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Trustee and Wells Fargo Bank, National Association,
as Indenture Trustee for the 2005 Bonds

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

9 In re

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

11 Debtors and Debtors In Possession.

- 12 Affects All Debtors
- 13 Affects O'Connor Hospital
- 14 Affects Saint Louise Regional Hospital
- 15 Affects St. Francis Medical Center
- 16 Affects St. Vincent Medical Center
- 17 Affects Seton Medical Center
- 18 Affects O'Connor Hospital Foundation
- 19 Affects Saint Louise Regional Hospital
Foundation
- 20 Affects St. Francis Medical Center of Lynwood
Foundation
- 21 Affects St. Vincent Foundation
- 22 Affects St. Vincent Dialysis Center, Inc.
- 23 Affects Seton Medical Center Foundation
- 24 Affects Verity Business Services
- 25 Affects Verity Medical Foundation
- 26 Affects Verity Holdings, LLC
- 27 Affects De Paul Ventures, LLC
- 28 Affects 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. Judge Ernest M. Robles

**NOTICE OF HEARING ON JOINT MOTION FOR AN
ORDER APPROVING: (I) PROPOSED DISCLOSURE
STATEMENT; (II) SOLICITATION AND VOTING
PROCEDURES; (III) NOTICE AND OBJECTION
PROCEDURES FOR CONFIRMATION OF AMENDED
JOINT PLAN; (IV) SETTING ADMINISTRATIVE
CLAIMS BAR DATE; AND (V) GRANTING RELATED
RELIEF**

[RELATES TO DOCKET NOS. 4879, 4880, 4881, 4889]

Hearing Date and Time:

Date: July 2, 2020
Time: 10:00 a.m. (Pacific Time)
Location: Courtroom 1568
255 E. Temple Street
Los Angeles, CA 90012

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



182015120061700000000016

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1 **PLEASE TAKE NOTICE** that, on June 17, 2020, the Court entered the *Order Granting*
2 *Application and Setting Hearing on Shortened Notice* [Docket No. 4889], attached hereto as
3 Exhibit “1” (the “Order”), setting a hearing (the “Hearing”) on **July 2, 2020, at 10:00 a.m.**
4 **(Pacific Time)**, at the above referenced date, time and location, before the Honorable Ernest M.
5 Robles, United States Bankruptcy Judge, by telephone or, if deemed necessary, in Courtroom
6 1568, located at 255 E. Temple Street, Los Angeles, California 90012, on the *Joint Motion for an*
7 *Order Approving: (I) Proposed Disclosure Statement; (II) Solicitation And Voting Procedures;*
8 *(III) Notice And Objection Procedures for Confirmation Of Amended Joint Plan; (IV) Setting*
9 *Administrative Claims Bar Date; and (V) Granting Related Relief* [Docket No. 4881] (the
10 “Motion”) filed by , Verity Health System of California, Inc. (“VHS”) and the affiliated debtors,
11 the debtors and debtors in possession in the above-captioned chapter 11 bankruptcy cases (each a
12 “Debtor” and, collectively, the “Debtors”), and UMB Bank, N.A., as Master Indenture Trustee and
13 Wells Fargo Bank, National Association, as Indenture Trustee for the 2005 Bonds (together with
14 the Debtors, the “Movants”).

15 **PLEASE TAKE FURTHER NOTICE** that the Motion, requests approval of: (i) the
16 *Disclosure Statement Describing Amended Joint Chapter 11 Plan Of Liquidation (Dated June 16,*
17 *2020) of the Debtors, the Prepetition Secured Creditors, and the Committee* [Docket No. 4880]
18 (the “Disclosure Statement”) ¹ as containing “adequate information,” as that term is defined in §
19 1125(a)(1);² (ii) establishing procedures for solicitation and tabulation of votes to accept or reject
20 the *Amended Joint Chapter 11 Plan Of Liquidation (Dated June 16, 2020) of the Debtors, the*
21 *Prepetition Secured Creditors, and the Committee* [Docket No. 4879] (the “Plan”), including (a)
22 approving the form and manner of the solicitation packages, (b) approving the form and manner of

23 _____
24 ¹ Capitalized terms not otherwise defined herein have the same definitions set forth in the
Disclosure Statement.

25 ² Unless specified otherwise, all chapter and section references are to title 11 of the United States
26 Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), and all “Bankruptcy Rule” references
27 are to the Federal Rules of Bankruptcy Procedure. All “Local Bankruptcy Rule” references are to
the Local Bankruptcy Rules for the United States Bankruptcy Court for the Central District of
28 California.

1 notice of the hearing to confirm the Plan, (c) establishing a voting record date and approving
2 procedures for distributing the solicitation packages, (d) approving the forms of ballots, (e)
3 establishing the deadline for the receipt of ballots, and (f) approving procedures for tabulating
4 acceptances and rejections of the Plan; (iii) establishing procedures with respect to, and the
5 deadline for filing objections to, the confirmation of the Plan; (iv) fixing July 29, 2020, (the
6 “Administrative Claims Bar Date”) as the deadline for holders of Administrative Claims to file
7 requests for payment of Administrative Claims arising, or anticipated to arise, between the Initial
8 Administrative Claims Bar Date and August 12, 2020; and (v) related relief.

9 **PLEASE TAKE FURTHER NOTICE** that the Motion is based upon this Notice, the
10 Memorandum of Points and Authorities attached to the Motion, the *Declaration of Richard G.*
11 *Adcock In Support of Emergency First-Day Motions* [Docket No. 8], the record in these cases and
12 all other matters of which this Court may take judicial notice pursuant to Rule 201 of the Federal
13 Rules of Evidence, the arguments of counsel to be made at the hearing, and all other admissible
14 evidence properly brought before the Court at or before the hearing on the Motion, if any.

15 **PLEASE TAKE FURTHER NOTICE** that any party may review and obtain a copy of
16 the Motion, Plan, and Disclosure Statement, by visiting the following website
17 <https://www.kccllc.net/verityhealth>. Parties may also contact and request a copy from: Kurtzman
18 Carson Consultants LLC (“KCC”), the Debtors’ Solicitation Agent, by sending a written request
19 via standard overnight or hand delivery to: Verity Ballot Processing Center, c/o KCC, 222 N.
20 Pacific Coast Highway, Suite 300, El Segundo, CA 90245. Additionally, copies of the Motion,
21 Disclosure Statement, and Plan are on file with the Office of the Clerk of the Bankruptcy Court for
22 review during normal business hours and are also available on the KCC website at
23 <https://www.kccelle.net/verityhealth>. A copy may also be obtained by e-mail request to:
24 Verityinfo@kccllc.com.

25 **PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, any party opposing or
26 responding to the Motion must file and serve the response (“Response”), on or prior to **June 23,**
27 **2020**, on the Movants and the Office of the United States Trustee as follows: (i) counsel to the
28 Debtors: Dentons US LLP, 601 South Figueroa Street, Suite 2500, Los Angeles, CA 90017 (Attn:

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

1 Tania M. Moyron (tania.moyron@dentons.com)); (ii) counsel to the Trustees: Mintz, Levin, Cohn,
2 Ferris, Glovsky and Popeo, P.C., One Financial Center, Boston, MA 02111 (Attn: Daniel S. Bleck
3 and Paul Ricotta (dsbleck@mintz.com, pricotta@mintz.com); and (iii) counsel to the U.S. Trustee,
4 Office of the United States Trustee, 915 Wilshire Boulevard, Suite 1850, Los Angeles, California
5 90017 (Attn: Hatty K. Yip (hatty.yip@usdoj.gov)). A Response must be a complete written
6 statement of all reasons in opposition thereto or in support, declarations and copies of all evidence
7 on which the responding party intends to rely, and any responding memorandum of points and
8 authorities.

9 **PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, any replies to any
10 Response must be filed and served on or prior to **June 29, 2020, at 12:00 p.m. (Pacific Time)**.

11 **PLEASE TAKE FURTHER NOTICE** that, pursuant to Local Bankruptcy Rule 9013-
12 1(h), the failure to file and serve a timely objection to the Motion may be deemed by the Court to
13 be consent to the relief requested therein.

14 Dated: June 17, 2020

DENTONS US LLP

15
16 By: /s/ Tania M. Moyron

Samuel R. Maizel

Tania M. Moyron

Nicholas A. Koffroth

17
18
19 Counsel to the *Debtors and Debtors In Possession*

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28 ///

1 Dated: June 17, 2020

MINTZ, LEVIN, COHN, FERRIS, GLOVSKY
AND POPEO, P.C.

2

3

By: /s/ Paul J. Ricotta³

4

Paul J. Ricotta
Daniel S. Bleck

5

6

Counsel to *UMB Bank, N.A., as Master
Indenture Trustee and Wells Fargo Bank,
National Association, as Indenture Trustee for
the 2005 Bonds*

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³ Pursuant to the Court's Amended General Order 20-02, the Debtors (i) are unable to obtain the foregoing party's holographic signatures due to a lack of required technology, (ii) obtained the party's permission to sign this document on the party's behalf, and (iii) will obtain and file the holographic signature required pursuant to LBR 9011-1(a) as soon as practicable. *See In re Amended Procedures for Public Emergency Related to COVID-19 Outbreak*, Amended General Order 20-02, at ¶ 7 (Bankr. C.D. Cal. Apr. 1, 2020); *see also* Third Amended General Order 20-02, at ¶ 1 (Bankr. C.D. Cal. May 28, 2020) (extending Amended General Order 20-02 through June 30, 2020).

DENTONS US LLP
601 SOUTH FIGUEROA STREET, SUITE 2500
LOS ANGELES, CALIFORNIA 90017-5704
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Exhibit 1

Order

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address SAMUEL R. MAIZEL (Bar No. 189301) samuel.maizel@dentons.com TANIA M. MOYRON (Bar No. 235736) tania.moyron@dentons.com NICHOLAS A. KOFFROTH (Bar No. 287854) nicholas.koffroth@dentons.com DENTONS US LLP 601 South Figueroa Street, Suite 2500 Los Angeles, California 90017-5704 Tel: (213) 623-9300 / Fax: (213) 623-9924 <input type="checkbox"/> Individual appearing without attorney <input checked="" type="checkbox"/> Attorney for: Debtors	FOR COURT USE ONLY <div style="border: 1px solid black; padding: 10px; text-align: center;"> <p>FILED & ENTERED</p> <p>JUN 17 2020</p> <p>CLERK U.S. BANKRUPTCY COURT Central District of California BY gonzalez DEPUTY CLERK</p> </div> <p style="text-align: center; color: red; font-weight: bold; font-size: 1.2em;">CHANGES MADE BY COURT</p>
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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. Debtor(s).	CASE NO.: 2:18-bk-20151-ER CHAPTER: 11 ORDER: <input checked="" type="checkbox"/> GRANTING APPLICATION AND SETTING HEARING ON SHORTENED NOTICE <input type="checkbox"/> DENYING APPLICATION FOR ORDER SETTING HEARING ON SHORTENED NOTICE <p style="text-align: center;">[LBR 9075-1(b)]</p>
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Movant (name): Debtors, UMB Bank, N.A., as Master Indenture Trustee, and Wells Fargo Bank, National Association, as Indenture Trustee

1. Movant filed the following motion together with supporting declarations and (if any) supporting documents:
 - a. *Title of motion:* Joint Motion for an Order Approving: (I) Proposed Disclosure Statement; (II) Solicitation And Voting Procedures; (III) Notice And Objection Procedures for Confirmation Of Amended Joint Plan; (IV) Setting Administrative Claims Bar Date; and (V) Granting Related Relief [Docket No. 4885]
 - b. *Date of filing of motion:* June 16, 2020
2. Pursuant to LBR 9075-1(b), movant also filed an Application for Order Setting Hearing on Shortened Notice (Application) together with supporting declaration(s):

Date of filing of Application:
3. Based upon the court's review of the application, it is ordered that:
 - a. The Application is denied. The motion may be brought on regular notice pursuant to LBRs.
 - b. The Application is granted, and it is further ordered that:

This form is optional. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

(1) A hearing on the motion will take place as follows:

Hearing date: July 2, 2020	Place:
Time: 10:00 a.m.	<input checked="" type="checkbox"/> 255 East Temple Street, Los Angeles, CA 90012
Courtroom: Courtroom 1568	<input type="checkbox"/> 21041 Burbank Boulevard, Woodland Hills, CA 91367
	<input type="checkbox"/> 3420 Twelfth Street, Riverside, CA 92501
	<input type="checkbox"/> 411 West Fourth Street, Santa Ana, CA 92701
	<input type="checkbox"/> 1415 State Street, Santa Barbara, CA 93101

(2) The Debtors are not required to provide telephonic notice of the hearing. No later than the deadlines given, ~~telephonic notice~~ of the hearing must be provided to all persons/entities listed:

(A) <u>Deadlines:</u>	(B) <u>Persons/entities to be provided with telephonic notice:</u>
Date:	
Time:	
	<input type="checkbox"/> See attached page
	(C) <u>Telephonic notice is also required upon the United States trustee</u>

(3) No later than the deadlines given, **written notice of the hearing** and a **copy of this order** must be served upon all persons/entities listed using: one of the methods checked all of the methods checked

(A) Personal Delivery Overnight Mail First class mail Facsimile* Email*

(B) <u>Deadlines:</u>	(C) <u>Persons/entities to be served with written notice and a copy of this order:</u>
Date: June 17, 2020	
Time: 5:00 p.m. (Pacific Time)	Parties entitled to notice under Bankruptcy Rule 2002(b), subject to the Court's order [Docket No. 132] limiting notice.
	<input type="checkbox"/> See attached page
	(D) <u>Service is also required upon:</u>
	-- United States trustee (electronic service is not permitted)
	-- Judge's copy personally delivered to chambers (see Court Manual for address)

- (4) No later than the deadlines given, a copy of the motion, declarations, and supporting documents (if any), must be served on all persons/entities listed using: one of the methods checked all of the methods checked
- (A) Personal Delivery Overnight Mail First Class Mail Facsimile* Email*

(B) <u>Deadlines:</u> Date: June 17, 2020 Time: 5:00 p.m. (Pacific Time)	(C) <u>Persons/entities to be served with motion, declarations, supporting documents:</u> <input type="checkbox"/> See attached page
(D) <u>Service is also required upon:</u> -- United States trustee (<i>no electronic service permitted</i>) -- Judge's copy personally delivered to chambers (see Court Manual for address)	

- (5) Regarding **opposition to the motion**
- opposition to the motion may be made **orally** at the hearing
- no later than the deadlines given, **written opposition to the motion** must be filed with the court and served upon all persons/entities listed using: one of the methods checked all of the methods checked
- (A) Personal Delivery Overnight Mail First Class Mail Facsimile* Email*

(B) <u>Deadlines:</u> Date: June 23, 2020 Time:	(C) <u>Persons/entities to be served with written opposition to the motion:</u> -- movant's attorney (or movant, if movant is not represented by an attorney)
(D) <u>Service is also required upon:</u> -- United States trustee (<i>electronic service is not permitted</i>) -- Judge's copy personally delivered to chambers (see Court Manual for address)	

- (6) Regarding a **reply to an opposition:**
- a reply to opposition may be made **orally** at the hearing.
- no later than the deadlines given, a **written reply to an opposition** must be filed with the court and served on all persons/entities listed using: one of the methods checked all of the methods checked
- (A) Personal Delivery Overnight Mail First Class Mail Facsimile* Email*

(B) <u>Deadlines:</u> Date: June 29, 2020 Time: 12:00 p.m. (Pacific Time)	(C) <u>Persons/entities to be served with written reply to opposition:</u> -- All persons/entities who filed a written opposition
(D) <u>Service is also required upon:</u> -- United States trustee (<i>electronic service is not permitted</i>) -- Judge's Copy personally delivered to chambers (see Court Manual for address)	

This form is optional. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

(7) Other requirements:

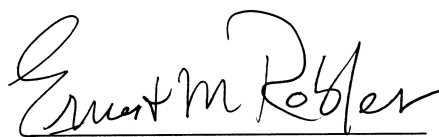
(8) No later than the deadlines given, movant must file a **Declaration of Notice and Service** establishing that telephonic notice, written notice, and service of the motion and this order was completed as set forth above, and a **judge's copy** of the Declaration of Notice and Service must be personally delivered to the judge's chambers:

<input checked="" type="checkbox"/> at least 2 days before the hearing.
<input type="checkbox"/> no later than: Date: Time:

* Service by electronic means (facsimile or email) requires compliance with F.R.Civ.P. 5(b)(2)(E).

###

Date: June 17, 2020



Ernest M. Robles
United States Bankruptcy Judge