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7 Debtors In Possession



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

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

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

- 14
- 15 Affects All Debtors
 - 16 Affects Verity Health System of California, Inc.
 - 17 Affects O'Connor Hospital
 - 18 Affects Saint Louise Regional Hospital
 - 19 Affects St. Francis Medical Center
 - 20 Affects St. Vincent Medical Center
 - 21 Affects Seton Medical Center
 - 22 Affects O'Connor Hospital Foundation
 - 23 Affects Saint Louise Regional Hospital Foundation
 - 24 Affects St. Francis Medical Center of Lynwood Foundation
 - 25 Affects St. Vincent Foundation
 - 26 Affects St. Vincent Dialysis Center, Inc.
 - 27 Affects Seton Medical Center Foundation
 - 28 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

- 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

ORDER ON PROFESSIONALS' INTERIM APPLICATIONS FOR FEES AND EXPENSE REIMBURSEMENT FOR THE PERIOD OF JANUARY 1, 2020 THROUGH APRIL 30, 2020 [Docket Nos. 5097, 5087, 5041, 5075, 5071, 5079 and 5085]

Hearing:
DATE: August 5, 2020
TIME: 10:00 a.m.
PLACE: Courtroom 1568
255 East Temple Street
Los Angeles, California 90012-3300

Debtors and Debtors In Possession.

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1 The *Fifth Interim Application Of Dentons US LLP, As Debtor’s Counsel, For Fees And*
2 *Expense Reimbursement For The Period January 1, 2020 through April 30, 2020* [Docket
3 No. 5097] (“Dentons’ Fifth Interim Application”); *Berkeley Research Group, LLC’s Fifth Interim*
4 *Fee Application For Allowance And Payment Of Interim Compensation And Reimbursement Of*
5 *Expenses For The Period January 1, 2020 through April 30, 2020* [Docket No. 5087] (“Berkeley
6 Fifth Interim Application”); *Jeffer Mangels Butler & Mitchell LLP’s Third Interim Application for*
7 *Allowance and Payment of Compensation and Reimbursement of Expenses* [Docket No. 5041]
8 (“Jeffer’s Third Interim Application”); *Fifth Interim Application of Milbank LLP For Approval and*
9 *Allowance of Compensation For Services Rendered and Reimbursement of Expenses Incurred*
10 [Docket No. 5075] (“Milbank’s Fifth Interim Application”); *Fifth Interim Application of FTI*
11 *Consulting, Inc., For Approval and Allowance of Compensation For Services Rendered and*
12 *Reimbursement of Expenses Incurred* [Docket No. 5071] (“FTI’s Fifth Interim Application”); the
13 *Second Interim Application of Arent Fox LLP For Allowance of Compensation for Services*
14 *Rendered and Reimbursement of Expenses Incurred* [Docket No. 5079] (“Arent Fox’s Second
15 Interim Application”); and *Bartko Zankel Bunzel & Miller’s First Interim Application for Fees and*
16 *Expense Reimbursement for the Period January 9, 2020 through April 30, 2020* [Docket No. 5085]
17 (“BZBM’s First Interim Application”), (collectively, the “Seven Fee Applications”), were
18 scheduled for hearing on August 5, 2020 (the “Hearing”) before the Honorable Ernest R. Robles,
19 in Courtroom 1568, United States Court, Edward R. Roybal Building, 255 East Temple Street, Los
20 Angeles, California 90012-3300. The applicants rested on the Court’s tentative rulings (the
21 “Tentative Rulings”) issued August 4, 2020, approving the Seven Fee Applications.

22 The Court having reviewed the Seven Fee Applications, having reviewed the *Notice to*
23 *Professionals of Scheduled Hearing Date for Interim Fee Applications to be Held on August 5 2020*
24 [Docket No. 4863] and the *Notice of Hearing on Fifth Interim Applications for Allowance and*
25 *Payment of Fees and Reimbursement of Expenses* [Docket No. 5116]; it appearing that proper
26 notice of the Seven Fee Applications had been provided; and for the reasons set forth in the Court’s
27 Tentative Rulings issued August 4, 2020 on the Seven Fee Applications, reflected in Docket
28

1 Nos. 5354, 5355, 5375, 5376, 5377, 5378 and 5382, which Tentative Rulings the Court adopts as
2 its final rulings and which are incorporated herein by reference; and good cause appearing
3 therefore,

4 IT IS HEREBY ORDERED THAT:

- 5 1. Dentons' Fifth Interim Application is granted. For the Fifth Interim Period, Dentons
6 US LLP is awarded fees of \$4,042,367.50 and expenses of \$75,295.12, on which
7 the balance due is \$808,143.50.
- 8 2. Berkeley's Fifth Interim Application is granted. For the Fifth Interim Period,
9 Berkeley Research Group, LLC is awarded fees of \$3,648,172.64 and expenses of
10 \$172,003.79, on which the balance due is \$729,634.53.
- 11 3. Jeffer's Third Fee Application is granted for the Fifth Interim Period. Jeffer
12 Mangels Butler & Mitchell LLP is awarded fees of \$38,796.50 and expenses of
13 \$7,652.79, on which the balance due is \$11,727.91.
- 14 4. Milbank's Fifth Interim Fee Application is granted. For the Fifth Interim Period,
15 Milbank LLP is awarded fees of \$1,196,797.50 and expenses of \$28,308.43, on
16 which the balance due is \$237,645.28.
- 17 5. FTI's Fifth Interim Fee Application is granted. For the Fifth Interim Period, FTI
18 Consulting, Inc., is awarded fees of \$394,887.00 and expenses of \$0.00, on which
19 the balance due is \$78,977.40.
- 20 6. Arent Fox's Second Interim Fee Application is granted. Arent Fox LLP is awarded
21 fees of \$77,062.00 and expenses of \$44.18, on which the balance due is \$77,106.18.
- 22 7. BZBM's First Interim Fee Application is granted. Bartko Zankel Bunzel & Miller
23 is awarded fees of \$630,052.00 and expenses of \$9,714.01, on which the balance
24 due is \$126,010.40.

25 The Court authorizes payment to the professionals as set forth herein, of the amounts not
26 previously paid, subject to available cash on hand in the estate.

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Date: August 12, 2020



Ernest M. Robles
United States Bankruptcy Judge