26 September 30, 2019 [Adv. Docket No. 39] (the “US Bank Motion to Dismiss”), the Committee
27 filed an opposition to the US Bank Motion to Dismiss on October 17, 2019 [Adv. Docket No. 42],
28

1 and US Bank filed a reply to the Committee’s opposition on October 24, 2019 [Adv. Docket No.
2 44];

3 **WHEREAS**, the hearing regarding the UMB Motion to Dismiss and the US Bank Motion
4 to Dismiss, which was originally scheduled for November 21, 2019, was continued to December
5 19, 2019 [Adv. Dockets Nos. 45], and has been further continued to January 8, 2020 [Adv. Dockets
6 Nos. 50];

7 **WHEREAS**, the Committee filed the *Official Committee of Unsecured Creditors’*
8 *Omnibus Objection to Claims Filed by U.S. Bank National Association, UMB Bank, N.A., and*
9 *Wells Fargo Bank, National Association, as Trustees; Declaration of Mark Shinderman in Support*
10 *Thereof* [Docket No. 3634] in these cases on November 18, 2019 (the “Omnibus Claim
11 Objection”);

12 **WHEREAS**, pursuant to the Omnibus Claim Objection, the Committee objects to the
13 claims filed in these bankruptcy cases by UMB, Wells Fargo, and U.S. Bank (the “Trustees”) on
14 the bases set forth in the Adversary Actions;

15 **WHEREAS**, a hearing on the Omnibus Claim Objection is scheduled for January 7, 2020
16 (the “Claim Objection Hearing”), and responses to the Omnibus Claim Objection were due
17 December 24, 2019 (the “Claim Objection Response Deadline”);

18 **WHEREAS**, the Trustees filed the *Joint Response of UMB Bank, N.A., Wells Fargo Bank,*
19 *National Association, and U.S. Bank, National Association to Committee’s Omnibus Claim*
20 *Objection* [Docket No. 3854] on the Claim Objection Response Deadline, pursuant to which the
21 Trustees requested that this Court generally adjourn all deadlines associated with the Omnibus
22 Claim Objection, including the Claim Objection Hearing, pending further order of the Court and
23 that the Court hold the Omnibus Claim Objection in abeyance pending decision or resolution of
24 the Adversary Actions, or upon further order of the Court; and

25 **WHEREAS**, the Parties have met and conferred, and have agreed that resolution of the
26 Adversary Actions may dictate the outcome of the Omnibus Claim Objection;

27 **NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED**, and the Parties
28 request that the Court enter an order in the form of Exhibit A (the “Order”), as follows:

1 1. The Omnibus Claim Objection shall be held in abeyance pending resolution of the
2 Adversary Actions or further order of the Court, as any decision or resolution of the Adversary
3 Actions may determine the resolution of the Omnibus Claim Objection.

4 2. All deadlines associated with the Omnibus Claim Objection, including the Claim
5 Objection Hearing scheduled for January 7, 2020, are generally adjourned, pending further order
6 of the Court.

7 3. The postponement of the Omnibus Claim Objection as provided herein is without
8 prejudice to any Party.

9 4. All Parties' rights with respect to the Omnibus Claim Objection and the Adversary
10 Actions are expressly reserved.

11 DATED: January 3, 2020

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24 DATED: January 3, 2020

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DATED: January ____, 2020

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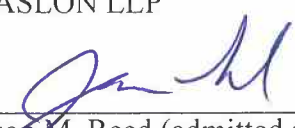
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DATED: January 3, 2020

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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 East, Suite 3100, Los Angeles, CA 90067

A true and correct copy of the foregoing document entitled (*specify*): **STIPULATION BETWEEN OFFICIAL COMMITTEE OF UNSECURED CREDITORS AND UMB BANK, N.A., WELLS FARGO BANK, NATIONAL ASSOCIATION, AND U.S. BANK, NATIONAL ASSOCIATION, REGARDING COMMITTEE'S OMNIBUS CLAIMS OBJECTION** 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*) January 3, 2020, 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*) _____, 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*) January 3, 2020, 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.

VIA FEDERAL EXPRESS:

Honorable Ernest Robles
U.S. Bankruptcy Court
Roybal Federal Building
255 E. Temple Street, Suite 1560
Los Angeles, CA 90012

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.

January 3, 2020
Date

Diane Hashimoto
Printed Name

/s/ Diane Hashimoto
Signature

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15 [additional counsel on next page]

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

18 In re:

19 VERITY HEALTH SYSTEM OF CALIFORNIA,
20 INC., *et al.*,

21 Debtors and Debtors In Possession.

22 Lead Case No. 2:18-bk-20151-ER

23 Jointly Administered With:

- 24 CASE NO.: 2:18-bk-20162-ER
- 25 CASE NO.: 2:18-bk-20163-ER
- 26 CASE NO.: 2:18-bk-20164-ER
- 27 CASE NO.: 2:18-bk-20165-ER
- 28 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

- 29 Affects All Debtors
- 30 Affects Verity Health System of California, Inc.
- 31 Affects O’Connor Hospital
- 32 Affects Saint Louise Regional Hospital
- 33 Affects St. Francis Medical Center
- 34 Affects St. Vincent Medical Center
- 35 Affects Seton Medical Center
- 36 Affects O’Connor Hospital Foundation
- 37 Affects Saint Louise Regional Hospital
38 Foundation
- 39 Affects St. Francis Medical Center of Lynwood
40 Foundation
- 41 Affects St. Vincent Foundation
- 42 Affects St. Vincent Dialysis Center, Inc.
- 43 Affects Seton Medical Center Foundation
- 44 Affects Verity Business Services
- 45 Affects Verity Medical Foundation
- 46 Affects Verity Holdings, LLC
- 47 Affects De Paul Ventures, LLC
- 48 Affects De Paul Ventures - San Jose Dialysis,
49 LLC

50 Debtors and Debtors In Possession.

Chapter 11 Cases

Hon. Judge Ernest M. Robles

**ORDER ADJOURNING ALL DEADLINES
ASSOCIATED WITH THE
COMMITTEE’S OMNIBUS CLAIM
OBJECTION**

[No Hearing Required]

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

1 The Court, having read and considered the *Stipulation Between Official Committee of*
2 *Unsecured Creditors and UMB Bank, National Association, Wells Fargo Bank, National*
3 *Association, and U.S. Bank, National Association, Regarding Committee’s Omnibus Claim*
4 *Objection* [Docket No. ___] (the “Stipulation”)¹, and for good cause appearing, it is ORDERED:

5 1. The Stipulation is APPROVED.

6 2. The Omnibus Claim Objection shall be held in abeyance pending resolution of the
7 Adversary Actions or further order of the Court, as any decision or resolution of the Adversary
8 Actions may determine the resolution of the Omnibus Claim Objection.

9 3. All deadlines associated with the Omnibus Claim Objection, including the Claim
10 Objection Hearing scheduled for January 7, 2020, are generally adjourned, pending further order
11 of the Court.

12 4. The postponement of the Omnibus Claim Objection as provided herein is without
13 prejudice to any Party.

14 5. All Parties’ rights with respect to the Omnibus Claim Objection and the Adversary
15 Actions are expressly reserved.

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¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Stipulation.