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8 **UNITED STATES BANKRUPTCY COURT**
9 **SOUTHERN DISTRICT OF CALIFORNIA**

10 In re
11 **BORREGO COMMUNITY HEALTH
FOUNDATION,**

12 Debtor and Debtor in
13 Possession.

Case No. 22-02384-11
Chapter 11 Case

**PACHULSKI STANG ZIEHL & JONES
LLP'S THIRD AND FINAL
APPLICATION FOR ALLOWANCE
AND PAYMENT OF COMPENSATION
AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD
SEPTEMBER 30, 2022 THROUGH
FEBRUARY 14, 2024, AS COUNSEL TO
THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS**

**[Application Period: 9/30/22 – 2/14/24]
[Third Interim Period: 8/1/23 – 2/14/24]**

Judge: Honorable Laura S. Taylor

Date: June 12, 2024

Time: 10:00 a.m. PST

Place: U.S. Bankruptcy Court
325 West F Street
Chamber 3, Courtroom 129
San Diego, CA 92101

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA



1 CSD 1143 (04/28/96)

2
3 **UNITED STATES BANKRUPTCY COURT**
4 **SOUTHERN DISTRICT OF CALIFORNIA**

5 DEBTOR: Borrego Community
6 Health Foundation

PETITION DATE: September 12, 2022

7 CASE NO.: 22-02384

8 **MONTHLY FEE APPLICATION SUMMARY**
9 **FOR THE PERIOD AUGUST 1, 2023 – FEBRUARY 14, 2024**

10 APPLICANT: Pachulski Stang Ziehl REPRESENTING: Official Committee
11 & Jones LLP of Unsecured Creditors

12 **ORDER APPROVING EMPLOYMENT:** Docket No. 287

CATEGORIES	August 1, 2023 – February 14, 2024 (Third Interim Period)	
	HOURS	AMOUNT REQUESTED
Bankruptcy Litigation	0.10	\$90.00
Case Administration	2.80	\$1,845.50
Claims Administration/Objections	372.40	\$299,411.50
Compensation of Professionals	18.10	\$10,681.00
Compensation of Professionals/Other	10.80	\$5,886.00
General Creditors' Committee	6.40	\$5,760.00
Hearing	11.80	\$10,052.00
Operations	0.30	\$270.00
Plan & Disclosure Statement	51.30	\$44,988.00
TOTALS:	474.00	\$378,984.00

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LOS ANGELES, CALIFORNIA

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I. INTRODUCTION

Pursuant to §§ 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedures (the “Bankruptcy Rules”),¹ Rule 2016-2 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District California (the “LBR”), and the *Order on Debtor’s Motion Establishing Procedures for Monthly Payment of Fees and Expenses* entered on December 5, 2022 (the “Fee Procedures Order”) [Docket No. 263], Pachulski Stang Ziehl & Jones LLP (“PSZJ” or the “Firm”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) in the above-captioned case (the “Case”) hereby submits *Pachulski Stang Ziehl & Jones LLP’s Third and Final Application for Allowance and Payment of Compensation and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Period September 30, 2022 through February 14, 2024* (the “Application”)².

By this Application, PSZJ seeks entry of an order allowing compensation on a final basis in the amount of \$903,082.00 for reasonable and necessary legal services rendered to the Committee during the period September 30, 2022 through February 14, 2024 (the “Application Period”) and \$8,732.25 for reimbursement of actual and necessary expenses incurred during the Application Period, for a total of \$911,814.25. Of the total amount sought during the Application Period, \$378,984.00 was incurred in fees and \$321.32 was incurred in expenses during the period August 1, 2023 – February 14, 2024 (the “Third Interim Period”). Fees and expenses incurred during the Third Interim Period have not been the subject of a prior interim fee application. In support of this Application, PSZJ respectfully represents as follows:

¹ Unless specified otherwise, all chapter and section references are to the Bankruptcy Code, 11 U.S.C. §§ 101-1532, and all “Bankruptcy Rule” references are to the Federal Rules of Bankruptcy Procedure.

² PSZJ, together with Dentons US LLP, counsel to the Debtor (“Dentons”), Ankura Consulting Group, LLC, the Debtor’s chief restructuring officer, and FTI Consulting, Inc., the Committee’s financial advisor, intends to separately file a *Joint Motion for Enhancement of Estate Professional Fees* to be set for hearing on the same date as this Application.

1 **II. JURISDICTION AND VENUE**

2 The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and
3 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The venue of this
4 Case is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

5 **III. STATEMENT OF FACTS**

6 **A. GENERAL BACKGROUND AND NARRATIVE SUMMARY OF THE**
7 **CASES**

8 1. On September 12, 2022 (“Petition Date”), Borrego Community Health
9 Foundation (the “Debtor”) filed a voluntary petition for relief under chapter 11 of the
10 Bankruptcy Code. Since the commencement of its Case, the Debtor has been
11 operating its business as a debtor in possession pursuant to §§ 1107 and 1108.

12 2. PSZJ incorporates herein by reference the Third and Final Fee
13 Application for Allowance and Payment of Compensation and Reimbursement of
14 Expenses for the Period September 12, 2022 Through February 14, 2024, filed by
15 Dentons, which provides a narrative history and the present posture of the case
16 [Docket No. 1348].

17 3. On September 26, 2022, the United States Trustee (the “U.S. Trustee”)
18 appointed the Committee to represent the interests of all unsecured creditors in this
19 case pursuant to section 1102 of the Bankruptcy Code. The members appointed to the
20 Committee were: (i) McKesson Corporation; (ii) Greenway Health, LLC; (iii) We
21 Klean Inc.; (iv) Mustafa Bilal, DDS, Inc.; (v) Vista Village Family Dentistry; (vi)
22 Vitamin D Public Relations; (vii) Pourshirazi & Youssefi Dental Corporation. *See*
23 *Appointment of Official Committee of Unsecured Creditors* [Docket No. 49]. On
24 September 30, 2022, the Committee voted to retain PSZJ as its bankruptcy Counsel.

25 4. On October 24, 2022, the Committee filed the Application for an Order
26 Authorizing and Approving the Employment of Pachulski Stang Ziehl & Jones LLP
27 as Counsel to the Official Committee of Unsecured Creditors, Effective as of
28 September 30, 2022 [Docket No. 113] (the “Employment Application”). On

1 December 12, 2022, the Court approved the Employment Application, effective as of
2 September 30, 2022 [Docket No. 287] (the “Retention Order”). The Retention Order
3 authorizes PSZJ to be compensated at the blended rate of \$900 per hour for all
4 attorneys working on the case and to be reimbursed for actual and necessary out-of-
5 pocket expenses.

6 5. The Fee Procedures Order authorized certain professionals (the
7 “Professionals”) to submit monthly applications for interim compensation and
8 reimbursement for expenses, pursuant to the procedures specified therein. The Fee
9 Procedures Order provides, among other things, that a Professional may submit
10 monthly fee applications. If no objections are made within ten days of service of the
11 monthly fee application, the Debtor is authorized to pay the Professional eighty
12 percent of the requested fees and one hundred percent of the requested expenses. No
13 earlier than January 31, 2023, and then again every four (4) months subsequent
14 thereto, each Professional who has elected to file a monthly fee application, or is
15 seeking interim compensation, may file an interim fee application for allowance of the
16 amounts sought in its monthly fee applications for that period. All fees and expenses
17 paid are on an interim basis until final allowance by the Court.

18 **B. GUIDELINES PURSUANT TO WHICH THIS APPLICATION HAS**
19 **BEEN PREPARED**

20 6. Attorneys retained pursuant to §§ 327 or 1103 must comply with certain
21 requirements of the United States Trustee’s Guidelines for Reviewing Applications for
22 Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §330 by
23 Attorneys in Larger Chapter 11 Cases (the “Revised UST Guidelines”). Charts and
24 tables based on such forms are attached hereto as exhibits and filled out with data
25 relevant to these Cases: Exhibit A, Customary and Comparable Compensation
26 Disclosures with Fee Applications; Exhibit B, Summary of Timekeepers Included in
27 this Fee Application; Exhibit C-1, Budget; Exhibit C-2, Staffing Plan; Exhibit D-1,
28 Summary of Compensation Requested by Project Category; Exhibit D-2, Summary of

1 Expense Reimbursement Requested by Category; and **Exhibit E**, Summary Cover
2 Sheet of Fee Application.

3 **C. PREVIOUSLY FILED INTERIM AND MONTHLY FEE**
4 **APPLICATIONS**

5 7. On April 4, 2023, PSZJ filed its *First Interim Application For Allowance*
6 *and Payment of Interim Compensation and Reimbursement of Expenses for the Period*
7 *September 30, 2022 Through January 31, 2023* (the “First Interim Fee Application”)
8 [Docket No. 599], seeking interim approval of fees in the amount of \$276,106.50 and
9 expenses in the amount of \$3,842.50, for a total of \$279,949.00. PSZJ’s First Interim
10 Fee Application was approved by order entered May 2, 2023 [Docket No. 677].

11 8. On September 13, 2023, PSZJ filed its *Second Interim Application for*
12 *Allowance and Payment of Interim Compensation and Reimbursement of Expenses for*
13 *the Period February 1, 2023 Through July 31, 2023* (the “Second Interim Fee
14 Application”) [Docket No. 904], seeking interim approval of fees in the amount of
15 \$247,991.50 and expenses in the amount of \$4,568.43, for a total of \$252,559.93.
16 PSZJ’s Second Interim Fee Application was approved by order entered October 17,
17 2023 [Docket No. 1027].

18 9. For the Third Interim Period, PSZJ has filed monthly fee applications
19 (the “Monthly Fee Applications”) for the period August 1, 2023 through January 31,
20 2024, which were filed and served pursuant to the Fee Procedures Order. Attached
21 hereto as **Exhibit F** are copies of the Monthly Fee Applications. The Monthly Fee
22 Applications contain detailed daily time logs describing the actual and necessary
23 services provided by PSZJ during the period covered by such applications, as well as
24 other detailed information required to be included in the Monthly Fee Applications.
25 The time logs also include a description of the actual and necessary expenses incurred
26 by PSZJ on behalf of the Committee.

27 10. Attached hereto as **Exhibit G** is the detailed daily time log for the period
28 February 1, 2024 through February 14, 2024, which has not been the subject of a prior

1 Monthly Fee Application, but which fees and expenses are incorporated into the Third
2 Interim Period.

3 **D. ACTUAL AND NECESSARY EXPENSES**

4 11. A summary of actual and necessary expenses incurred by PSZJ for the
5 Third Interim Period is attached hereto as part of **Exhibit D**. PSZJ represents that (i)
6 it does not charge for internal printing; (ii) it does not charge for outgoing or incoming
7 facsimile transmissions in bankruptcy matters; and (iii) with respect to providers of
8 on-line legal research services (e.g., LEXIS and WESTLAW), there is no surcharge
9 for computerized legal research.

10 **IV. SUMMARY OF COMPENSATION REQUESTED**

11 **A. PROFESSIONALS AND HOURLY RATES**

12 12. In compliance with the Revised UST Guidelines, **Exhibit B** provides the
13 names of all the attorneys who have provided services to the Debtor, their positions,
14 hourly rates, total number of hours spent on the Case, and the total fees charged for
15 the services they each provided to the Debtor.

16 13. PSZJ generally allocated tasks among the professionals based on their
17 comparative expertise, taking into consideration the knowledge and experience of
18 PSZJ's professionals. PSZJ represented the Debtor as efficiently as possible during
19 the First Interim Period.

20 **B. PREVIOUSLY PAID COMPENSATION**

21 14. PSZJ has received a total of \$276,106.50 in fees and \$3,842.50 in
22 expenses on account of its First Interim Fee Application.

23 15. PSZJ has received a total of \$247,991.50 in fees and \$4,568.43 in
24 expenses on account of its Second Interim Fee Application.

25 16. PSZJ has received a total of \$158,561.12 on account of its Monthly Fee
26 Applications for the months of August through November 2023, which accounts for
27 80% of the fees sought and 100% of the expenses incurred. PSZJ has not received
28 payment on account of its Monthly Fee Statements for December 2023 through

1 January 2024, nor has it received payment on account of its invoice for the period
2 February 1-14, 2024. Accordingly, PSZJ seeks payment in the amount of \$39,587.10,
3 which represents 20% of fees due on account of its Monthly Fee Applications for the
4 months of August through November 2023, plus \$155,048.80, representing 100% of
5 fees and expenses incurred on account of its Monthly Fee Applications for the months
6 December 2023 through January 2024, plus \$26,108.30, representing 100% of fees
7 and expenses incurred on account of its invoice for the period February 1-14, 2024.
8 PSZJ therefore seeks outstanding payment due in the total amount of \$220,744.20.

9 **C. Project Billing**

10 The services rendered by PSZJ during the Third Interim Period can be grouped
11 into the categories set forth below. PSZJ attempted to place the services provided in
12 the category that best relates to such services. However, because certain services may
13 be related to one or more categories, services, pertaining to one category may in fact
14 be included in another category. These services, performed by categories, are
15 generally described below, with a more detailed identification of the actual services
16 provided set forth in the attached **Exhibit F**. **Exhibit F** identifies the attorneys and
17 paraprofessionals who rendered services relating to each category, along with the
18 number of hours for each individual and the total compensation sought for each
19 category.

20 1. Bankruptcy Litigation

21 Time billed to this category during the Third Interim Period was minimal and
22 included reviewing an email regarding vacating an order in litigation.

23 The Firm expended 0.10 hours of professional time on services in this category.
24 The Firm's professional fees in this category total \$90.00.

1 2. Case Administration

2 This category includes work related to administering the bankruptcy case in an
3 efficient manner. During the Third Interim Period, the Firm, among other things (1)
4 reviewed court docket and attended to calendaring matters regarding the same; (2)
5 conferred with FTI regarding case status; and (3) conferred with the claims agent
6 regarding the case website.

7 The Firm expended 2.80 hours of professional time on services in this category.
8 The Firm's professional fees in this category total \$1,845.50.

9 3. Claims Administration/Objections

10 Time spent in this category during the Third Interim Period, which was
11 specifically expended in an effort to expedite distributions to general unsecured
12 creditors upon the effective date of the plan, included (1) preparing multiple claim
13 objections and orders thereon and conferring with Debtor's counsel, FTI, and Ankura
14 regarding the same; (2) preparing stipulations resolving claims and orders thereon and
15 conferring with claimants, Debtor's counsel, FTI, and Ankura regarding the same; (3)
16 conferring with the claims agent regarding claims and voting issues; (4) participating
17 on calls with the Debtor, Ankura, and FTI regarding claim objections; (5) reviewing
18 FTI reports/spreadsheets regarding claims analysis and reconciliation; and (6)
19 addressing issues regarding dental claims.

20 The Firm expended 372.40 hours of professional time on services in this
21 category. The Firm's professional fees in this category total \$299,411.50.

22 4. Compensation of Professionals

23 Time spent in this category during the Third Interim Period included (1)
24 preparing the Firm's May, June, July, August, September, October, and November
25 monthly fee statements; and (2) preparing the Firm's second quarterly fee application;
26 and (3) preparing a motion for fee enhancement.

27 The Firm expended 18.10 hours of professional time on services in this
28 category. The Firm's professional fees in this category total \$10,681.00.

1 5. Compensation of Professionals/Others

2 Time spent in this category during the Third Interim Period included (1)
3 working with FTI on its May, June, July, August, September, October, November, and
4 December monthly fee statements; (2) assisting FTI with its second quarterly fee
5 application; (3) conferring with Debtor's counsel regarding second quarterly fee
6 applications; (4) conferring with claims agent regarding service of second quarterly
7 fee applications; (5) conferring with the U.S. Trustee regarding PSZJ's and FTI's
8 second quarterly fee applications; and (6) preparing fee orders on second quarterly fee
9 applications for PSZJ and FTI.

10 The Firm expended 18.80 hours of professional time on services in these
11 categories. The Firm's professional fees in these categories total \$5,886.00.

12 6. General Creditors' Committee

13 This category includes work related to general Committee issues, including
14 Committee meetings on a variety of case issues. During the Third Interim Period, the
15 Firm, among other things: (1) conferred with Committee members regarding case
16 status; and (2) participated in Committee calls.

17 The Firm expended 6.40 hours of professional time on services in this category.
18 The Firm's professional fees in this category total \$5,760.00.

19 7. Hearings

20 Time spent in this category during the Third Interim Period included preparing
21 for and participating in the Plan confirmation hearing, both telephonically and in
22 person.

23 The Firm expended 11.80 hours of professional time on services in this
24 category. The Firm's professional fees in this category total \$10,052.00.

25 8. Operations

26 Time spent in this category during the Third Interim Period was minimal and
27 included conferring with counsel to DHCS and Debtor's counsel regarding the
28 continued need for the Monitor.

1 The Firm expended 0.30 hours of professional time on services in this category.
2 The Firm's professional fees in this category total \$270.00.

3 9. Plan and Disclosure Statement

4 This category includes work related to the formulation and confirmation of the
5 combined plan and disclosure statement. During the Application Period, the Firm,
6 among other things: (1) prepared liquidating trust agreements; (2) reviewed and
7 revised the Plan and conferred with Debtor's counsel, Ankura and FTI regarding the
8 same; (3) reviewed Plan treatment regarding cures and Blue Shield stipulation
9 regarding contract assumption issues; (4) emailed Committee regarding Plan; (5)
10 reviewed U.S. Trustee's objection to conditional approval of disclosure statement and
11 Plan confirmation and conferred with Debtor's counsel and U.S. Trustee regarding the
12 same; (6) reviewed pleadings in preparation for hearing on Plan confirmation; (7)
13 reviewed Motion filed by Premier regarding objection to Plan, conferred with
14 Debtor's counsel and Barnes Thornburg regarding settlement of the same, and worked
15 on stipulation regarding the same; (8) conferred with Debtor's counsel and Ankura
16 regarding voting/solicitation issues; (9) responded to creditors regarding Plan/claim
17 questions; and (10) revised proposed Plan confirmation order.

18 The Firm expended 51.30 hours of professional time on services in this
19 category. The Firm's professional fees in this category total \$44,988.00.

20 **V. REVIEW AND CERTIFICATION**

21 **A. Certification of Counsel**

22 The undersigned counsel, on behalf of PSZJ, certifies that in accordance with
23 the concurrently filed *Declaration of Jeffrey N. Pomerantz*:

24 a. I have read the Application.

25 b. PSZJ's rates for specific clients and matters often reflect a variety of
26 factors and, generally speaking, are subject to periodic adjustment. The compensation
27 and expense reimbursement requested in the Application are billed at rates that, in
28 accordance with PSZJ's practices, are reasonable under the circumstances,

1 proportional to the amounts and issues at stake, and generally accepted by PSZJ’s
2 clients. In this case, PSZJ has agreed with the Committee to seek professional
3 compensation at a blended hourly rate of \$900.00, which represents a considerable
4 discount to the Firm’s regular hourly rates.

5 c. At all relevant times, PSZJ has been a disinterested person as that term is
6 defined in § 101(4) and has not represented or held an interest adverse to the interests
7 of the Debtor;

8 d. To the best of the knowledge, information, and belief of the undersigned,
9 formed after reasonable inquiry, no time has been billed to the Debtor outside the
10 scope of work authorized by the Retention Order;

11 e. All compensation for services rendered and reimbursement for expenses
12 incurred, for which an award is sought for representing the interests of the Committee,
13 was necessary and beneficial in connection with the Case; and

14 f. To the best of the knowledge, information, and belief of the undersigned,
15 formed after reasonable inquiry, the compensation and expense reimbursement sought
16 herein is in conformity with the Fee Procedures Order, the LBR, and the UST
17 Guidelines.

18 **VI. LEGAL ARGUMENT**

19 PSZJ has endeavored to represent the Committee in the most efficient manner
20 possible. Moreover, PSZJ has endeavored to coordinate with other professionals
21 involved in this case to minimize any duplication of effort and to minimize attorneys’
22 fees and expenses to the Debtor.

23 No agreement or understanding exists between PSZJ and any other person for
24 the sharing of compensation received or to be received for services rendered in or in
25 connection with this Chapter 11 Case.

26 With respect to the level of compensation, § 330 provides, in pertinent part, that
27 the Court may award to a professional person, “reasonable compensation for actual,
28 necessary services rendered.” Section 330(a)(3), in turn, provides that:

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In determining the amount of reasonable compensation to be awarded . . . , 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 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).

The congressional policy expressed above provides for adequate compensation to continue to attract qualified and competent professionals to bankruptcy cases. *See In Re Busy Beaver Bldg. Ctrs., Inc.*, 19 F.3d 833, 850 (3d Cir. 1994) (“Congress rather clearly intended to provide a sufficient economic incentive to lure competent bankruptcy specialists to practice in the bankruptcy courts.”) (citation and internal quotation marks omitted); *In re Drexel Burnham Lambert Grp., Inc.*, 133 B.R. 13, 20 (Bankr. S.D.N.Y. 1991) (“Congress’ objective on requiring that the market, not the Court, establish attorneys’ rates was to ensure that bankruptcy cases were staffed by appropriate legal specialists.”) (citations omitted).

PSZJ asserts that in accordance with the factors enumerated in § 330, the amount requested is fair and reasonable given (a) the complexity of the Case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. PSZJ respectfully submits that, had counsel with less experience in these types of matters been retained, the cost to the estate would have been much greater.

1 The fees charged by PSZJ in this case have been billed in accordance with the
2 existing billing rates and procedures in effect during the Application Period (and,
3 specifically, at the agreed-to reduced blended hourly rate). The services rendered by
4 PSZJ were necessary and beneficial to the Committee, consistently performed in a
5 timely manner, and reasonable considering the value of such services to the
6 Committee, PSZJ's demonstrated skill and expertise in the bankruptcy field, and the
7 customary compensation charged by comparably skilled practitioners. Accordingly,
8 PSZJ respectfully submits that approval of the compensation for professional services
9 and reimbursement of expenses sought herein is warranted.

10 **VII. OTHER COMPLIANCE WITH UST GUIDELINES**

11 The following is provided in response to the request for additional information
12 set forth in Paragraph C.5 of the Revised UST Guidelines:

13 **Question:** Did you agree to any variations from, or alternatives to, your
14 standard or customary billing arrangements for this engagement?

15 **Response:** Yes. PSZJ agreed with the Committee to seek professional
16 compensation at a blended hourly rate of \$900.00.

17 **Question:** If the fees sought in this fee application as compared to the fees
18 budgeted for the time period covered by this fee application are higher by 10% or
19 more, did you discuss the reasons for the variation with the client?

20 **Response:** N/A.

21 **Question:** Have any of the professionals included in this fee application
22 varied their hourly rate based on the geographic location of the bankruptcy case?

23 **Response:** No.

24 **Question:** Does the fee application include time or fees related to reviewing
25 or revising time records or preparing, reviewing, or revising invoices?

26 **Response:** No.

27 **Question:** Does this fee application include time or fees for reviewing time
28 records to redact any privileged or other confidential information?

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Response: No.

Question: If the fee application includes any rate increases since retention, did the client (i) review and approve those rate increases in advance, and (ii) agree when retaining the law firm to accept all future rate increases?

Response: N/A.

1 **VIII. CONCLUSION**

2 **WHEREFORE**, PSZJ respectfully requests that, pursuant to the Fee
3 Procedures Order, the Court: (i) allow on a final basis approval of PSZJ’s First Interim
4 Fee Application and Second Interim Fee Application; (ii) allow on an interim and
5 final basis compensation in the amount of \$378,984.00 in fees for services rendered
6 by PSZJ during the Third Interim Period; (iii) allow on an interim and final basis
7 reimbursement of expenses in the amount of \$321.32 for expenses incurred during the
8 Third Interim Period; (iv) allow on a final basis compensation in the amount of
9 \$903,082.00 in fees for services rendered by PSZJ during the Application Period; (v)
10 allow on a final basis reimbursement of expenses in the amount of \$8,732.25 for
11 expenses incurred during the Application Period; (vi) authorize payment of these
12 allowed but unpaid fees and expenses to PSZJ; and (vii) grant such other and further
13 relief as the Court may deem proper.

14 Dated: March 29, 2024

PACHULSKI STANG ZIEHL & JONES LLP

15
16 By: /s/ Jeffrey N. Pomerantz
Jeffrey N. Pomerantz

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18 *Counsel to the Official Committee of*
19 *Unsecured Creditors*
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DECLARATION OF JEFFREY N. POMERANTZ

I, Jeffrey N. Pomerantz, hereby state and declare that if called on as a witness, I would and could testify of my own personal knowledge as follows:

1. I am a partner with the applicant law firm Pachulski Stang Ziehl & Jones LLP (“PSZJ”) and am admitted to appear before this court.

2. I am familiar with the work performed on behalf of the Committee by the lawyers and paraprofessionals of PSZJ.

3. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information, and belief. Moreover, I have reviewed the Fee Procedures Order and the Revised UST Guidelines (as those terms are defined in the foregoing Application) and submit that the Application substantially complies.

Executed this 29th day of March 2024, at Los Angeles, California.

/s/ Jeffrey N. Pomerantz
Jeffrey N. Pomerantz

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

EXHIBIT A

Customary and Comparable Compensation Disclosures with Fee Applications

EXHIBIT A

Customary and Comparable Compensation Disclosures with Fee Applications

(See Appendix B—Guidelines Customary and Comparable Compensation Disclosures with Fee Applications)

CATEGORY OF TIMEKEEPER (Using categories already maintained by the firm)	BLENDED HOURLY RATE	
	Billed or Collected Firm or offices for proceeding Year, excluding bankruptcy*	Billed In this Application
Sr/Equity Partner/Shareholder	\$1,600.00	\$900.00
Of Counsel	\$1,275.00	\$900.00
Associates	\$830.00	N/A
Law Library Director	\$645.00	\$495.00
Paralegal	\$585.00	\$495.00
Case Management Assistants	\$475.00	N/A
All Timekeepers aggregated**	\$950.00**	\$795.03

* Represents approximate blended hourly rate. Non-estate work for PSZJ represents a de minimis amount of the Firm’s revenues as the Firm’s engagements are primarily on behalf of debtors, official committees, and other estate-billed constituencies. For fiscal year ending 2023, non-estate work represented approximately 8-10% of the Firm’s revenues. It is expected that non-estate work in 2024 will represent approximately 8-10% of the Firms’ revenues.

**Represents an estimate for the aggregate blended hourly rate for all timekeepers on non-estate work

EXHIBIT B

Summary of Timekeepers Included in this Fee Application

EXHIBIT B

Summary of Timekeepers Included in this Fee Application
(See Appendix B– Summary of Timekeepers Included in this Fee Application)

Name	Title or Position	Department Group or Section	Date of First Admission	Hours Billed During Third Interim Period	Fees Billed During Third Interim Period	HOURLY RATE BILLED		Number of Rate Increases Since Inception
						In This Application	In First and/or Second Interim Applications	
Jeffrey N. Pomerantz	Partner	Bankruptcy	1989	25.40	\$22,860.00	\$900.00	\$900.00	0
Joshua M. Fried	Partner	Bankruptcy	1996	9.20	\$8,280.00	\$900.00	\$900.00	0
Jason S. Pomerantz	Partner	Bankruptcy	1991	261.40	\$235,260.00	\$900.00	\$900.00	0
Victoria Newmark	Counsel	Bankruptcy	1996	2.40	\$2,160.00	\$900.00	\$900.00	0
Steven W. Golden	Partner	Bankruptcy	2015	41.40	\$37,260.00	\$900.00	\$900.00	0
Leslie A. Forrester	Law Library Director	Bankruptcy	N/A	0.50	\$297.50	\$595.00	\$495.00	1

Name	Title or Position	Department Group or Section	Date of First Admission	Hours Billed During Third Interim Period	Fees Billed During Third Interim Period	HOURLY RATE BILLED		Number of Rate Increases Since Inception
						In This Application	In First and/or Second Interim Applications	
Beth D Dassa	Paralegal	Bankruptcy	N/A	133.70	\$72,866.50	\$545.00	\$495.00	1
TOTAL:				474.00	\$378,984.00			

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION
Case Number: 22-02384
Applicant's Name: Pachulski Stang Ziehl & Jones LLP
Interim or Final: Final

Name	Title or Position	Department Group or Section	Date of First Admission	Hours Billed During Application Period	Fees Billed During Application Period	HOURLY RATE BILLED		Number of Rate Increases Since Inception
						In This Application	In First and/or Second Interim Applications	
Jeffrey N. Pomerantz	Partner	Bankruptcy	1989	127.30	\$114,570.00	\$900.00	\$900.00	0
Henry C. Kevane	Partner	Bankruptcy	1986	53.60	\$48,240.00	N/A	\$900.00	0
Debra Grassgreen	Partner	Bankruptcy	1994	5.70	\$5,130.00	N/A	\$900.00	0
Joshua M. Fried	Partner	Bankruptcy	1996	36.20	\$32,580.00	\$900.00	\$900.00	0
Jason S. Pomerantz	Partner	Bankruptcy	1991	313.30	\$281,970.00	\$900.00	\$900.00	0
Teddy Kapur	Partner	Bankruptcy	2006	17.10	\$15,390.00	N/A	\$900.00	0
Victoria Newmark	Counsel	Bankruptcy	1996	4.80	\$4,320.00	\$900.00	\$900.00	0
Steven W. Golden	Partner	Bankruptcy	2015	269.90	\$242,910.00	\$900.00	\$900.00	0
Steven W. Golden	Partner	Bankruptcy	2015	33.40	\$15,030.00	N/A	\$450.00	0
Gina F. Brandt	Counsel	Bankruptcy	1976	0.90	\$810.00	N/A	\$900.00	0
Gillian N. Brown	Counsel	Bankruptcy	1999	0.10	\$90.00	N/A	\$900.00	0

Name	Title or Position	Department Group or Section	Date of First Admission	Hours Billed During Application Period	Fees Billed During Application Period	HOURLY RATE BILLED		Number of Rate Increases Since Inception
						In This Application	In First and/or Second Interim Applications	
Leslie A. Forrester	Law Library Director	Bankruptcy	N/A	7.20	\$3,614.00	\$595.00	\$495.00	1
Beth D Dassa	Paralegal	Bankruptcy	N/A	265.00	\$137,860.00	\$545.00	\$495.00	1
Yves P. Derac	Paralegal	Bankruptcy	N/A	0.10	\$54.50	N/A	\$545.00	0
Chuck M. Curts	Other	Bankruptcy	N/A	1.30	\$513.50	N/A	\$395.00	0
TOTAL:				1,135.90	\$903,082.00			

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION
Case Number: 22-02384
Applicant's Name: Pachulski Stang Ziehl & Jones LLP
Interim or Final: Final

EXHIBIT C-1

Budget

EXHIBIT C-1

BUDGET

If the parties consent or the court so directs, a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance.

(See Appendix B–Guidelines Budget)

PROJECT CATEGORY	HOURS BUDGETED DURING THIRD INTERIM PERIOD	FEES BUDGETED DURING THIRD INTERIM PERIOD
Bankruptcy Litigation	0.10	\$90.00
Case Administration	2.80	\$1,845.50
Claims Administration/Objections	372.40	\$299,411.50
Compensation of Professionals	18.10	\$10,681.00
Compensation of Professionals/Other	10.80	\$5,886.00
General Creditors' Committee	6.40	\$5,760.00
Hearing	11.80	\$10,052.00
Operations	0.30	\$270.00
Plan & Disclosure Statement	51.30	\$44,988.00
TOTALS:	474.00	\$378,984.00

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION
 Case Number: 22-02384
 Applicant's Name: Pachulski Stang Ziehl & Jones LLP
 Interim or Final: Final

PROJECT CATEGORY	HOURS BUDGETED DURING APPLICATION PERIOD	FEES BUDGETED DURING APPLICATION PERIOD
Asset Disposition	153.00	\$135,270.00
Bankruptcy Litigation	104.20	\$91,026.00
Case Administration	57.10	\$39,002.50
Claims Administration/Objections	442.80	\$361,475.50
Compensation of Professionals	70.90	\$44,233.50
Compensation of Professionals/Other	28.50	\$14,769.00
Employee Benefits/Pension	7.10	\$6,349.50
Executory Contracts	4.20	\$3,699.00
Financial Filings	5.20	\$3,343.50
General Creditors' Committee	87.50	\$71,662.50
Hearing	20.20	\$17,531.00
Litigation/Non-Bankruptcy	2.00	\$1,557.00
Meeting of Creditors	1.50	\$1,350.00
Non-Working Travel	33.40	\$15,030.00
Operations	1.00	\$900.00
Plan & Disclosure Statement	83.80	\$74,197.50
Retention of Professionals	25.20	\$15,430.50
Retention of Professionals/Other	8.30	\$6,255.00
TOTALS:	1,135.90	\$903,082.00

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION
Case Number: 22-02384
Applicant's Name: Pachulski Stang Ziehl & Jones LLP
Interim or Final: Final

EXHIBIT C-2

Staffing Plan

EXHIBIT C-2

STAFFING PLAN

If the parties consent or the court so directs, a staffing plan approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees are sought in the fee application for a greater number of professionals than identified in the staffing plan, the fee application should explain the variance.

(See Appendix B—Guidelines for Staffing Plan)

CATEGORY OF TIMEKEEPER (Using categories already maintained by the firm)	BLENDED HOURLY RATE	
	NUMBER OF TIMEKEEPERS WHO WORKED ON THE MATTER DURING THIRD INTERIM PERIOD	AVERAGE HOURLY RATE DURING THIRD INTERIM PERIOD
Partner	4	\$900.00
Of Counsel	1	\$900.00
Law Library Director	1	\$595.00
Paralegals	1	\$545.00

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION

Case Number: 22-02384

Applicant's Name: Pachulski Stang Ziehl & Jones LLP

Interim or Final Final

CATEGORY OF TIMEKEEPER (Using categories already maintained by the firm)	BLENDED HOURLY RATE	
	NUMBER OF TIMEKEEPERS WHO WORKED ON THE MATTER DURING APPLICATION PERIOD	AVERAGE HOURLY RATE DURING APPLICATION PERIOD
Partner	7	\$900.00
Of Counsel	3	\$900.00
Law Library Director	1	\$570.00
Paralegals	2	\$520.00
Other	1	\$395.00

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION

Case Number: 22-02384

Applicant's Name: Pachulski Stang Ziehl & Jones LLP

Interim or Final Final

EXHIBIT D-1

Summary of Compensation Requested by Project Category

EXHIBIT D-1

**SUMMARY OF COMPENSATION REQUESTED BY PROJECT CATEGORY
DURING THE THIRD INTERIM PERIOD**

*(See Appendix B–Guidelines for Summary of Compensation
Requested by Project Category)*

Task Code	Matter Description	Hours Budgeted	Fees Budgeted	Total Hours Billed	Total Fees Requested
BL	Bankruptcy Litigation	N/A	N/A	0.10	\$90.00
CA	Case Administration	N/A	N/A	2.80	\$1,845.50
CO	Claims Administration/Objections	N/A	N/A	372.40	\$299,411.50
CP	Compensation of Professionals	N/A	N/A	18.10	\$10,681.00
CPO	Compensation of Professionals/Other	N/A	N/A	10.80	\$5,886.00
GC	General Creditors' Committee	N/A	N/A	6.40	\$5,760.00
HE	Hearing	N/A	N/A	11.80	\$10,052.00
OP	Operations	N/A	N/A	0.30	\$270.00
PD	Plan & Disclosure Statement	N/A	N/A	51.30	\$44,988.00
TOTALS				474.00	\$378,984.00

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION
Case Number: 22-02384
Applicant's Name: Pachulski Stang Ziehl & Jones LLP
Interim or Final Final

**SUMMARY OF COMPENSATION REQUESTED BY PROJECT
CATEGORY DURING THE APPLICATION PERIOD**

*(See Appendix B–Guidelines for Summary of Compensation
Requested by Project Category)*

Task Code	Matter Description	Hours Budgeted	Fees Budgeted	Total Hours Billed	Total Fees Requested
AD	Asset Disposition	N/A	N/A	153.00	\$135,270.00
BL	Bankruptcy Litigation	N/A	N/A	104.20	\$91,026.00
CA	Case Administration	N/A	N/A	57.10	\$39,002.50
CO	Claims Administration/Objections	N/A	N/A	442.80	\$361,475.50
CP	Compensation of Professionals	N/A	N/A	70.90	\$44,233.50
CPO	Compensation of Professionals/Other	N/A	N/A	28.50	\$14,769.00
EB	Employee Benefits/Pension	N/A	N/A	7.10	\$6,349.50
EC	Executory Contracts	N/A	N/A	4.20	\$3,699.00
FF	Financial Filings	N/A	N/A	5.20	\$3,343.50
GC	General Creditors' Committee	N/A	N/A	87.50	\$71,662.50
HE	Hearing	N/A	N/A	20.20	\$17,531.00
LN	Litigation/Non-Bankruptcy	N/A	N/A	2.00	\$1,557.00
MC	Meeting of Creditors	N/A	N/A	1.50	\$1,350.00
NT	Non-Working Travel	N/A	N/A	33.40	\$15,030.00

Task Code	Matter Description	Hours Budgeted	Fees Budgeted	Total Hours Billed	Total Fees Requested
OP	Operations	N/A	N/A	1.00	\$900.00
PD	Plan & Disclosure Statement	N/A	N/A	83.80	\$74,197.50
RP	Retention of Professionals	N/A	N/A	25.20	\$15,430.50
RPO	Retention of Professionals/Other	N/A	N/A	8.30	\$6,255.00
TOTALS				1,135.90	\$903,082.00

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION
Case Number: 22-02384
Applicant's Name: Pachulski Stang Ziehl & Jones LLP
Interim or Final: Final

EXHIBIT D-2

Summary of Expense Reimbursement Requested by Category

EXHIBIT D -2

**SUMMARY OF EXPENSE REIMBURSEMENT
REQUESTED BY CATEGORY
DURING THE THIRD INTERIM PERIOD**

Expense Category	Total Expenses
Conference Call	\$3.56
Litigation Support Vendors	\$32.00
Pacer	\$203.26
Reproduction Expense	\$82.50
Total:	\$321.32

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION
Case Number: 22-02384
Applicant's Name: Pachulski Stang Ziehl & Jones LLP
Interim or Final: Final

**SUMMARY OF EXPENSE REIMBURSEMENT
REQUESTED BY CATEGORY DURING THE APPLICATION PERIOD**

Expense Category	Total Expenses
Air Fare	\$110.50
Auto Travel Expense	\$2,600.66
Bloomberg	\$40.00
Business Meals	\$11.48
Conference Call	\$10.00
Federal Express	\$696.96
Filing Fees	\$213.00
Lexis/Nexis	\$771.60
Hotel Expense	\$2,169.59
Litigation Support Vendors	\$32.00
Outside Services	\$47.50
Pacer	\$1,163.56
Postage	\$431.20
Reproduction Expense	\$96.30
Reproduction/Scan Copy	\$186.90
Travel Expense	\$151.00
Total:	\$8,732.25

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION
Case Number: 22-02384
Applicant's Name: Pachulski Stang Ziehl & Jones LLP
Interim or Final: Final

EXHIBIT E

Summary Cover Sheet of Fee Application

EXHIBIT E

SUMMARY COVER SHEET OF FEE APPLICATION

(See Appendix B—Guidelines Summary Cover Sheet of Fee Application)

Name of Applicant:	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to	Official Committee of Unsecured Creditors
Time period covered by this Application for the Third Interim Period	August 1, 2023 – February 14, 2024
Time period covered by this Application for the Application Period	September 30, 2022 – February 14, 2024
Total compensation sought for the Third Interim Period	\$378,984.00
Total expenses sought for the Third Interim Period	\$321.32
Total compensation sought for the Application Period	\$903,082.00
Total expenses sought for the Application Period	\$8,732.25
Petition Date	September 12, 2022
Retention Date	September 30, 2022
Date of order approving employment	December 12, 2022
Total compensation approved by interim Order to date	\$524,098.00
Total reimbursement approved by interim Order to date	\$8,410.93
Total allowed compensation paid to date	\$524,098.00
Total allowed expenses paid to date	\$8,410.93
Blended rate in this Application for all attorneys during the Third Interim and Application Period	\$900.00
Compensation sought in this Application already paid pursuant to a monthly compensation order but not yet allowed	\$158,348.40
Expenses sought in this Application already paid pursuant to a monthly compensation order but not yet allowed	\$212.72

Number of professionals included in this Application for the Third Interim Period	5
Number of professionals included in this Application for the Application Period	10
If applicable, number of professionals in this Application not included in staffing plan approved by client	N/A
If applicable, difference between fees budgeted and compensation sought for this period	N/A
Number of professionals billing fewer than 15 hours to the case during the Third Interim Period	2
Number of professionals billing fewer than 15 hours to the case during the Application Period	3
Are any rates higher than those approved or disclosed at retention?	No

Case Name: BORREGO COMMUNITY HEALTH FOUNDATION
Case Number: 22-02384
Applicant's Name: Pachulski Stang Ziehl & Jones LLP
Interim or Final: Final

Exhibit F

Copies of the Monthly Fee Applications

1 Jeffrey N. Pomerantz (State Bar No. 143717)
2 Teddy M. Kapur (State Bar No. 242486)
3 Steven W. Golden (Admitted *Pro Hac Vice*)
4 PACHULSKI STANG ZIEHL & JONES LLP
5 10100 Santa Monica Blvd., 13th Floor
6 Los Angeles, CA 90067
7 Telephone: 310/277-6910
8 Facsimile: 310/201-0760
9 E-mail: jpomerantz@pszjlaw.com
10 tkapur@pszjlaw.com
11 sgolden@pszjlaw.com

12 Counsel to the Official Committee of Unsecured Creditors

13 **UNITED STATES BANKRUPTCY COURT**
14 **SOUTHERN DISTRICT OF CALIFORNIA**

15 In re:

16 **BORREGO COMMUNITY**
17 **HEALTH FOUNDATION,**

18 Debtor and Debtor in
19 Possession.

20 Case No.: 22-02384-LT11

21 Chapter 11

22 **PACHULSKI STANG ZIEHL & JONES**
23 **LLP'S ELEVENTH MONTHLY FEE**
24 **APPLICATION FOR ALLOWANCE AND**
25 **PAYMENT OF INTERIM COMPENSATION**
26 **AND REIMBURSEMENT OF EXPENSES**
27 **FOR THE PERIOD AUGUST 1, 2023 –**
28 **AUGUST 31, 2023**

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 CSD 1143 (04/28/96)

2 **UNITED STATES BANKRUPTCY COURT**
3 **SOUTHERN DISTRICT OF CALIFORNIA**

4 DEBTOR: Borrego Community Health Foundation

5 Petition Date: September 12, 2022

6 Case No: 22-02384

7 **MONTHLY FEE APPLICATION SUMMARY**

8
9 APPLICANT: Pachulski Stang Ziehl & Jones LLP

10 REPRESENTING: The Official Committee of Unsecured Creditors

11 **ORDER APPROVING EMPLOYMENT:** Docket No. 287

CATEGORY	APPLICATION PERIOD: August 1, 2023 – August 31, 2023	
	HOURS	AMOUNT REQUESTED
Case Administration	0.40	\$218.00
Claims Admin/Objections	19.40	\$17,460.00
PSZJ Compensation	4.40	\$3,037.00
Other Professional Compensation	1.30	\$708.50
Plan and Disclosure Statement	9.10	\$8,037.50
TOTAL	34.60	\$29,461.00

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21 **MONTHLY FEE APPLICATION**

22 Pachulski Stang Ziehl & Jones, LLP (“PSZJ” or the “Firm”) submits its Eleventh
23 Monthly Fee Application for Allowance and Payment of Interim Compensation and
24 Reimbursement of Expenses (the “Application”) for the Period August 1, 2023 –
25 August 31, 2023 (the “Application Period”). In support of the Application, PSZJ
26 respectfully represents as follows:

1. The Firm is counsel to the Official Committee of Unsecured Creditors (the “Committee”). The Firm hereby applies to the Court for allowance and payment of

interim compensation for services rendered and reimbursement of expenses incurred during the Application Period.

2. The Firm billed a total of \$29,490.92 during the Application Period. The total fees represent 34.60 hours expended during the Application Period. These fees and expenses are broken down as follows:

Application Period	Fees	Expenses	Total
August 1, 2023 – August 31, 2023	\$29,461.00	\$29.92	\$29,490.92

3. Accordingly, the Firm seeks allowance of interim compensation in the total amount of \$23,598.72 at this time. This total is comprised as follows: \$23,568.80 (80% of the fees totaling \$29,461.00 for services rendered), plus \$29.92 (100% of the expenses incurred).

4. For the post-petition period, the Firm has been paid to date as follows:

Fee Period	Fees	Expenses	Description
9/30/22 – 10/31/2022 (First Monthly Fee Statement)	\$94,549.50	\$2,743.58	100% fees and 100% of expenses
11/1/22 – 11/30/22 (Second Monthly Fee Statement)	\$63,301.50	\$557.32	100% fees and 100% of expenses
12/1/22 – 12/31/22 (Third Monthly Fee Statement)	\$40,756.50	\$472.70	100% fees and 100% of expenses
1/1/23 – 1/31/23 (Fourth Monthly Fee Statement)	\$77,499.00	\$68.90	100% fees and 100% of expenses
2/1/23 – 2/28/23 (Fifth Monthly Fee Statement)	\$101,185.60	\$41.44	80% fees and 100% of expenses
3/1/23 – 3/31/23 (Sixth Monthly Fee Statement)	\$13,042.80	\$3,100.48	80% fees and 100% of expenses
4/1/23 – 4/30/23 (Seventh Monthly Fee Statement)	\$15,973.20	\$1,027.68	80% fees and 100% of expenses
Total Paid to the Firm to Date	\$406,308.10	\$8,012.10	\$414,320.20

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 5. To date, the Firm is owed as follows (excluding amounts owed pursuant to
2 this Application): \$118,188.73, comprised of \$32,550.40 (20% fees on account of its
3 monthly fee statements for the period February 1 – April 30, 2023), and \$85,638.33
4 (100% fees/expenses on account of its monthly fee statements for the period May 1 –
5 July 31, 2023).

6 6. Attached as **Exhibit “1”** hereto is the name of each professional who
7 performed services in connection with this case (the “Case”) during the Application
8 Period and the hourly rate for each such professional. Attached hereto as **Exhibit “2”**
9 is the detailed time and expense statements for the Application Period.

10 7. The Firm has served a copy of this Application on the United States
11 Trustee (the “U.S. Trustee”), the Debtor, counsel to the Debtor, counsel to the Patient
12 Care Ombudsman, the United States of America, and the State of California, and parties
13 requesting special notice (collectively, the “Notice Parties”). The Application was
14 mailed to the Notice Parties by first class mail, postage prepaid, on or about October
15 18, 2023.

16 8. Pursuant to this Court’s *Order on Debtor’s Motion for Entry of an Order*
17 *Establishing Procedures for Monthly Payment of Fees and Expense Reimbursement*
18 (the “Interim Compensation Procedures Order”) that was entered on or about December
19 15, 2022 [Docket No. 299], the Debtor is authorized to make the payment requested
20 herein with a further hearing or order of this Court unless an objection to this
21 Application is filed with the Court and served upon the Notice Parties within ten (10)
22 calendar days after the date of mailing of the Notice of this Application. If such an
23 objection is filed, the Debtor is authorized to pay 80% of the uncontested fees and 100%
24 of the uncontested expenses without further order of the Court. If no objection is filed,
25 the Debtor is authorized to pay 80% of all fees requested in the Application and 100%
26 of the uncontested expenses without further order of the Court.

27 9. The interim compensation and reimbursement of expenses sought in this
28 Application is not final. Upon the conclusion of this Case, the Firm will seek fees and

1 reimbursement of the expenses incurred for the totality of the services rendered in this
2 Case. Any interim fees or reimbursement of expenses approved by this Court and
3 received by the Firm will be credited against such final fees and expenses as may be
4 allowed by this Court.

5 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation
6 to the Firm as requested herein pursuant to and in accordance with the terms of the
7 Interim Compensation Procedures Order.

8 Dated: October 18, 2023

PACHULSKI STANG ZIEHL & JONES
LLP

9
10 By /s/ Jeffrey N. Pomerantz
Jeffrey N. Pomerantz

11
12 Counsel to the Official Committee of
Unsecured Creditors

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

EXHIBIT 1

EXHIBIT “1”

**Summary of Hours by Professional for Application Period
(August 1, 2023 – August 31, 2023)**

Name of Professional	Title	Hours	Rate	Total Billed
Fried, Joshua M.	Partner	7.80	\$900.00	\$7,020.00
Pomerantz, Jason S.	Partner	18.80	\$900.00	\$16,920.00
Golden, Steven W.	Partner	3.20	\$900.00	\$2,880.00
Forrester, Leslie A.	Librarian	0.50	\$595.00	\$297.50
Dassa, Beth D.	Paralegal	4.30	\$545.00	\$2,343.50
TOTAL		34.60		\$29,461.00

EXHIBIT “2”

**Detailed Time and Expense Statement for Application Period
(August 1, 2023 – August 31, 2023)**



10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

Borrego Comm. Health Found OCC
JNP

August 31, 2023
Invoice 134342
Client 10283.00002

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 08/31/2023

FEES	\$29,461.00
EXPENSES	\$29.92
TOTAL CURRENT CHARGES	\$29,490.92
BALANCE FORWARD	\$135,189.61
LAST PAYMENT	-\$17,000.88
TOTAL BALANCE DUE	\$147,679.65

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
Client 10283.00002

Page: 2
Invoice 134342
August 31, 2023

Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JMF	Fried, Joshua M.	Partner	900.00	7.80	\$7,020.00
JSP	Pomerantz, Jason S.	Partner	900.00	18.80	\$16,920.00
SWG	Golden, Steven W.	Partner	900.00	3.20	\$2,880.00
BDD	Dassa, Beth D.	Paralegal	545.00	4.30	\$2,343.50
LAF	Forrester, Leslie A.	Library	595.00	0.50	\$297.50
			<hr/>		<hr/>
			34.60		\$29,461.00

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
Client 10283.00002

Page: 3
Invoice 134342
August 31, 2023

Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
CA	Case Administration	0.40	\$218.00
CO	Claims Administration and Objections	19.40	\$17,460.00
CP	PSZJ Compensation	4.40	\$3,037.00
CPO	Other Professional Compensation	1.30	\$708.50
PD	Plan and Disclosure Statement	9.10	\$8,037.50
		<hr/> 34.60	<hr/> \$29,461.00

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
Client 10283.00002

Page: 4
Invoice 134342
August 31, 2023

Summary of Expenses

<u>Description</u>	<u>Amount</u>
Conference Call	\$3.56
Pacer - Court Research	\$1.66
Reproduction Expense - @0.10 per page	\$24.70
	<hr/>
	\$29.92

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
Client 10283.00002

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Invoice 134342
August 31, 2023

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Case Administration						
08/16/2023	BDD	CA	Attend to calendaring matters	0.20	545.00	\$109.00
08/28/2023	BDD	CA	Attend to calendaring matters with B. Anavim and M. Kulick	0.20	545.00	\$109.00
				0.40		\$218.00
Claims Administration and Objections						
08/01/2023	JSP	CO	Review documents in preparation for call with J. Kearny, S. Maizel and others regarding claims analysis	0.80	900.00	\$720.00
08/02/2023	JSP	CO	Review correspondence/attachments from M. Gray and others in connection with claims analysis	0.80	900.00	\$720.00
08/03/2023	JSP	CO	Prepare for call with Dentons, FTI and Ankura group regarding claims analysis/objections	0.60	900.00	\$540.00
08/03/2023	JSP	CO	Participate on call with J. Kearney, S. Maizel, T. Moyran and others regarding claims analysis/objections	0.70	900.00	\$630.00
08/03/2023	JSP	CO	Review correspondence/documents based on group call concerning claims/claims objections	0.40	900.00	\$360.00
08/04/2023	JSP	CO	Analysis regarding non-litigation dental claims based on call yesterday; review documents in connection with same	1.30	900.00	\$1,170.00
08/07/2023	JSP	CO	Review updated chart and claims information from M. Gray and others based on recent call with FTI, Ankura, Hooper Lunday and Dentons team	1.40	900.00	\$1,260.00
08/08/2023	JSP	CO	Attention to claims/claims objections	0.60	900.00	\$540.00
08/10/2023	JSP	CO	Call with CJ Pease regarding non-litigation dental claims	0.20	900.00	\$180.00
08/10/2023	JSP	CO	Correspondence from D. Wessel regarding dental claims	0.20	900.00	\$180.00
08/10/2023	SWG	CO	Receive and respond to email from DHCS re: claims recon	0.20	900.00	\$180.00

Pachulski Stang Ziehl & Jones LLP
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/11/2023	JSP	CO	Prepare for (.3) and participate on (.4) call with L. Macksoud (Dentons) regarding claims objections	0.80	900.00	\$720.00
08/11/2023	JSP	CO	Review correspondence from M. Gray	0.30	900.00	\$270.00
08/12/2023	JSP	CO	Correspondence in connection with claims (M. Gray, CJ Pease, D. Wessel, R. Shah)	0.70	900.00	\$630.00
08/14/2023	JSP	CO	Correspondence, including review of updated reports, from M. Gray and CJ Pease	0.90	900.00	\$810.00
08/14/2023	JSP	CO	Call with M. Gray regarding Borrego claims analysis	0.20	900.00	\$180.00
08/15/2023	JSP	CO	Correspondence regarding claims	0.30	900.00	\$270.00
08/17/2023	JSP	CO	Prepare for and participate on call with R. Shah, D. Patel and S. Patel regarding claim	0.90	900.00	\$810.00
08/18/2023	JSP	CO	Confer with CJ Pease regarding Shah claim	0.30	900.00	\$270.00
08/18/2023	JSP	CO	Review Shah claim in connection with call with D. Patel and others	0.40	900.00	\$360.00
08/23/2023	JSP	CO	Review/analyze updated claims objection chart	1.40	900.00	\$1,260.00
08/23/2023	JSP	CO	Correspondence from D. Pitel regarding Shah claim	0.10	900.00	\$90.00
08/23/2023	JSP	CO	Correspondence regarding non-litigation dental claims	0.30	900.00	\$270.00
08/24/2023	JSP	CO	Calls with M. Gray, CJ Pease and S. Maizel regarding Shah claim	0.80	900.00	\$720.00
08/25/2023	JSP	CO	Attention to non-litigation dental claims, including Shah	1.40	900.00	\$1,260.00
08/25/2023	SWG	CO	Call with Jason Pomerantz re: claim objections	0.20	900.00	\$180.00
08/25/2023	SWG	CO	Call with D. Wessel re: dentist claim objections	0.20	900.00	\$180.00
08/28/2023	JSP	CO	Review updated claims analysis, including issues to follow up with CJ Pease and M. Gray	1.80	900.00	\$1,620.00
08/29/2023	JSP	CO	Confer with M. Gray, T. Moyron, S. Maizel and others regarding claims	0.30	900.00	\$270.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/29/2023	JSP	CO	Correspondence in connection with non-litigation dental claims	0.60	900.00	\$540.00
08/30/2023	JSP	CO	Correspondence regarding proposed Shah settlement	0.30	900.00	\$270.00
				19.40		\$17,460.00

PSZJ Compensation

08/01/2023	BDD	CP	Email accounting re PSZJ May fee statement	0.10	545.00	\$54.50
08/01/2023	JMF	CP	Review PSZJ May statement.	0.30	900.00	\$270.00
08/07/2023	BDD	CP	Review June pre-bill and emails J. Fried and R. Rothman re same (.20)	0.20	545.00	\$109.00
08/07/2023	BDD	CP	Prepare PSZJ May fee statement (.60) and email J. Pomerantz and J. Fried re same (.10)	0.70	545.00	\$381.50
08/07/2023	BDD	CP	Email J. Fried re payments received to date	0.10	545.00	\$54.50
08/07/2023	BDD	CP	Begin reviewing PSZJ invoices in preparation of 2nd interim fee application	0.50	545.00	\$272.50
08/07/2023	JMF	CP	Review and edit June prebill (.4); and quarterly fee application (.8).	1.20	900.00	\$1,080.00
08/08/2023	BDD	CP	Email N. Brown re PSZJ May fee statement	0.10	545.00	\$54.50
08/09/2023	BDD	CP	Email V. Arias re PSZJ June fee statement	0.10	545.00	\$54.50
08/09/2023	BDD	CP	Prepare PSZJ June fee statement (.40) and email J. Fried re same (.10)	0.50	545.00	\$272.50
08/09/2023	BDD	CP	Email N. Brown re PSZJ June fee statement	0.10	545.00	\$54.50
08/09/2023	JMF	CP	Review ninth monthly fee statement.	0.30	900.00	\$270.00
08/10/2023	BDD	CP	Email N. Brown re PSZJ June fee statement	0.10	545.00	\$54.50
08/16/2023	BDD	CP	Email accounting re July pre-bill	0.10	545.00	\$54.50
				4.40		\$3,037.00

Other Professional Compensation

08/04/2023	BDD	CPO	Review FTI 2nd interim fee application (.20) and email S. Golden and J. Fried re same (.10)	0.30	545.00	\$163.50
08/07/2023	BDD	CPO	Email T. Moyron re next round of interim fee applications	0.10	545.00	\$54.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/07/2023	BDD	CPO	Review FTI June fee statement (.10) and emails J. Fried and M. Gray re same (.10)	0.20	545.00	\$109.00
08/08/2023	BDD	CPO	Email M. Gray re FTI's May LEDES file	0.10	545.00	\$54.50
08/08/2023	BDD	CPO	Email M. Gray re FTI June fee statement	0.10	545.00	\$54.50
08/09/2023	BDD	CPO	Attend to FTI June fe statement and emails M. Gray and N. Brown re same	0.30	545.00	\$163.50
08/17/2023	BDD	CPO	Email T. Moyron re next round of fee applications	0.10	545.00	\$54.50
08/18/2023	BDD	CPO	Email R. Wicks re next round of fee applications	0.10	545.00	\$54.50
				<u>1.30</u>		<u>\$708.50</u>

Plan and Disclosure Statement

08/01/2023	JMF	PD	Review liquidating trust provisions re plan.	0.80	900.00	\$720.00
08/04/2023	JMF	PD	Review liquidating trust agreement.	0.90	900.00	\$810.00
08/08/2023	JMF	PD	review liquidating trust (.3); telephone call with S. Golden, T. Moyron, R. Wicks re plan walk through re collective comments (1.4).	1.70	900.00	\$1,530.00
08/08/2023	SWG	PD	Participate in call with Debtor's counsel re: Plan	1.30	900.00	\$1,170.00
08/30/2023	JMF	PD	Review Debtor comments to plan/disclosure statement.	1.00	900.00	\$900.00
08/31/2023	JMF	PD	Review and mark up plan changes.	1.60	900.00	\$1,440.00
08/31/2023	LAF	PD	Legal research re: Combined plan & disclosure statement in California.	0.50	595.00	\$297.50
08/31/2023	SWG	PD	Review and revise Plan of Liquidation	1.30	900.00	\$1,170.00
				<u>9.10</u>		<u>\$8,037.50</u>

TOTAL SERVICES FOR THIS MATTER:

\$29,461.00

Pachulski Stang Ziehl & Jones LLP
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Expenses

07/31/2023	CC	AT&T Conference Call, Jmf	0.04
07/31/2023	CC	AT&T Conference Call, Jmf	3.52
08/02/2023	RE2	SCAN/COPY (82 @0.10 PER PG)	8.20
08/07/2023	RE2	SCAN/COPY (16 @0.10 PER PG)	1.60
08/30/2023	RE2	SCAN/COPY (78 @0.10 PER PG)	7.80
08/31/2023	RE2	SCAN/COPY (71 @0.10 PER PG)	7.10
08/31/2023	PAC	Pacer - Court Research	1.66

Total Expenses for this Matter

\$29.92

Pachulski Stang Ziehl & Jones LLP
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A/R STATEMENT

Outstanding Balance from prior invoices as of 08/31/2023			(May not include recent payments)	
<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fee Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
132012	02/28/2023	\$25,296.40	\$0.00	\$25,296.40
132424	03/31/2023	\$3,260.70	\$0.00	\$3,260.70
132588	04/30/2023	\$3,993.30	\$0.00	\$3,993.30
132906	05/31/2023	\$16,114.50	\$95.90	\$16,210.40
132933	06/30/2023	\$41,373.50	\$161.97	\$41,535.47
133098	07/31/2023	\$27,751.50	\$140.96	\$27,892.46
Total Amount Due on Current and Prior Invoices:				\$147,679.65

1 Jeffrey N. Pomerantz (State Bar No. 143717)
Teddy M. Kapur (State Bar No. 242486)
2 Steven W. Golden (Admitted *Pro Hac Vice*)
PACHULSKI STANG ZIEHL & JONES LLP
3 10100 Santa Monica Blvd., 13th Floor
Los Angeles, CA 90067
4 Telephone: 310/277-6910
Facsimile: 310/201-0760
5 E-mail: jpomerantz@pszjlaw.com
tkapur@pszjlaw.com
6 sgolden@pszjlaw.com

7 Counsel to the Official Committee of Unsecured Creditors

8 **UNITED STATES BANKRUPTCY COURT**
9 **SOUTHERN DISTRICT OF CALIFORNIA**

10 In re:

11 BORREGO COMMUNITY
HEALTH FOUNDATION,

12 Debtor and Debtor in
13 Possession.

Case No.: 22-02384-LT11

Chapter 11

**PACHULSKI STANG ZIEHL & JONES
LLP'S TWELFTH MONTHLY FEE
APPLICATION FOR ALLOWANCE AND
PAYMENT OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD SEPTEMBER 1, 2023 –
SEPTEMBER 30, 2023**

1 CSD 1143 (04/28/96)

2 **UNITED STATES BANKRUPTCY COURT**
3 **SOUTHERN DISTRICT OF CALIFORNIA**

4 DEBTOR: Borrego Community Health Foundation

5 Petition Date: September 12, 2022

6 Case No: 22-02384

7 **MONTHLY FEE APPLICATION SUMMARY**

8
9 APPLICANT: Pachulski Stang Ziehl & Jones LLP

10 REPRESENTING: The Official Committee of Unsecured Creditors

11 **ORDER APPROVING EMPLOYMENT:** Docket No. 287

CATEGORY	APPLICATION PERIOD: September 1, 2023 – September 30, 2023	
	HOURS	AMOUNT REQUESTED
Case Administration	0.60	\$540.00
Claims Admin/Objections	73.20	\$53,384.00
PSZJ Compensation	7.50	\$4,194.00
Other Professional Compensation	3.80	\$2,071.00
General Creditors’ Committee	4.90	\$4,410.00
Plan and Disclosure Statement	22.10	\$19,890.00
TOTAL	112.10	\$84,489.00

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21 **MONTHLY FEE APPLICATION**

22
23 Pachulski Stang Ziehl & Jones, LLP (“PSZJ” or the “Firm”) submits its Twelfth
24 Monthly Fee Application for Allowance and Payment of Interim Compensation and
25 Reimbursement of Expenses (the “Application”) for the Period September 1, 2023 –
26 September 30, 2023 (the “Application Period”). In support of the Application, PSZJ
27 respectfully represents as follows:
28

1 1. The Firm is counsel to the Official Committee of Unsecured Creditors (the
2 “Committee”). The Firm hereby applies to the Court for allowance and payment of
3 interim compensation for services rendered and reimbursement of expenses incurred
4 during the Application Period.

5 2. The Firm billed a total of \$84,533.70 during the Application Period. The
6 total fees represent 112.10 hours expended during the Application Period. These fees
7 and expenses are broken down as follows:

Application Period	Fees	Expenses	Total
September 1, 2023 – September 30, 2023	\$84,489.00	\$44.70	\$84,533.70

8
9
10
11 3. Accordingly, the Firm seeks allowance of interim compensation in the total
12 amount of \$67,635.90 at this time. This total is comprised as follows: \$67,591.20 (80%
13 of the fees totaling \$84,489.00 for services rendered), plus \$44.70 (100% of the
14 expenses incurred).

15 4. For the post-petition period, the Firm has been paid to date as follows:

Fee Period	Fees	Expenses	Description
9/30/22 – 10/31/2022 (First Monthly Fee Statement)	\$94,549.50	\$2,743.58	100% fees and 100% of expenses
11/1/22 – 11/30/22 (Second Monthly Fee Statement)	\$63,301.50	\$557.32	100% fees and 100% of expenses
12/1/22 – 12/31/22 (Third Monthly Fee Statement)	\$40,756.50	\$472.70	100% fees and 100% of expenses
1/1/23 – 1/31/23 (Fourth Monthly Fee Statement)	\$77,499.00	\$68.90	100% fees and 100% of expenses
2/1/23 – 2/28/23 (Fifth Monthly Fee Statement)	\$101,185.60	\$41.44	80% fees and 100% of expenses
3/1/23 – 3/31/23 (Sixth Monthly Fee Statement)	\$13,042.80	\$3,100.48	80% fees and 100% of expenses
4/1/23 – 4/30/23 (Seventh Monthly Fee Statement)	\$15,973.20	\$1,027.68	80% fees and 100% of expenses
Total Paid to the Firm to Date	\$406,308.10	\$8,012.10	\$414,320.20

1 5. To date, the Firm is owed as follows (excluding amounts owed pursuant to
2 this Application): \$118,188.73, comprised of \$32,550.40 (20% fees on account of its
3 monthly fee statements for the period February 1 – April 30, 2023), and \$85,638.33
4 (100% fees/expenses on account of its monthly fee statements for the period May 1 –
5 July 31, 2023).¹

6 6. Attached as **Exhibit “1”** hereto is the name of each professional who
7 performed services in connection with this case (the “Case”) during the Application
8 Period and the hourly rate for each such professional. Attached hereto as **Exhibit “2”**
9 is the detailed time and expense statements for the Application Period.

10 7. The Firm has served a copy of this Application on the United States
11 Trustee (the “U.S. Trustee”), the Debtor, counsel to the Debtor, counsel to the Patient
12 Care Ombudsman, the United States of America, and the State of California, and parties
13 requesting special notice (collectively, the “Notice Parties”). The Application was
14 mailed to the Notice Parties by first class mail, postage prepaid, on or about October
15 18, 2023.

16 8. Pursuant to this Court’s *Order on Debtor’s Motion for Entry of an Order*
17 *Establishing Procedures for Monthly Payment of Fees and Expense Reimbursement*
18 (the “Interim Compensation Procedures Order”) that was entered on or about December
19 15, 2022 [Docket No. 299], the Debtor is authorized to make the payment requested
20 herein with a further hearing or order of this Court unless an objection to this
21 Application is filed with the Court and served upon the Notice Parties within ten (10)
22 calendar days after the date of mailing of the Notice of this Application. If such an
23 objection is filed, the Debtor is authorized to pay 80% of the uncontested fees and 100%
24 of the uncontested expenses without further order of the Court. If no objection is filed,
25 the Debtor is authorized to pay 80% of all fees requested in the Application and 100%
26 of the uncontested expenses without further order of the Court.

27
28 ¹ The Firm has filed its Eleventh Interim Fee Statement for the period August 1, 2023 – August 31, 2023 [Docket No. 1029], however, the objection deadline has not yet passed.

1 9. The interim compensation and reimbursement of expenses sought in this
2 Application is not final. Upon the conclusion of this Case, the Firm will seek fees and
3 reimbursement of the expenses incurred for the totality of the services rendered in this
4 Case. Any interim fees or reimbursement of expenses approved by this Court and
5 received by the Firm will be credited against such final fees and expenses as may be
6 allowed by this Court.

7 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation
8 to the Firm as requested herein pursuant to and in accordance with the terms of the
9 Interim Compensation Procedures Order.

10 Dated: October 18, 2023

PACHULSKI STANG ZIEHL & JONES
LLP

By /s/ Jeffrey N. Pomerantz

Jeffrey N. Pomerantz

Counsel to the Official Committee of
Unsecured Creditors

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

EXHIBIT 1

EXHIBIT “1”

**Summary of Hours by Professional for Application Period
(September 1, 2023 – September 30, 2023)**

Name of Professional	Title	Hours	Rate	Total Billed
Pomerantz, Jeffrey N.	Partner	2.50	\$900.00	\$2,250.00
Fried, Joshua M.	Partner	0.70	\$900.00	\$630.00
Pomerantz, Jason S.	Partner	36.80	\$900.00	\$33,120.00
Golden, Steven W.	Partner	23.50	\$900.00	\$21,150.00
Newmark, Victoria A.	Counsel	2.40	\$900.00	\$2,160.00
Dassa, Beth D.	Paralegal	46.20	\$545.00	\$25,179.00
TOTAL		112.10		\$84,489.00

EXHIBIT “2”

**Detailed Time and Expense Statement for Application Period
(September 1, 2023 – September 30, 2023)**



10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

Borrego Comm. Health Found OCC
JNP

September 30, 2023
Invoice 134343
Client 10283.00002

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 09/30/2023

FEES	\$84,489.00
EXPENSES	\$44.70
TOTAL CURRENT CHARGES	\$84,533.70
BALANCE FORWARD	\$147,679.65
TOTAL BALANCE DUE	\$232,213.35

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JMF	Fried, Joshua M.	Partner	900.00	0.70	\$630.00
JNP	Pomerantz, Jeffrey N.	Partner	900.00	2.50	\$2,250.00
JSP	Pomerantz, Jason S.	Partner	900.00	36.80	\$33,120.00
SWG	Golden, Steven W.	Partner	900.00	23.50	\$21,150.00
VAN	Newmark, Victoria A.	Counsel	900.00	2.40	\$2,160.00
BDD	Dassa, Beth D.	Paralegal	545.00	46.20	\$25,179.00
			<hr/>		<hr/>
			112.10		\$84,489.00

Pachulski Stang Ziehl & Jones LLP
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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
CA	Case Administration	0.60	\$540.00
CO	Claims Administration and Objections	73.20	\$53,384.00
CP	PSZJ Compensation	7.50	\$4,194.00
CPO	Other Professional Compensation	3.80	\$2,071.00
GC	General Creditors' Committee	4.90	\$4,410.00
PD	Plan and Disclosure Statement	22.10	\$19,890.00
		<hr/> 112.10	<hr/> \$84,489.00

Pachulski Stang Ziehl & Jones LLP
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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Pacer - Court Research	\$44.50
Reproduction Expense - @0.10 per page	\$0.20
	<hr/>
	\$44.70

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Case Administration						
09/27/2023	JSP	CA	Call with PSZJ and FTI group regarding case status, including plan and claims	0.60	900.00	\$540.00
				0.60		\$540.00
Claims Administration and Objections						
09/01/2023	JSP	CO	Continue analysis of non-litigation dental claims	0.80	900.00	\$720.00
09/04/2023	JSP	CO	Attention to non-litigation dental claims	0.90	900.00	\$810.00
09/04/2023	JSP	CO	Review updated chart/claims analysis from M. Gray	0.70	900.00	\$630.00
09/05/2023	JSP	CO	Attention to issues regarding claims/claims objections, including books and records and certain dentist claims	1.30	900.00	\$1,170.00
09/06/2023	JSP	CO	Correspondence to T. Moyron and S. Maizel regarding proposed Shah settlement	0.10	900.00	\$90.00
09/06/2023	JSP	CO	Attention to updated claims analysis	0.70	900.00	\$630.00
09/07/2023	JSP	CO	Participate on (call with S. Maizel, T. Moyron and L.McSoud regarding claims/claim objections	0.50	900.00	\$450.00
09/07/2023	JSP	CO	Follow up on claim issues based on call with S. Maizel, T. Moyron and L.McSoud	0.60	900.00	\$540.00
09/08/2023	JSP	CO	Prepare for and participate on calls with M. Gray and CJ Pease regarding claims/claim objections	0.80	900.00	\$720.00
09/08/2023	JSP	CO	Correspondence from T. Moyron and others regarding claims/claim objections	0.30	900.00	\$270.00
09/11/2023	BDD	CO	Call with JS Pomerantz re claim objections	0.10	545.00	\$54.50
09/11/2023	JNP	CO	Conference with J.S. Pomerantz regarding claims objection status.	0.20	900.00	\$180.00
09/11/2023	JSP	CO	Prepare for and participate on calls with S. S. Golden, M. Gray and Jeff Pomerantz regarding claims/claims objections	1.80	900.00	\$1,620.00
09/11/2023	JSP	CO	Correspondence regarding Shah claim	0.20	900.00	\$180.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
09/11/2023	SWG	CO	Call with J. Pomerantz re: claims objections process and timing.	0.50	900.00	\$450.00
09/12/2023	JSP	CO	Confer with R. Wicks regarding Shah settlement	0.30	900.00	\$270.00
09/12/2023	JSP	CO	Analysis regarding claims objections	0.80	900.00	\$720.00
09/13/2023	BDD	CO	Email to/call with JS Pomerantz re claim objections to be filed	0.20	545.00	\$109.00
09/13/2023	JSP	CO	Review updated analysis from M. Gray	1.70	900.00	\$1,530.00
09/13/2023	JSP	CO	Confer with M. Gray regarding updated reports for claim objections	1.70	900.00	\$1,530.00
09/14/2023	JSP	CO	Confer with R. Wicks, CJ Pease and M. Gray regarding claims/claims objections	0.40	900.00	\$360.00
09/14/2023	JSP	CO	Review updated claims charts from M. Gray and CJ Pease	0.80	900.00	\$720.00
09/15/2023	JSP	CO	Attention to claims/claim objections	1.40	900.00	\$1,260.00
09/17/2023	JSP	CO	Confer with R. Wicks regarding claims objections	0.10	900.00	\$90.00
09/18/2023	BDD	CO	Email to/calls with JS Pomerantz re objections to claims	0.20	545.00	\$109.00
09/18/2023	JNP	CO	Review and respond to emails regarding status of claims objections.	0.10	900.00	\$90.00
09/18/2023	JSP	CO	Work on claims objections	0.80	900.00	\$720.00
09/18/2023	JSP	CO	Confer with M. Gray regarding claims objections	0.10	900.00	\$90.00
09/19/2023	BDD	CO	Work on claim objections (2.3) and multiple emails to/calls with JS Pomerantz re same (.30)	2.60	545.00	\$1,417.00
09/19/2023	JNP	CO	Conference with J.S. Pomerantz regarding status of claims objections (2x).	0.20	900.00	\$180.00
09/19/2023	JSP	CO	Correspondence and/or calls (T. Moyron; CJ Pease, R. Wicks; S. Golden) regarding claims/claims objections	1.30	900.00	\$1,170.00
09/20/2023	BDD	CO	Review revised claim objections (.20) and email JS Pomerantz re same (.10)	0.30	545.00	\$163.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
09/20/2023	JSP	CO	Review draft claims objections, including documents in connection with same	1.70	900.00	\$1,530.00
09/20/2023	JSP	CO	Confer with G. Miller regarding Blue Shield claim	0.10	900.00	\$90.00
09/21/2023	BDD	CO	Review templates for claim objections and begin working on 3 buckets of 72 objections (1.80) emails to/calls with JS Pomerantz re same (.10)	1.90	545.00	\$1,035.50
09/21/2023	JSP	CO	Work on claims objections	2.80	900.00	\$2,520.00
09/22/2023	BDD	CO	Emails to/calls with JS Pomerantz re claim objections	0.20	545.00	\$109.00
09/23/2023	BDD	CO	Prepare multiple claim objections (9.70) and emails to/calls with JS Pomerantz and N. Brown re same (.30)	10.00	545.00	\$5,450.00
09/23/2023	JSP	CO	Review documents in connection with claims objections	0.60	900.00	\$540.00
09/23/2023	JSP	CO	Call with B. Dassa regarding claims objections	0.10	900.00	\$90.00
09/24/2023	BDD	CO	Continue preparing claim objections (5.30); emails to/calls with N. Brown and JS Pomerantz re same (.30); emails KCC team re same (.10)	5.70	545.00	\$3,106.50
09/24/2023	JSP	CO	Work on claims objections	1.90	900.00	\$1,710.00
09/24/2023	JSP	CO	Calls with B. Dassa regarding claims objections	0.20	900.00	\$180.00
09/24/2023	JSP	CO	Correspondence to C. Pease and M. Gray regarding claims objections	0.20	900.00	\$180.00
09/24/2023	JSP	CO	Correspondence from G. Miller regarding Blue Shield claim	0.10	900.00	\$90.00
09/25/2023	JSP	CO	Calls with M. Gray, B. Dassa, N. Brown and C. Pease regarding claims objections	0.60	900.00	\$540.00
09/25/2023	JSP	CO	Work on claims objections	1.90	900.00	\$1,710.00
09/26/2023	BDD	CO	Multiple calls with/emails to N. Brown re objections to claims	0.30	545.00	\$163.50
09/26/2023	BDD	CO	Email G. Downing re timing of filing of claim objections	0.10	545.00	\$54.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
09/26/2023	BDD	CO	Emails KCC team re filing/serving claim objections	0.20	545.00	\$109.00
09/26/2023	BDD	CO	Call with Jan (court clerk) re filing of multiple claim objections	0.20	545.00	\$109.00
09/26/2023	BDD	CO	Call with M. Gray, JS Pomerantz and N. Brown re claim objections	0.40	545.00	\$218.00
09/26/2023	JSP	CO	Calls with B. Dassa, N. Brown, C. Pease, M. Gray and others regarding claims objections	1.20	900.00	\$1,080.00
09/26/2023	JSP	CO	Correspondence from G. Miller regarding Blue Shiled	0.10	900.00	\$90.00
09/27/2023	BDD	CO	Emails to/call with J. Morrow at KCC re multiple claim objections to be filed and served	0.30	545.00	\$163.50
09/27/2023	BDD	CO	Continue working on multiple claim objections/notices (3.4) and multiple emails to/calls with JS Pomerantz and N. Brown re same (.30); emails J. Morrow at KCC re same (.10)	3.80	545.00	\$2,071.00
09/27/2023	JSP	CO	Calls with B. Dassa, CJ Pease, M. Grey, T. Moyron and others regarding claims objections	1.30	900.00	\$1,170.00
09/28/2023	BDD	CO	Continue working on multiple claim objections (3.20) and multiple emails to/calls with JS Pomerantz and N. Brown re same (.30); emails S. Golden and M. Gray re same (.20); email KCC team re filed claim objections (.10)	3.80	545.00	\$2,071.00
09/28/2023	JSP	CO	Call with L. Macksoud, S. Golden and M. Gray regarding claims objections	0.70	900.00	\$630.00
09/28/2023	JSP	CO	Review correspondence/documents in connection with claims objections	1.60	900.00	\$1,440.00
09/28/2023	JSP	CO	Calls with M. Gray and CJ Pease regarding claims objections	0.40	900.00	\$360.00
09/28/2023	JSP	CO	Correspondence to We Klean regarding claim objection	0.20	900.00	\$180.00
09/28/2023	JSP	CO	Correspondence to S. Reitzel regarding McKesson claims	0.20	900.00	\$180.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
09/28/2023	SWG	CO	Participate in call with J. Pomerantz, M. Gray, and L. Macksoud re: claims objections.	0.80	900.00	\$720.00
09/29/2023	BDD	CO	Continue working on claim objections (4.20); multiple emails to/calls with JS Pomerantz and N. Brown re same (.40); multiple emails M. Gray re same (.30)	4.90	545.00	\$2,670.50
09/29/2023	JSP	CO	Attention to claims objections	1.80	900.00	\$1,620.00
09/29/2023	JSP	CO	Confer with B. Dassa, CJ Pease, T. Moyron and others regarding claims objections	0.40	900.00	\$360.00
				73.20		\$53,384.00

PSZJ Compensation

09/05/2023	BDD	CP	Email S. Golden & J. Fried re PSZJ 2nd interim fee application	0.10	545.00	\$54.50
09/05/2023	BDD	CP	Review/edit July invoice in preparation for PSZJ 2nd interim fee application (.30); email accounting re same (.10); email S. Golden re same (.10)	0.50	545.00	\$272.50
09/05/2023	BDD	CP	Work on PSZJ 2nd interim fee application	1.70	545.00	\$926.50
09/05/2023	BDD	CP	Email V. Arias re PSZJ 2nd interim fee application	0.10	545.00	\$54.50
09/07/2023	BDD	CP	Prepare PSZJ July fee statement (.50) and email S. Golden re same (.10)	0.60	545.00	\$327.00
09/08/2023	BDD	CP	Work on/finalize PSZJ 2nd Interim fee application (3.4); email N. Brown re same (.10)	3.50	545.00	\$1,907.50
09/08/2023	BDD	CP	Email R. Rothman re PSZJ 2nd interim fee application`	0.10	545.00	\$54.50
09/11/2023	BDD	CP	Revisions to PSZJ 2nd quarterly fee application (.30) and email S. Golden re same (.10)	0.40	545.00	\$218.00
09/11/2023	SWG	CP	Review and edit second interim compensation application	0.30	900.00	\$270.00
09/12/2023	BDD	CP	Email R. Wicks at Dentons re PSZJ 2nd interim fee application	0.10	545.00	\$54.50
09/27/2023	BDD	CP	Email C. Curts re cumulative LEDES file re PSZJ 2nd interim fee application	0.10	545.00	\$54.50

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				7.50			\$4,194.00
Other Professional Compensation							
09/05/2023	BDD	CPO	Email M. Gray re FTI 2nd interim fee application	0.10	545.00		\$54.50
09/11/2023	BDD	CPO	Review/revise FTI's 2nd interim fee application (.80); email M. Gray re same (.10)	0.90	545.00		\$490.50
09/11/2023	BDD	CPO	Email claims agent re service of FTI July fee statement	0.10	545.00		\$54.50
09/12/2023	BDD	CPO	Further revisions to FTI 2nd interim fee application (.30); emails S. Golden and M. Kulick re same (.10)	0.40	545.00		\$218.00
09/12/2023	BDD	CPO	Email S. Golden re comments to FTI 2nd interim fee application	0.10	545.00		\$54.50
09/13/2023	BDD	CPO	Review FTI 2nd interim fee application and call with S. Golden re same (.20); call with M. Gray re same (.10); review revised fee application (.20) and emails to/call with M. Kulick re same (.20)	0.70	545.00		\$381.50
09/13/2023	BDD	CPO	Review final fee app numbers for PSZJ and FTI (.10) and email R. Wicks at Dentons re same (.10)	0.20	545.00		\$109.00
09/13/2023	BDD	CPO	Email KCC re service of PSZJ & FTI's 2nd interim fee applications	0.10	545.00		\$54.50
09/14/2023	BDD	CPO	Review filed fee applications of all professionals (.10) and attend to calendaring matters re same (.10)	0.20	545.00		\$109.00
09/19/2023	BDD	CPO	Email C. Curts re LEDES file for PSZJ 2nd interim fee application	0.10	545.00		\$54.50
09/19/2023	BDD	CPO	Email C. Dougherty (UST) re LEDES files for PSZJ & FTI's 2nd interim fee applications	0.10	545.00		\$54.50
09/19/2023	BDD	CPO	Email M. Gray re FTI Ledes file (2nd interim fee application)	0.10	545.00		\$54.50
09/20/2023	BDD	CPO	Review LEDES files for PSZJ & FTI's 2nd Interim fee applications (.10) and email C. Dougherty re same (.10)	0.20	545.00		\$109.00
09/27/2023	BDD	CPO	Emails M. Gray and C. Dougherty (UST) re FTI's LEDES file re 2nd interim fee application	0.10	545.00		\$54.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
09/27/2023	BDD	CPO	Email M. Gray re follow up from UST re LEDES file for FTI's 2nd interim fee application	0.10	545.00	\$54.50
09/28/2023	BDD	CPO	mails H. N. Hong and M. Gray re FTI's 2nd interim fee application	0.20	545.00	\$109.00
09/29/2023	BDD	CPO	Email C. Dougherty (UST) re updated FTI LEDES file re 2nd interim fee application	0.10	545.00	\$54.50
				3.80		\$2,071.00

General Creditors' Committee

09/04/2023	SWG	GC	Finalize reply in support of Noteholder Fee Motion	0.80	900.00	\$720.00
09/26/2023	SWG	GC	Call with Committee Member re: case status.	0.30	900.00	\$270.00
09/26/2023	SWG	GC	Call with counsel to Committee member re: status of case.	0.50	900.00	\$450.00
09/27/2023	JNP	GC	Participate on call with FTI and Steve Golden in preparation for Committee call.	0.70	900.00	\$630.00
09/27/2023	JNP	GC	Conference with D. Brinkman and S. Golden in preparation for Committee call.	0.20	900.00	\$180.00
09/27/2023	SWG	GC	Call with PSZJ and FTI teams in advance of UCC call.	0.70	900.00	\$630.00
09/28/2023	SWG	GC	Call with Committee member re: assumption/cure of contract.	0.10	900.00	\$90.00
09/29/2023	JNP	GC	Participate on Committee call.	0.80	900.00	\$720.00
09/29/2023	SWG	GC	Participate in call with UCC.	0.80	900.00	\$720.00
				4.90		\$4,410.00

Plan and Disclosure Statement

09/03/2023	SWG	PD	Draft and send email re: edits to plan and next steps	0.30	900.00	\$270.00
09/04/2023	VAN	PD	Draft/revise liquidating trust agreement.	2.40	900.00	\$2,160.00
09/05/2023	JMF	PD	Review plan edits to Debtors' Plan.	0.70	900.00	\$630.00
09/06/2023	SWG	PD	Review and edit draft LTA.	0.80	900.00	\$720.00
09/06/2023	SWG	PD	Review and respond to email re: extension of exclusivity	0.10	900.00	\$90.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
09/08/2023	SWG	PD	Call with J. Pomerantz re: plan and disclosure statement	0.30	900.00	\$270.00
09/12/2023	SWG	PD	Call with Debtor's counsel re: trust agreements	0.50	900.00	\$450.00
09/12/2023	SWG	PD	Call with FTI re: plan/disclosure statement issues	0.30	900.00	\$270.00
09/13/2023	SWG	PD	Receive and respond to email from FTI re: plan/disclosure statement	0.10	900.00	\$90.00
09/15/2023	SWG	PD	Continue drafting Trust and Sub-Trust Agreements.	3.30	900.00	\$2,970.00
09/16/2023	SWG	PD	Continue drafting Trust and Sub-Trust Agreements	3.50	900.00	\$3,150.00
09/18/2023	SWG	PD	Continue drafting post-confirmation trust agreements	3.60	900.00	\$3,240.00
09/19/2023	JNP	PD	Conference with S. Golden regarding status.	0.30	900.00	\$270.00
09/19/2023	SWG	PD	Continue drafting Trust agreements	2.10	900.00	\$1,890.00
09/20/2023	SWG	PD	Call with T. Moyron re: motion to approve combined plan/disclosure statement	0.30	900.00	\$270.00
09/25/2023	SWG	PD	Update Plan, Liquidating Trust Agreement, and GUC Claims Sub-Trust Agreement.	3.30	900.00	\$2,970.00
09/28/2023	SWG	PD	Edit Plan and send same to Debtor's professionals	0.20	900.00	\$180.00
				22.10		\$19,890.00

TOTAL SERVICES FOR THIS MATTER:

\$84,489.00

Pachulski Stang Ziehl & Jones LLP
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Expenses

09/26/2023	RE2	SCAN/COPY (2 @0.10 PER PG)	0.20
09/30/2023	PAC	Pacer - Court Research	44.50
Total Expenses for this Matter			\$44.70

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A/R STATEMENT

Outstanding Balance from prior invoices as of 09/30/2023			(May not include recent payments)	
<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fee Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
132012	02/28/2023	\$25,296.40	\$0.00	\$25,296.40
132424	03/31/2023	\$3,260.70	\$0.00	\$3,260.70
132588	04/30/2023	\$3,993.30	\$0.00	\$3,993.30
132906	05/31/2023	\$16,114.50	\$95.90	\$16,210.40
132933	06/30/2023	\$41,373.50	\$161.97	\$41,535.47
133098	07/31/2023	\$27,751.50	\$140.96	\$27,892.46
134342	08/31/2023	\$29,461.00	\$29.92	\$29,490.92
Total Amount Due on Current and Prior Invoices:				\$232,213.35

1 Jeffrey N. Pomerantz (State Bar No. 143717)
2 Teddy M. Kapur (State Bar No. 242486)
3 Steven W. Golden (Admitted *Pro Hac Vice*)
4 PACHULSKI STANG ZIEHL & JONES LLP
5 10100 Santa Monica Blvd., 13th Floor
6 Los Angeles, CA 90067
7 Telephone: 310/277-6910
8 Facsimile: 310/201-0760
9 E-mail: jpomerantz@pszjlaw.com
10 tkapur@pszjlaw.com
11 sgolden@pszjlaw.com

12 Counsel to the Official Committee of Unsecured Creditors

13 **UNITED STATES BANKRUPTCY COURT**
14 **SOUTHERN DISTRICT OF CALIFORNIA**

15 In re:

16 **BORREGO COMMUNITY**
17 **HEALTH FOUNDATION,**

18 Debtor and Debtor in
19 Possession.

20 Case No.: 22-02384-LT11

21 Chapter 11

22 **PACHULSKI STANG ZIEHL & JONES**
23 **LLP'S THIRTEENTH MONTHLY FEE**
24 **APPLICATION FOR ALLOWANCE AND**
25 **PAYMENT OF INTERIM COMPENSATION**
26 **AND REIMBURSEMENT OF EXPENSES**
27 **FOR THE PERIOD OCTOBER 1, 2023 –**
28 **OCTOBER 31, 2023**

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 CSD 1143 (04/28/96)

2 **UNITED STATES BANKRUPTCY COURT**
3 **SOUTHERN DISTRICT OF CALIFORNIA**

4 DEBTOR: Borrego Community Health Foundation

5 Petition Date: September 12, 2022

6 Case No: 22-02384

7 **MONTHLY FEE APPLICATION SUMMARY**

9 APPLICANT: Pachulski Stang Ziehl & Jones LLP

10 REPRESENTING: The Official Committee of Unsecured Creditors

11 **ORDER APPROVING EMPLOYMENT:** Docket No. 287

CATEGORY	APPLICATION PERIOD: October 1, 2023 – October 31, 2023	
	HOURS	AMOUNT REQUESTED
Bankruptcy Litigation	0.10	\$90.00
Case Administration	0.40	\$218.00
Claims Admin/Objections	59.20	\$46,641.50
PSZJ Compensation	1.70	\$962.00
Other Professional Compensation	2.70	\$1,471.50
Plan and Disclosure Statement	4.80	\$4,178.00
TOTAL	68.90	\$53,561.00

21 **MONTHLY FEE APPLICATION**

22 Pachulski Stang Ziehl & Jones, LLP (“PSZJ” or the “Firm”) submits its
23 Thirteenth Monthly Fee Application for Allowance and Payment of Interim
24 Compensation and Reimbursement of Expenses (the “Application”) for the Period
25 October 1, 2023 – October 31, 2023 (the “Application Period”). In support of the
26 Application, PSZJ respectfully represents as follows:
27
28

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 1. The Firm is counsel to the Official Committee of Unsecured Creditors (the
2 “Committee”). The Firm hereby applies to the Court for allowance and payment of
3 interim compensation for services rendered and reimbursement of expenses incurred
4 during the Application Period.

5 2. The Firm billed a total of \$53,658.30 during the Application Period. The
6 total fees represent 68.90 hours expended during the Application Period. These fees
7 and expenses are broken down as follows:

Application Period	Fees	Expenses	Total
October 1, 2023 – October 31, 2023	\$53,561.00	\$97.30	\$53,658.30

8
9
10
11 3. Accordingly, the Firm seeks allowance of interim compensation in the total
12 amount of \$42,946.10 at this time. This total is comprised as follows: \$42,848.80 (80%
13 of the fees totaling \$53,561.00 for services rendered), plus \$97.30 (100% of the
14 expenses incurred).

15 4. For the post-petition period, the Firm has been paid to date as follows:

Fee Period	Fees	Expenses	Description
9/30/22 – 10/31/2022 (First Monthly Fee Statement)	\$94,549.50	\$2,743.58	100% fees and 100% of expenses
11/1/22 – 11/30/22 (Second Monthly Fee Statement)	\$63,301.50	\$557.32	100% fees and 100% of expenses
12/1/22 – 12/31/22 (Third Monthly Fee Statement)	\$40,756.50	\$472.70	100% fees and 100% of expenses
1/1/23 – 1/31/23 (Fourth Monthly Fee Statement)	\$77,499.00	\$68.90	100% fees and 100% of expenses
2/1/23 – 2/28/23 (Fifth Monthly Fee Statement)	\$126,482.00	\$41.44	100% fees and 100% of expenses
3/1/23 – 3/31/23 (Sixth Monthly Fee Statement)	\$16,303.50	\$3,100.48	100% fees and 100% of expenses
4/1/23 – 4/30/23 (Seventh Monthly Fee Statement)	\$19,966.50	\$1,027.68	100% fees and 100% of expenses
5/1/23 – 5/31/23 (Eighth Monthly Fee Statement)	\$16,114.50	\$95.90	100% fees and 100%

			of expenses
6/1/23 – 6/30/23 (Ninth Monthly Fee Statement)	\$41,373.50	\$161.97	100% fees and 100% of expenses
7/1/23 – 7/31/23 (Tenth Monthly Fee Statement)	\$27,751.50	\$140.96	100% fees and 100% of expenses
Total Paid to the Firm to Date	\$524,098.00	\$8,410.93	100% fees and 100% of expenses

5. To date, the Firm is owed as follows (excluding amounts owed pursuant to this Application): \$91,234.62, which represents 80% of fees and 100% of expenses on account of its monthly fee statements for the period August 1 – September 30, 2023.

6. Attached as **Exhibit “1”** hereto is the name of each professional who performed services in connection with this case (the “Case”) during the Application Period and the hourly rate for each such professional. Attached hereto as **Exhibit “2”** is the detailed time and expense statements for the Application Period.

7. The Firm has served a copy of this Application on the United States Trustee (the “U.S. Trustee”), the Debtor, counsel to the Debtor, counsel to the Patient Care Ombudsman, the United States of America, and the State of California, and parties requesting special notice (collectively, the “Notice Parties”). The Application was mailed to the Notice Parties by first class mail, postage prepaid, on or about December 5, 2023.

8. Pursuant to this Court’s *Order on Debtor’s Motion for Entry of an Order Establishing Procedures for Monthly Payment of Fees and Expense Reimbursement* (the “Interim Compensation Procedures Order”) that was entered on or about December 15, 2022 [Docket No. 299], the Debtor is authorized to make the payment requested herein with a further hearing or order of this Court unless an objection to this Application is filed with the Court and served upon the Notice Parties within ten (10) calendar days after the date of mailing of the Notice of this Application. If such an objection is filed, the Debtor is authorized to pay 80% of the uncontested fees and 100% of the uncontested expenses without further order of the Court. If no objection is filed,

1 the Debtor is authorized to pay 80% of all fees requested in the Application and 100%
2 of the uncontested expenses without further order of the Court.

3 9. The interim compensation and reimbursement of expenses sought in this
4 Application is not final. Upon the conclusion of this Case, the Firm will seek fees and
5 reimbursement of the expenses incurred for the totality of the services rendered in this
6 Case. Any interim fees or reimbursement of expenses approved by this Court and
7 received by the Firm will be credited against such final fees and expenses as may be
8 allowed by this Court.

9 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation
10 to the Firm as requested herein pursuant to and in accordance with the terms of the
11 Interim Compensation Procedures Order.

12 Dated: December 5, 2023

PACHULSKI STANG ZIEHL & JONES
LLP

14 By /s/ Jeffrey N. Pomerantz

Jeffrey N. Pomerantz

16 Counsel to the Official Committee of
17 Unsecured Creditors

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

EXHIBIT 1

EXHIBIT “1”

**Summary of Hours by Professional for Application Period
(October 1, 2023 – October 31, 2023)**

Name of Professional	Title	Hours	Rate	Total Billed
Pomerantz, Jeffrey N.	Partner	2.20	\$900.00	\$1,980.00
Fried, Joshua M.	Partner	0.70	\$900.00	\$630.00
Pomerantz, Jason S.	Partner	37.90	\$900.00	\$34,110.00
Golden, Steven W.	Partner	4.30	\$900.00	\$3,870.00
Dassa, Beth D.	Paralegal	23.80	\$545.00	\$12,971.00
TOTAL		68.90		\$53,561.00

EXHIBIT “2”

**Detailed Time and Expense Statement for Application Period
(October 1, 2023 – October 31, 2023)**



PACHULSKI
STANG
ZIEHL &
JONES

10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

Borrego Comm. Health Found OCC
JNP

October 31, 2023
Invoice 134814
Client 10283.00002

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 10/31/2023

FEES	\$53,561.00
EXPENSES	\$97.30
TOTAL CURRENT CHARGES	\$53,658.30
BALANCE FORWARD	\$232,213.35
LAST PAYMENT	-\$118,188.70
TOTAL BALANCE DUE	\$167,682.92

Pachulski Stang Ziehl & Jones LLP
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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JMF	Fried, Joshua M.	Partner	900.00	0.70	\$630.00
JNP	Pomerantz, Jeffrey N.	Partner	900.00	2.20	\$1,980.00
JSP	Pomerantz, Jason S.	Partner	900.00	37.90	\$34,110.00
SWG	Golden, Steven W.	Partner	900.00	4.30	\$3,870.00
BDD	Dassa, Beth D.	Paralegal	545.00	23.80	\$12,971.00
BDD	Dassa, Beth D.	Paralegal	0.00	0.00	\$0.00
			<hr/>		<hr/>
			68.90		\$53,561.00

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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
BL	Bankruptcy Litigation	0.10	\$90.00
CA	Case Administration	0.40	\$218.00
CO	Claims Administration and Objections	59.20	\$46,641.50
CP	PSZJ Compensation	1.70	\$962.00
CPO	Other Professional Compensation	2.70	\$1,471.50
PD	Plan and Disclosure Statement	4.80	\$4,178.00
		<hr/> 68.90	<hr/> \$53,561.00

Pachulski Stang Ziehl & Jones LLP
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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Pacer - Court Research	\$74.40
Reproduction Expense - @0.10 per page	\$22.90
	<hr/>
	\$97.30

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bankruptcy Litigation						
10/06/2023	JNP	BL	Review email regarding vacating order in litigation and email to S. Golden regarding same.	0.10	900.00	\$90.00
				0.10		\$90.00
Case Administration						
10/17/2023	BDD	CA	Review docket and attend to calendaring matters re same	0.30	545.00	\$163.50
10/25/2023	BDD	CA	Email S. Reitzel at KCC re website issue	0.10	545.00	\$54.50
				0.40		\$218.00
Claims Administration and Objections						
09/20/2023	JSP	CO	Call with CJ Pease regarding claims objections	0.10	900.00	\$90.00
09/20/2023	JSP	CO	Call with R. Wicks regarding claims objections	0.10	900.00	\$90.00
09/20/2023	JSP	CO	Correspondence regarding claims objections	0.30	900.00	\$270.00
10/01/2023	BDD	CO	Email JS Pomerantz re status of claim objections	0.10	545.00	\$54.50
10/01/2023	JSP	CO	Correspondence regarding additional claims objections	0.30	900.00	\$270.00
10/02/2023	BDD	CO	Review court procedure re stipulations resolving claim objections (.10) and email to/call with JS Pomerantz re same (.10)	0.20	545.00	\$109.00
10/02/2023	BDD	CO	Continue working on/prepping multiple claim objections/notices (5.3) and multiple emails to/calls with N. Brown re same (.40); prepare status update for PSZJ team (.60); emails C. Pease, T. Moyron, I. Lee, and M. Gray re same (.20)	6.50	545.00	\$3,542.50
10/02/2023	BDD	CO	Multiple calls with/emails to JS Pomerantz re claim objections	0.30	545.00	\$163.50
10/02/2023	JSP	CO	Work on claims objections	0.80	900.00	\$720.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
10/03/2023	BDD	CO	Emails to/calls with JS Pomerantz re claim objections (.20); emails C. Pease, M. Gray, T. Moyron and N. Brown re same (.40)	0.60	545.00	\$327.00
10/03/2023	BDD	CO	Emails S. Golden re Ramin Amani claim objection	0.10	545.00	\$54.50
10/03/2023	BDD	CO	Emails JS Pomerantz and M. Gray re claim objection tracking chart (.10); email JS Pomerantz re same (.10)	0.20	545.00	\$109.00
10/03/2023	BDD	CO	Continue working on last batch of claim objections/notices	2.60	545.00	\$1,417.00
10/03/2023	JSP	CO	Calls with B. Dassa, T. Moyron, M. Gray and CJ Pease regarding claims objections	0.60	900.00	\$540.00
10/03/2023	JSP	CO	Attention to issues regarding claims objections	0.90	900.00	\$810.00
10/04/2023	BDD	CO	Prepare spreadsheet re all filed claim objections (2.1); emails JS Pomerantz and M. Gray re same (.10)	2.20	545.00	\$1,199.00
10/04/2023	BDD	CO	Prepare Notice of Withdrawal of Claim (WeKlean) (.20) and emails to/call with JS Pomerantz re same (.10)	0.30	545.00	\$163.50
10/04/2023	BDD	CO	Email JS Pomerantz re objection to Ramin Amani claim #5	0.10	545.00	\$54.50
10/04/2023	JNP	CO	Email regarding status of claim objection.	0.10	900.00	\$90.00
10/04/2023	JSP	CO	Work on claims objections	0.70	900.00	\$630.00
10/05/2023	BDD	CO	Emails JS Pomerantz, I. Lee, and N. Brown re Objection to Claim 5, filed by Ramin Amani	0.20	545.00	\$109.00
10/05/2023	BDD	CO	Further updates to spreadsheet re filed claim objections	0.40	545.00	\$218.00
10/05/2023	JSP	CO	Correspondence regarding claims objections	0.60	900.00	\$540.00
10/05/2023	SWG	CO	Call with Jason Pomerantz re: claims objections.	0.20	900.00	\$180.00
10/06/2023	JNP	CO	Conference with S. Golden and J.S. Pomerantz regarding status of claims objections.	0.50	900.00	\$450.00
10/06/2023	JSP	CO	Correspondence with CJ Pease, M. Gray, S. Golden, T. Moyron and others regarding claims/claims objections	1.60	900.00	\$1,440.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
10/06/2023	SWG	CO	Call with Jeff Pomerantz and Jason Pomerantz re: claims objections	0.50	900.00	\$450.00
10/08/2023	JSP	CO	Review correspondence from L. MacSoud, CJ Pease and M. Gray regarding claims objections	0.80	900.00	\$720.00
10/09/2023	JNP	CO	Conference with J.S. Pomerantz regarding claims status.	0.10	900.00	\$90.00
10/09/2023	JSP	CO	Work on claims objectxions	1.80	900.00	\$1,620.00
10/09/2023	JSP	CO	Review documents regarding Vitamin D claim objection	0.90	900.00	\$810.00
10/09/2023	JSP	CO	Correspondence to L. MacSoud and D. Gitsham regarding Vitamin D claim objection	0.20	900.00	\$180.00
10/09/2023	JSP	CO	Calls with M. Gray and CJ Pease regarding Vitamin D claims objections	0.80	900.00	\$720.00
10/10/2023	BDD	CO	Compare spreadsheets with M. Gary re buckets of claim objections (and claims not objected to) (.60); call with and emails JS Pomerantz and M. Gray re same (.20)	0.80	545.00	\$436.00
10/10/2023	JNP	CO	Conference with J.S. Pomerantz regarding claims status.	0.20	900.00	\$180.00
10/10/2023	JSP	CO	Multiple calls with D. Gitsham and, separately, L. MacSoud regarding Vitamin D claim	2.40	900.00	\$2,160.00
10/10/2023	JSP	CO	Review documents regarding Vitamin D claim	1.60	900.00	\$1,440.00
10/10/2023	JSP	CO	Confer with M. Gray, CJ Pease and others regarding claim objections	0.90	900.00	\$810.00
10/11/2023	JSP	CO	Attention to claims/claims objections, including review/revising reports	1.60	900.00	\$1,440.00
10/12/2023	JSP	CO	Correspondence regarding claims/claims objections (including CJ Pease, M. Gray, L. MacSoud, representatives of Ab Dental, Pourshirazi and Youssefi Dental, Ted Im, Amy Berhanu-Demissie)	2.20	900.00	\$1,980.00
10/13/2023	BDD	CO	Email JS Pomerantz and N. Brown re Stip to Withdraw WeKlean claim	0.10	545.00	\$54.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
10/13/2023	JSP	CO	Attention to claims/claims objections (including (Pourshirazi and Youssefi Dental Corporation, Vitamin D, Ted Im, Metropolitan)	1.80	900.00	\$1,620.00
10/13/2023	JSP	CO	Correspondence with M. Gray and others regarding claims/claims objections	0.40	900.00	\$360.00
10/16/2023	BDD	CO	Email N. Brown re withdrawal of WeKlean claim (.10) and email JS Pomerantz re filed withdrawal (.10)	0.20	545.00	\$109.00
10/16/2023	JSP	CO	Attention to claims objections	2.20	900.00	\$1,980.00
10/17/2023	BDD	CO	Call with/email to JS Pomerantz re next round of fee applications (.20); call with Charles at US Bankruptcy Court (SD re same (.20)	0.40	545.00	\$218.00
10/17/2023	JSP	CO	Correspondence (including document review) in connection with claims objections	1.80	900.00	\$1,620.00
10/18/2023	BDD	CO	Email JS Pomerantz re next round of claim objections	0.10	545.00	\$54.50
10/18/2023	JSP	CO	Confer with M. Gray regarding claims/claims objections	1.50	900.00	\$1,350.00
10/19/2023	BDD	CO	Email M. Gray re next round of claim objections	0.00	545.00	N/C
10/19/2023	JSP	CO	Correspondence regarding claims objections	0.80	900.00	\$720.00
10/20/2023	JSP	CO	Work on claims objections	1.70	900.00	\$1,530.00
10/20/2023	SWG	CO	Call with J. Pomerantz and M. Gray re: claim objections	0.40	900.00	\$360.00
10/23/2023	BDD	CO	Call with JS Pomerantz and M. Gray re next round of claim objections	0.50	545.00	\$272.50
10/23/2023	BDD	CO	Email M. Gray re reservation of rights language for next round of claim objections	0.10	545.00	\$54.50
10/23/2023	JSP	CO	Prepare for (1.2) and participate on (.4) call with M. Gray and B. Dassa regarding claims objections	1.60	900.00	\$1,440.00
10/24/2023	JSP	CO	Work on claims objections	1.70	900.00	\$1,530.00
10/24/2023	SWG	CO	Review and respond to email from M. Gray re: late claim objections	0.20	900.00	\$180.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
10/25/2023	BDD	CO	Review information re stipulations/objections to be filed and begin working on same (2.40); emails JS Pomerantz and M. Gray re same (.20)	2.60	545.00	\$1,417.00
10/25/2023	JSP	CO	Correspondence regarding claims/claims objections	1.40	900.00	\$1,260.00
10/26/2023	JSP	CO	Call with S. Golden and M. Gray regarding claims	0.30	900.00	\$270.00
10/26/2023	JSP	CO	\Prepare for call with S. Golden and M. Gray regarding claims	0.60	900.00	\$540.00
10/26/2023	SWG	CO	Call with J. Pomerantz and M. Gray re: claim objections.	0.30	900.00	\$270.00
10/27/2023	JSP	CO	Work on claims objections	1.70	900.00	\$1,530.00
10/29/2023	JNP	CO	Review email regarding status of claims review.	0.10	900.00	\$90.00
10/30/2023	BDD	CO	Email JS Pomerrantz re next round of claim objections and lodging orders on current round of objections where deadline to respond has expired	0.10	545.00	\$54.50
10/30/2023	JSP	CO	Work on claims objections	1.20	900.00	\$1,080.00
				<u>59.20</u>		<u>\$46,641.50</u>

PSZJ Compensation

10/05/2023	JNP	CP	Review emails regarding hearing on fee application.	0.10	900.00	\$90.00
10/17/2023	BDD	CP	Email S. Golden re approval of PSZJ 2nd interim fee application	0.10	545.00	\$54.50
10/17/2023	BDD	CP	Email V. Arias re PSZJ 2nd interim fee application	0.10	545.00	\$54.50
10/18/2023	BDD	CP	Prepare PSZJ's Aug & Sept 2023 monthly fee statements (.90); emails S. Golden and N. Brown re same (.20)	1.10	545.00	\$599.50
10/18/2023	BDD	CP	Email S. Maizel and T. Moyron re approval of PSZJ's 2nd interim fee application	0.10	545.00	\$54.50
10/25/2023	BDD	CP	Emails accounting and J. Pomerantz re PSZJ 2nd interim fee application.	0.10	545.00	\$54.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
10/25/2023	BDD	CP	Email J. Pomerantz re professional fee payments to PSZJ going forward	0.10	545.00	\$54.50
				1.70		\$962.00

Other Professional Compensation

10/05/2023	BDD	CPO	Review tentatives re interim fee applications (.10) and emails J. Pomerantz and S. Golden re same (.10)	0.20	545.00	\$109.00
10/16/2023	BDD	CPO	Prepare PSZJ and FTI's orders re 2nd quarterly fee applications (.70); emails N. Brown re same (.10)	0.80	545.00	\$436.00
10/16/2023	BDD	CPO	Review FTI's August and September 2023 fee statements (.30) and email S. Golden re same (.10)	0.40	545.00	\$218.00
10/16/2023	BDD	CPO	Email M. Gray re FTI's August and September 2023 monthly fee statements	0.10	545.00	\$54.50
10/16/2023	BDD	CPO	Email KCC team re service of FTI August and September 2023 monthly fee statement	0.10	545.00	\$54.50
10/16/2023	BDD	CPO	Analyze PSZJ August/September 2023 invoices in preparation for PSZJ's August/September 2023 monthly fee statements (.60); emails accounting re same (.20)	0.80	545.00	\$436.00
10/20/2023	BDD	CPO	Email N. Brown re FTI fee order	0.10	545.00	\$54.50
10/25/2023	BDD	CPO	Email M. Gray re approval of FTI 2nd interim fee application (.10); email S. Maizel and T. Moyron re same (.10)	0.20	545.00	\$109.00
				2.70		\$1,471.50

Plan and Disclosure Statement

10/02/2023	JNP	PD	Review emails regarding Plan call with Dentons.	0.10	900.00	\$90.00
10/05/2023	JNP	PD	Conference with FTI, Ankura, Dentons and S. Golden regarding Plan structure issues.	0.50	900.00	\$450.00
10/05/2023	JNP	PD	Conference with T. Moyran regarding Plan issues.	0.10	900.00	\$90.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
10/06/2023	JMF	PD	Review plan treatment re cures and Blue Shield stipulation re contract assumption issues.	0.70	900.00	\$630.00
10/06/2023	JNP	PD	Conference with S. Golden regarding Plan issues.	0.10	900.00	\$90.00
10/30/2023	JNP	PD	Emails regarding need for trust oversight committee.	0.10	900.00	\$90.00
10/30/2023	JNP	PD	Review emails regarding Plan documents.	0.10	900.00	\$90.00
10/30/2023	SWG	PD	Review and comment on Combined Plan and Disclosure Statement.	1.80	900.00	\$1,620.00
10/30/2023	SWG	PD	Review and edit Liquidating Trust Agreement.	0.90	900.00	\$810.00
10/31/2023	BDD	PD	Review Court order re Plan & Disclosure Statement deadlines (.20) and email B. Anavim and M. Kulick re same (.20)	0.40	545.00	\$218.00
				<u>4.80</u>		<u>\$4,178.00</u>

TOTAL SERVICES FOR THIS MATTER:

\$53,561.00

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Expenses

10/30/2023	RE2	SCAN/COPY (102 @0.10 PER PG)	10.20
10/30/2023	RE2	SCAN/COPY (25 @0.10 PER PG)	2.50
10/30/2023	RE2	SCAN/COPY (102 @0.10 PER PG)	10.20
10/31/2023	PAC	Pacer - Court Research	74.40
Total Expenses for this Matter			\$97.30

Pachulski Stang Ziehl & Jones LLP
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A/R STATEMENT

Outstanding Balance from prior invoices as of 10/31/2023			(May not include recent payments)	
<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fee Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
134342	08/31/2023	\$29,461.00	\$29.92	\$29,490.92
134343	09/30/2023	\$84,489.00	\$44.70	\$84,533.70
Total Amount Due on Current and Prior Invoices:				\$167,682.92

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Jeffrey N. Pomerantz (State Bar No. 143717)
Teddy M. Kapur (State Bar No. 242486)
Steven W. Golden (Admitted *Pro Hac Vice*)
PACHULSKI STANG ZIEHL & JONES LLP
10100 Santa Monica Blvd., 13th Floor
Los Angeles, CA 90067
Telephone: 310/277-6910
Facsimile: 310/201-0760
E-mail: jpomerantz@pszjlaw.com
tkapur@pszjlaw.com
sgolden@pszjlaw.com

Counsel to the Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF CALIFORNIA**

In re:
**BORREGO COMMUNITY
HEALTH FOUNDATION,**

Debtor and Debtor in
Possession.

Case No.: 22-02384-LT11

Chapter 11

**PACHULSKI STANG ZIEHL & JONES
LLP'S FOURTEENTH MONTHLY FEE
APPLICATION FOR ALLOWANCE AND
PAYMENT OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD NOVEMBER 1, 2023 –
NOVEMBER 30, 2023**

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 CSD 1143 (04/28/96)

2 **UNITED STATES BANKRUPTCY COURT**
3 **SOUTHERN DISTRICT OF CALIFORNIA**

4 DEBTOR: Borrego Community Health Foundation

5 Petition Date: September 12, 2022

6 Case No: 22-02384

7 **MONTHLY FEE APPLICATION SUMMARY**

9 APPLICANT: Pachulski Stang Ziehl & Jones LLP

10 REPRESENTING: The Official Committee of Unsecured Creditors

11 **ORDER APPROVING EMPLOYMENT:** Docket No. 287

CATEGORY	APPLICATION PERIOD: November 1, 2023 – November 30, 2023	
	HOURS	AMOUNT REQUESTED
Case Administration	0.30	\$163.50
Claims Admin/Objections	33.20	\$27,537.00
PSZJ Compensation	0.30	\$163.50
Other Professional Compensation	0.10	\$54.50
General Creditors’ Committee	0.20	\$180.00
Hearings	0.80	\$436.00
Plan and Disclosure Statement	2.10	\$1,890.00
TOTAL	37.00	\$30,424.50

22 **MONTHLY FEE APPLICATION**

23
24 Pachulski Stang Ziehl & Jones, LLP (“PSZJ” or the “Firm”) submits its
25 Fourteenth Monthly Fee Application for Allowance and Payment of Interim
26 Compensation and Reimbursement of Expenses (the “Application”) for the Period
27 November 1, 2023 – November 30, 2023 (the “Application Period”). In support of the
28 Application, PSZJ respectfully represents as follows:

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 1. The Firm is counsel to the Official Committee of Unsecured Creditors (the
 2 “Committee”). The Firm hereby applies to the Court for allowance and payment of
 3 interim compensation for services rendered and reimbursement of expenses incurred
 4 during the Application Period.

5 2. The Firm billed a total of \$30,465.30 during the Application Period. The
 6 total fees represent 37.00 hours expended during the Application Period. These fees
 7 and expenses are broken down as follows:

Application Period	Fees	Expenses	Total
November 1, 2023 – November 30, 2023	\$30,424.50	\$40.80	\$30,465.30

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 11 3. Accordingly, the Firm seeks allowance of interim compensation in the total
 12 amount of \$24,380.40 at this time. This total is comprised as follows: \$24,339.60 (80%
 13 of the fees totaling \$30,424.50 for services rendered), plus \$40.80 (100% of the
 14 expenses incurred).

15 4. For the post-petition period, the Firm has been paid to date as follows:

Fee Period	Fees	Expenses	Description
9/30/22 – 10/31/2022 (First Monthly Fee Statement)	\$94,549.50	\$2,743.58	100% fees and 100% of expenses
11/1/22 – 11/30/22 (Second Monthly Fee Statement)	\$63,301.50	\$557.32	100% fees and 100% of expenses
12/1/22 – 12/31/22 (Third Monthly Fee Statement)	\$40,756.50	\$472.70	100% fees and 100% of expenses
1/1/23 – 1/31/23 (Fourth Monthly Fee Statement)	\$77,499.00	\$68.90	100% fees and 100% of expenses
2/1/23 – 2/28/23 (Fifth Monthly Fee Statement)	\$126,482.00	\$41.44	100% fees and 100% of expenses
3/1/23 – 3/31/23 (Sixth Monthly Fee Statement)	\$16,303.50	\$3,100.48	100% fees and 100% of expenses
4/1/23 – 4/30/23 (Seventh Monthly Fee Statement)	\$19,966.50	\$1,027.68	100% fees and 100% of expenses
5/1/23 – 5/31/23 (Eighth Monthly Fee Statement)	\$16,114.50	\$95.90	100% fees and 100%

PACHULSKI STANG ZIEHL & JONES LLP
 ATTORNEYS AT LAW
 LOS ANGELES, CALIFORNIA

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

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			of expenses
6/1/23 – 6/30/23 (Ninth Monthly Fee Statement)	\$41,373.50	\$161.97	100% fees and 100% of expenses
7/1/23 – 7/31/23 (Tenth Monthly Fee Statement)	\$27,751.50	\$140.96	100% fees and 100% of expenses
8/1/23 – 8/31/23 (Eleventh Monthly Fee Statement)	\$23,568.80	\$29.92	80% fees and 100% of expenses
9/1/23 – 9/30/23 (Twelfth Monthly Fee Statement)	\$67,591.20	\$44.70	80% fees and 100% of expenses
Total Paid to the Firm to Date	\$615,258.00	\$8,485.55	

5. To date, the Firm is owed as follows (excluding amounts owed pursuant to this Application): \$0.00¹.

6. Attached as **Exhibit “1”** hereto is the name of each professional who performed services in connection with this case (the “Case”) during the Application Period and the hourly rate for each such professional. Attached hereto as **Exhibit “2”** is the detailed time and expense statements for the Application Period.

7. The Firm has served a copy of this Application on the United States Trustee (the “U.S. Trustee”), the Debtor, counsel to the Debtor, counsel to the Patient Care Ombudsman, the United States of America, and the State of California, and parties requesting special notice (collectively, the “Notice Parties”). The Application was mailed to the Notice Parties by first class mail, postage prepaid, on or about December 5, 2023.

8. Pursuant to this Court’s *Order on Debtor’s Motion for Entry of an Order Establishing Procedures for Monthly Payment of Fees and Expense Reimbursement* (the “Interim Compensation Procedures Order”) that was entered on or about December 15, 2022 [Docket No. 299], the Debtor is authorized to make the payment requested herein with a further hearing or order of this Court unless an objection to this

¹ On December 5, 2023, the Firm filed its Thirteenth Monthly Fee Statement for the period October 1 – 31, 2023 (the “October Fee Statement”, however, the deadline to object to the October Fee Statement has not yet passed.

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 Application is filed with the Court and served upon the Notice Parties within ten (10)
2 calendar days after the date of mailing of the Notice of this Application. If such an
3 objection is filed, the Debtor is authorized to pay 80% of the uncontested fees and 100%
4 of the uncontested expenses without further order of the Court. If no objection is filed,
5 the Debtor is authorized to pay 80% of all fees requested in the Application and 100%
6 of the uncontested expenses without further order of the Court.

7 9. The interim compensation and reimbursement of expenses sought in this
8 Application is not final. Upon the conclusion of this Case, the Firm will seek fees and
9 reimbursement of the expenses incurred for the totality of the services rendered in this
10 Case. Any interim fees or reimbursement of expenses approved by this Court and
11 received by the Firm will be credited against such final fees and expenses as may be
12 allowed by this Court.

13 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation
14 to the Firm as requested herein pursuant to and in accordance with the terms of the
15 Interim Compensation Procedures Order.

16 Dated: December 12, 2023

PACHULSKI STANG ZIEHL & JONES
LLP

18 By /s/ Jeffrey N. Pomerantz
Jeffrey N. Pomerantz

Counsel to the Official Committee of
Unsecured Creditors

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EXHIBIT 1

EXHIBIT “1”

**Summary of Hours by Professional for Application Period
(November 1, 2023 – November 30, 2023)**

Name of Professional	Title	Hours	Rate	Total Billed
Pomerantz, Jeffrey N.	Partner	1.70	\$900.00	\$1,530.00
Pomerantz, Jason S.	Partner	25.60	\$900.00	\$23,040.00
Golden, Steven W.	Partner	1.60	\$900.00	\$1,440.00
Dassa, Beth D.	Paralegal	8.10	\$545.00	\$4,414.50
TOTAL		37.00		\$30,424.50

EXHIBIT “2”

**Detailed Time and Expense Statement for Application Period
(November 1, 2023 – November 30, 2023)**



10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

Borrego Comm. Health Found OCC
JNP

December 8, 2023
Invoice 135651
Client 10283.00002

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 11/30/2023

FEES	\$30,424.50
EXPENSES	\$40.80
TOTAL CURRENT CHARGES	\$30,465.30
BALANCE FORWARD	\$167,682.92
LAST PAYMENT	-\$91,234.62
TOTAL BALANCE DUE	\$106,913.60

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
Client 10283.00002

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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JNP	Pomerantz, Jeffrey N.	Partner	900.00	1.70	\$1,530.00
JSP	Pomerantz, Jason S.	Partner	900.00	25.60	\$23,040.00
SWG	Golden, Steven W.	Partner	900.00	1.60	\$1,440.00
BDD	Dassa, Beth D.	Paralegal	545.00	8.10	\$4,414.50
			<hr/>		<hr/>
			37.00		\$30,424.50

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
CA	Case Administration	0.30	\$163.50
CO	Claims Administration and Objections	33.20	\$27,537.00
CP	PSZJ Compensation	0.30	\$163.50
CPO	Other Professional Compensation	0.10	\$54.50
GC	General Creditors' Committee	0.20	\$180.00
HE	Hearings	0.80	\$436.00
PD	Plan and Disclosure Statement	2.10	\$1,890.00
		<hr/> 37.00	<hr/> \$30,424.50

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
Client 10283.00002

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December 8, 2023

Summary of Expenses

<u>Description</u>	<u>Amount</u>
Pacer - Court Research	\$6.10
Reproduction Expense - @0.20 per page	\$34.70
	<hr/>
	\$40.80

Pachulski Stang Ziehl & Jones LLP
 Borrego Comm. Health Found OCC
 Client 10283.00002

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Case Administration						
11/29/2023	BDD	CA	Review court docket and attend to calendaring matters re same	0.30	545.00	\$163.50
				0.30		\$163.50
Claims Administration and Objections						
11/01/2023	JSP	CO	Correspondence regarding claims objections	0.70	900.00	\$630.00
11/02/2023	BDD	CO	Email JS Pomerantz re responses to claim objections	0.10	545.00	\$54.50
11/03/2023	BDD	CO	Review IRS response to claim objection (.10) and email N. Brown re same (.10)	0.20	545.00	\$109.00
11/03/2023	BDD	CO	Email JS Pomerantz and M. Gray re IRS response to claim objection	0.10	545.00	\$54.50
11/06/2023	BDD	CO	Prepare 2 template orders on objections to claims (.60) and email JS Pomerantz re same (.10)	0.70	545.00	\$381.50
11/06/2023	JSP	CO	Correspondence regarding claims objections	0.60	900.00	\$540.00
11/07/2023	BDD	CO	Revisions to template orders on claim objections (.20) and calls with/emails to JS Pomerantz re same (.20); email T. Moyron at Dentons re same (.10); begin working on additional orders (.50)	0.90	545.00	\$490.50
11/07/2023	JSP	CO	Correspondence regarding claims objections	0.70	900.00	\$630.00
11/07/2023	JSP	CO	Work on claims objections	0.90	900.00	\$810.00
11/08/2023	BDD	CO	Work on Borrego orders on first batch of claim objections (1.60) and emails to/calls with N. Brown re same (.20)	1.80	545.00	\$981.00
11/08/2023	JSP	CO	Attention to claims objections	0.80	900.00	\$720.00
11/09/2023	BDD	CO	Call with JS Pomerantz and M. Gray re response to IRS opposition to claim objections	0.20	545.00	\$109.00
11/09/2023	BDD	CO	Review all fee orders to be lodged (.40) and email N. Brown re same (.10)	0.50	545.00	\$272.50
11/09/2023	JSP	CO	Confer with M. Gray and B. Dassa regarding IRS claims	0.30	900.00	\$270.00
11/09/2023	JSP	CO	Work on claims objections	0.90	900.00	\$810.00

Pachulski Stang Ziehl & Jones LLP
 Borrego Comm. Health Found OCC
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/10/2023	BDD	CO	Email N. Brown re orders on multiple claim objections	0.10	545.00	\$54.50
11/10/2023	BDD	CO	Email JS Pomerantz re orders lodged on first batch of claim objections	0.10	545.00	\$54.50
11/10/2023	JSP	CO	Review correspondence from M. Gray regarding claims objections	0.70	900.00	\$630.00
11/13/2023	JSP	CO	Confer with L. Gardner regarding IRS claims	0.10	900.00	\$90.00
11/13/2023	JSP	CO	Review correspondence from M. Gray regarding various claims	0.80	900.00	\$720.00
11/14/2023	BDD	CO	Review issues re entered orders on claim objections (.30) and emails JS Pomerantz and N. Brown re same (.20)	0.50	545.00	\$272.50
11/14/2023	JSP	CO	Prepare for (.3) and participate on call (.3) with L. Gardner regarding IRS claims	0.60	900.00	\$540.00
11/14/2023	JSP	CO	Correspondence regarding claims objections	0.80	900.00	\$720.00
11/15/2023	JNP	CO	Review email regarding status of certain claims.	0.10	900.00	\$90.00
11/15/2023	JSP	CO	Correspondence regarding claims/claims objections	0.80	900.00	\$720.00
11/15/2023	JSP	CO	Review updated chart regarding claims objections	0.80	900.00	\$720.00
11/16/2023	JSP	CO	Call with T. Moyron regarding claims/claims objections	0.70	900.00	\$630.00
11/16/2023	JSP	CO	Correspondence regarding claims/claims objections	0.80	900.00	\$720.00
11/17/2023	JSP	CO	Correspondence regarding claims/claims objections - M. Gray, R. Wicks and others	0.80	900.00	\$720.00
11/17/2023	SWG	CO	Call with Jason Pomerantz re: claims objections matters.	0.50	900.00	\$450.00
11/18/2023	JSP	CO	Correspondence regarding claims/claims objections	0.20	900.00	\$180.00
11/20/2023	JSP	CO	Prepare for (.9) and participate on (1.0) call with Dentons team regarding claims objections	1.90	900.00	\$1,710.00
11/20/2023	JSP	CO	Review documents based on call with Dentons team in connection with claims objections	0.80	900.00	\$720.00

Pachulski Stang Ziehl & Jones LLP
 Borrego Comm. Health Found OCC
 Client 10283.00002

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 Invoice 135651
 December 8, 2023

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/21/2023	JSP	CO	Attention to claims/claims objections	1.80	900.00	\$1,620.00
11/22/2023	JSP	CO	Work on claims objections	0.80	900.00	\$720.00
11/22/2023	JSP	CO	Confer with S. Maizel and T. Moyron regarding claims objections	0.30	900.00	\$270.00
11/24/2023	JSP	CO	Analysis of claims issues based on correspondence and call with S. Maizel and T. Moyron	0.80	900.00	\$720.00
11/26/2023	BDD	CO	Email JS Pomerantz re IRS stip re withdrawal of claims	0.10	545.00	\$54.50
11/27/2023	BDD	CO	Call with JS Pomerantz and M. Gray re next round of claim objections	0.20	545.00	\$109.00
11/27/2023	BDD	CO	Prepare stip re withdrawal of IRS claims (.80) and email JS Pomerantz re same (.10)	0.90	545.00	\$490.50
11/27/2023	JSP	CO	Call with M. Gray and B. Dassa regarding claims	0.30	900.00	\$270.00
11/27/2023	JSP	CO	Attention to claims objections	0.80	900.00	\$720.00
11/28/2023	JSP	CO	Review updated chart from M. Gray regarding claims (notes regarding same)	0.90	900.00	\$810.00
11/28/2023	JSP	CO	Correspondence regarding IRS claims	0.30	900.00	\$270.00
11/28/2023	JSP	CO	Correspondence regarding Shah claim	0.10	900.00	\$90.00
11/29/2023	BDD	CO	Review Court's tentative re IRS claim objection (.10) and email JS Pomerantz re same	0.10	545.00	\$54.50
11/29/2023	JSP	CO	Attention to issues regarding IRS claims	0.80	900.00	\$720.00
11/29/2023	JSP	CO	Call with M. Gray regarding claims analysis	0.20	900.00	\$180.00
11/29/2023	JSP	CO	Review/comment on updated claims analysis	0.90	900.00	\$810.00
11/30/2023	BDD	CO	Email JS Pomerantz re next batch of claim objections	0.10	545.00	\$54.50
11/30/2023	JNP	CO	Conference with J.S. Pomerantz regarding status.	0.40	900.00	\$360.00
11/30/2023	JSP	CO	Call with Jeff Pomerantz regarding claims	0.20	900.00	\$180.00
11/30/2023	JSP	CO	Calls with M. Gray and B. Dassa regarding claims/claims objections	0.60	900.00	\$540.00

Pachulski Stang Ziehl & Jones LLP
 Borrego Comm. Health Found OCC
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/30/2023	JSP	CO	Call with H. Pourshirazi re claims/claims objections	0.10	900.00	\$90.00
11/30/2023	JSP	CO	Correspondence to T. Moyron, S. Maizel regarding H. Pourshirazi claims	0.30	900.00	\$270.00
11/30/2023	JSP	CO	Correspondence to T. Moyron, S. Maizel regarding claims objections	0.60	900.00	\$540.00
11/30/2023	JSP	CO	Review updated charts from M. Grayl regarding claims objections	0.80	900.00	\$720.00
11/30/2023	JSP	CO	Confer with T. Moyron, S. Maizel and R. Wicks regarding IRS claims	0.30	900.00	\$270.00
				<u>33.20</u>		<u>\$27,537.00</u>

PSZJ Compensation

11/10/2023	BDD	CP	Review Oct bill in preparation of Oct fee statement (.20) and email accounting re same (.10)	0.30	545.00	\$163.50
				<u>0.30</u>		<u>\$163.50</u>

Other Professional Compensation

11/30/2023	BDD	CPO	Email M. Gray re FTI October monthly fee statement	0.10	545.00	\$54.50
				<u>0.10</u>		<u>\$54.50</u>

General Creditors' Committee

11/16/2023	JNP	GC	Emails with S. Golden regarding committee member inquiry.	0.10	900.00	\$90.00
11/20/2023	JNP	GC	Review email to Committee re status and correspond with J.S. Pomerantz and S. Golden regarding same.	0.10	900.00	\$90.00
				<u>0.20</u>		<u>\$180.00</u>

Hearings

11/06/2023	BDD	HE	Email B. Anavim re hearing on IRS opp to T'tee's & Debtor's claim objection	0.10	545.00	\$54.50
11/29/2023	BDD	HE	Review docket and work on binder re 12/6 hearing (.50) and emails J. Pomerantz and N. Brown re same (.10)	0.60	545.00	\$327.00

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
Client 10283.00002

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
11/30/2023	BDD	HE	Email J. Pomerantz re 12/6 hearing	0.10	545.00	\$54.50
				<u>0.80</u>		<u>\$436.00</u>

Plan and Disclosure Statement

11/15/2023	JNP	PD	Review emails regarding Plan confirmation hearing.	0.10	900.00	\$90.00
11/15/2023	SWG	PD	Review Combined Plan/DS, Liquidating Trust Agreement, and solicitation materials.	0.80	900.00	\$720.00
11/20/2023	SWG	PD	Draft and send email update to Committee re: Plan.	0.30	900.00	\$270.00
11/28/2023	JNP	PD	Review U.S. Trustee objection to conditional approval of disclosure statement.	0.20	900.00	\$180.00
11/28/2023	JNP	PD	Review change of hearing time for disclosure statement hearing.	0.10	900.00	\$90.00
11/29/2023	JNP	PD	Review tentative ruling regarding approval of disclosure statement.	0.10	900.00	\$90.00
11/30/2023	JNP	PD	Review pleadings for upcoming hearing.	0.50	900.00	\$450.00
				<u>2.10</u>		<u>\$1,890.00</u>

TOTAL SERVICES FOR THIS MATTER:

\$30,424.50

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
Client 10283.00002

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December 8, 2023

Expenses

11/30/2023	RE	Reproduction @ 0.10 per page	34.70
11/30/2023	PAC	Pacer - Court Research	6.10
Total Expenses for this Matter			\$40.80

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
Client 10283.00002

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December 8, 2023

A/R STATEMENT

Outstanding Balance from prior invoices as of 11/30/2023			(May not include recent payments)	
<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fee Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
134342	08/31/2023	\$5,892.20	\$0.00	\$5,892.20
134343	09/30/2023	\$16,897.80	\$0.00	\$16,897.80
134814	10/31/2023	\$53,561.00	\$97.30	\$53,658.30
Total Amount Due on Current and Prior Invoices:				\$106,913.60

1 Jeffrey N. Pomerantz (State Bar No. 143717)
2 Teddy M. Kapur (State Bar No. 242486)
3 Steven W. Golden (Admitted *Pro Hac Vice*)
4 PACHULSKI STANG ZIEHL & JONES LLP
5 10100 Santa Monica Blvd., 13th Floor
6 Los Angeles, CA 90067
7 Telephone: 310/277-6910
8 Facsimile: 310/201-0760
9 E-mail: jpomerantz@pszjlaw.com
10 tkapur@pszjlaw.com
11 sgolden@pszjlaw.com

12 Counsel to the Official Committee of Unsecured Creditors

13 **UNITED STATES BANKRUPTCY COURT**
14 **SOUTHERN DISTRICT OF CALIFORNIA**

15 In re:
16 **BORREGO COMMUNITY**
17 **HEALTH FOUNDATION,**
18
19 Debtor and Debtor in
20 Possession.

21 Case No.: 22-02384-LT11

22 Chapter 11

23 **PACHULSKI STANG ZIEHL & JONES**
24 **LLP'S FIFTEENTH MONTHLY FEE**
25 **APPLICATION FOR ALLOWANCE AND**
26 **PAYMENT OF INTERIM COMPENSATION**
27 **AND REIMBURSEMENT OF EXPENSES**
28 **FOR THE PERIOD DECEMBER 1, 2023 –**
DECEMBER 31, 2023

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA



1 CSD 1143 (04/28/96)

2 **UNITED STATES BANKRUPTCY COURT**
3 **SOUTHERN DISTRICT OF CALIFORNIA**

4 DEBTOR: Borrego Community Health Foundation

5 Petition Date: September 12, 2022

6 Case No: 22-02384

7 **MONTHLY FEE APPLICATION SUMMARY**

8
9 APPLICANT: Pachulski Stang Ziehl & Jones LLP

10 REPRESENTING: The Official Committee of Unsecured Creditors

11 **ORDER APPROVING EMPLOYMENT:** Docket No. 287

CATEGORY	APPLICATION PERIOD: December 1, 2023 – December 31, 2023	
	HOURS	AMOUNT REQUESTED
Case Administration	0.50	\$379.00
Claims Admin/Objections	85.10	\$66,330.50
PSZJ Compensation	2.40	\$1,343.50
Other Professional Compensation	0.50	\$272.50
General Creditors' Committee	1.20	\$1,080.00
Hearings	0.50	\$272.50
Plan and Disclosure Statement	6.20	\$5,438.00
TOTAL	96.40	\$75,116.00

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22 **MONTHLY FEE APPLICATION**

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24 Pachulski Stang Ziehl & Jones, LLP (“PSZJ” or the “Firm”) submits its
25 Fourteenth Monthly Fee Application for Allowance and Payment of Interim
26 Compensation and Reimbursement of Expenses (the “Application”) for the Period
27 December 1, 2023 – December 31, 2023 (the “Application Period”). In support of the
28 Application, PSZJ respectfully represents as follows:

1 1. The Firm is counsel to the Official Committee of Unsecured Creditors (the
 2 “Committee”). The Firm hereby applies to the Court for allowance and payment of
 3 interim compensation for services rendered and reimbursement of expenses incurred
 4 during the Application Period.

5 2. The Firm billed a total of \$75,177.00 during the Application Period. The
 6 total fees represent 96.40 hours expended during the Application Period. These fees
 7 and expenses are broken down as follows:

Application Period	Fees	Expenses	Total
December 1, 2023 – December 31, 2023	\$75,116.00	\$61.00	\$75,177.00

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 11 3. Accordingly, the Firm seeks allowance of interim compensation in the total
 12 amount of \$60,153.80 at this time. This total is comprised as follows: \$60,092.80 (80%
 13 of the fees totaling \$75,116.00 for services rendered), plus \$61.00 (100% of the
 14 expenses incurred).

15 4. For the post-petition period, the Firm has been paid to date as follows:

Fee Period	Fees	Expenses	Description
9/30/22 – 10/31/2022 (First Monthly Fee Statement)	\$94,549.50	\$2,743.58	100% fees and 100% of expenses
11/1/22 – 11/30/22 (Second Monthly Fee Statement)	\$63,301.50	\$557.32	100% fees and 100% of expenses
12/1/22 – 12/31/22 (Third Monthly Fee Statement)	\$40,756.50	\$472.70	100% fees and 100% of expenses
1/1/23 – 1/31/23 (Fourth Monthly Fee Statement)	\$77,499.00	\$68.90	100% fees and 100% of expenses
2/1/23 – 2/28/23 (Fifth Monthly Fee Statement)	\$126,482.00	\$41.44	100% fees and 100% of expenses
3/1/23 – 3/31/23 (Sixth Monthly Fee Statement)	\$16,303.50	\$3,100.48	100% fees and 100% of expenses
4/1/23 – 4/30/23 (Seventh Monthly Fee Statement)	\$19,966.50	\$1,027.68	100% fees and 100% of expenses
5/1/23 – 5/31/23 (Eighth Monthly Fee Statement)	\$16,114.50	\$95.90	100% fees and 100% of expenses

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 LOS ANGELES, CALIFORNIA

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

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6/1/23 – 6/30/23 (Ninth Monthly Fee Statement)	\$41,373.50	\$161.97	100% fees and 100% of expenses
7/1/23 – 7/31/23 (Tenth Monthly Fee Statement)	\$27,751.50	\$140.96	100% fees and 100% of expenses
8/1/23 – 8/31/23 (Eleventh Monthly Fee Statement)	\$23,568.80	\$29.92	80% fees and 100% of expenses
9/1/23 – 9/30/23 (Twelfth Monthly Fee Statement)	\$67,591.20	\$44.70	80% fees and 100% of expenses
10/1/23 – 10/31/23 (Thirteenth Monthly Fee Statement)	\$42,946.10	\$97.30	80% fees and 100% of expenses
11/1/23 – 11/30/23 (Fourteenth Monthly Fee Statement)	\$24,380.40	\$40.80	80% fees and 100% of expenses
Total Paid to the Firm to Date	\$682,584.50	\$8,623.65	

5. To date, the Firm is owed as follows (excluding amounts owed pursuant to this Application): \$39,587.10, which consists of the remaining 20% of fees due on account of its monthly fee statements for the period August 1 – November 30, 2023.

6. Attached as **Exhibit “1”** hereto is the name of each professional who performed services in connection with this case (the “Case”) during the Application Period and the hourly rate for each such professional. Attached hereto as **Exhibit “2”** is the detailed time and expense statements for the Application Period.

7. The Firm has served a copy of this Application on the United States Trustee (the “U.S. Trustee”), the Debtor, counsel to the Debtor, counsel to the Patient Care Ombudsman, the United States of America, and the State of California, and parties requesting special notice (collectively, the “Notice Parties”). The Application was mailed to the Notice Parties by first class mail, postage prepaid, on or about January 23, 2024.

8. Pursuant to this Court’s *Order on Debtor’s Motion for Entry of an Order Establishing Procedures for Monthly Payment of Fees and Expense Reimbursement* (the “Interim Compensation Procedures Order”) that was entered on or about December 15, 2022 [Docket No. 299], the Debtor is authorized to make the payment requested

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 herein with a further hearing or order of this Court unless an objection to this
2 Application is filed with the Court and served upon the Notice Parties within ten (10)
3 calendar days after the date of mailing of the Notice of this Application. If such an
4 objection is filed, the Debtor is authorized to pay 80% of the uncontested fees and 100%
5 of the uncontested expenses without further order of the Court. If no objection is filed,
6 the Debtor is authorized to pay 80% of all fees requested in the Application and 100%
7 of the uncontested expenses without further order of the Court.

8 9. The interim compensation and reimbursement of expenses sought in this
9 Application is not final. Upon the conclusion of this Case, the Firm will seek fees and
10 reimbursement of the expenses incurred for the totality of the services rendered in this
11 Case. Any interim fees or reimbursement of expenses approved by this Court and
12 received by the Firm will be credited against such final fees and expenses as may be
13 allowed by this Court.

14 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation
15 to the Firm as requested herein pursuant to and in accordance with the terms of the
16 Interim Compensation Procedures Order.

17 Dated: January 22, 2024

PACHULSKI STANG ZIEHL & JONES
LLP

18
19 By /s/ Jeffrey N. Pomerantz
Jeffrey N. Pomerantz

20
21 Counsel to the Official Committee of
Unsecured Creditors

EXHIBIT 1

EXHIBIT “1”

**Summary of Hours by Professional for Application Period
(December 1, 2023 – December 31, 2023)**

Name of Professional	Title	Hours	Rate	Total Billed
Pomerantz, Jeffrey N.	Partner	5.20	\$900.00	\$4,680.00
Pomerantz, Jason S.	Partner	56.00	\$900.00	\$50,400.00
Golden, Steven W.	Partner	2.40	\$900.00	\$2,160.00
Dassa, Beth D.	Paralegal	32.80	\$545.00	\$17,876.000
TOTAL		96.40		\$75,116.00

EXHIBIT “2”

**Detailed Time and Expense Statement for Application Period
(December 1, 2023 – December 31, 2023)**



10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

Borrego Comm. Health Found OCC
JNP

January 16, 2024
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RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 12/31/2023

FEES	\$75,116.00
EXPENSES	\$61.00
TOTAL CURRENT CHARGES	\$75,177.00
BALANCE FORWARD	\$106,913.60
LAST PAYMENT	-\$67,326.50
TOTAL BALANCE DUE	\$114,764.10

Pachulski Stang Ziehl & Jones LLP
Borrego Comm. Health Found OCC
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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JNP	Pomerantz, Jeffrey N.	Partner	900.00	5.20	\$4,680.00
JSP	Pomerantz, Jason S.	Partner	900.00	56.00	\$50,400.00
SWG	Golden, Steven W.	Partner	900.00	2.40	\$2,160.00
BDD	Dassa, Beth D.	Paralegal	545.00	32.80	\$17,876.00
			<hr/>		<hr/>
			96.40		\$75,116.00

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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
CA	Case Administration	0.50	\$379.00
CO	Claims Administration and Objections	85.10	\$66,330.50
CP	PSZJ Compensation	2.40	\$1,343.50
CPO	Other Professional Compensation	0.50	\$272.50
GC	General Creditors' Committee	1.20	\$1,080.00
HE	Hearings	0.50	\$272.50
PD	Plan and Disclosure Statement	6.20	\$5,438.00
		<hr/> 96.40	<hr/> \$75,116.00

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Litigation Support Vendors	\$32.00
Pacer - Court Research	\$29.00
	<hr/>
	\$61.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Case Administration						
12/04/2023	SWG	CA	Catch-up call with J. Pomerantz.	0.30	900.00	\$270.00
12/06/2023	BDD	CA	Attend to calendaring matters with B. Anavim	0.10	545.00	\$54.50
12/12/2023	BDD	CA	Attend to calendaring matters	0.10	545.00	\$54.50
				0.50		\$379.00
Claims Administration and Objections						
12/01/2023	JSP	CO	Attention to claims objections	1.70	900.00	\$1,530.00
12/04/2023	BDD	CO	Work on 2nd batch of claim objections/stipulations (3.70) and emails JS Pomerantz and M. Gray re same (.20)	3.90	545.00	\$2,125.50
12/04/2023	JSP	CO	Confer with D. Gitsham regarding Vitamin D claim	0.20	900.00	\$180.00
12/04/2023	JSP	CO	Correspondence from S. Maizel regarding Vitamin D claim	0.10	900.00	\$90.00
12/04/2023	JSP	CO	Review/analyze updated claims analysis	0.80	900.00	\$720.00
12/05/2023	BDD	CO	Continue working on 2nd batch of claim objections (1.70) and multiple emails JS Pomerantz and M. Gray re same (.20)	1.90	545.00	\$1,035.50
12/05/2023	JNP	CO	Conference with S. Golden regarding claims status and plan issues.	0.20	900.00	\$180.00
12/05/2023	JNP	CO	Conference with JS Pomerantz, S. Golden and FTI regarding claims status.	0.60	900.00	\$540.00
12/05/2023	JSP	CO	Review revised charts and correspondence regarding claims/claims objections	0.90	900.00	\$810.00
12/05/2023	JSP	CO	Call with M. Gray, J. Pomerantz and S. Golden regarding claims/claims objections	0.60	900.00	\$540.00
12/05/2023	JSP	CO	Confer with S. Maizel regarding Vitamin D claim	0.20	900.00	\$180.00
12/05/2023	JSP	CO	Confer with D. Gitsham regarding Vitamin D claim	0.20	900.00	\$180.00
12/05/2023	JSP	CO	Review correspondence from S. Reitzel (KCC) regarding claims/voting issues	0.60	900.00	\$540.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/05/2023	SWG	CO	Call with J. Pomerantz re: claim objection matters.	0.20	900.00	\$180.00
12/06/2023	BDD	CO	Continue working on next batch of objection to claims and stipulations re same, including revisions per M. Gray comments (4.60); emails M. Gray, JS Pomerantz and C. Pease re same (.20)	4.80	545.00	\$2,616.00
12/07/2023	BDD	CO	Call with M. Gray re claim objections	0.10	545.00	\$54.50
12/07/2023	BDD	CO	Continue working on next batch of claim objections (4.30) and emails M. Gray re same (.20)	4.50	545.00	\$2,452.50
12/07/2023	JNP	CO	Conference with J. Pomerantz regarding claims stauts.	0.30	900.00	\$270.00
12/07/2023	JNP	CO	Emails with S. Golden regarding claims reserves.	0.10	900.00	\$90.00
12/07/2023	JSP	CO	Call with Dentons and Akura team regarding IRS claims	0.50	900.00	\$450.00
12/07/2023	JSP	CO	Prepare for call regarding IRS claims	0.20	900.00	\$180.00
12/07/2023	JSP	CO	Call with J. Pomerantz regarding claims objections	0.20	900.00	\$180.00
12/07/2023	JSP	CO	Call with J. Pomerantz regarding claims objections	0.20	900.00	\$180.00
12/07/2023	JSP	CO	Confer with M. Gray (phone/e-mail correspondence) regarding claims/claims objections	0.40	900.00	\$360.00
12/08/2023	BDD	CO	Email JS Pomerantz re claim objections	0.10	545.00	\$54.50
12/08/2023	JNP	CO	Emails B. Dassa regarding call to discuss claims.	0.10	900.00	\$90.00
12/08/2023	JNP	CO	Conference with S. Golden regarding Plan and disputed claims.	0.20	900.00	\$180.00
12/08/2023	JSP	CO	Calls/correspondence with M. Gray regarding claims/claims objections	1.20	900.00	\$1,080.00
12/08/2023	JSP	CO	Correspondence to/from various Dentons and Ankura team members regarding claims/claims objections	1.20	900.00	\$1,080.00
12/08/2023	JSP	CO	Review/analyze updated reports from M. Gray regarding claims/claims objections	0.80	900.00	\$720.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/08/2023	JSP	CO	Prepare for (.3) and confer with (.3) H. Pourshirazi regarding claims dispute	0.80	900.00	\$720.00
12/08/2023	JSP	CO	Correspondence to L. Gardner regarding IRS claim	0.20	900.00	\$180.00
12/08/2023	JSP	CO	Analysis regarding IRS claim	0.40	900.00	\$360.00
12/10/2023	JSP	CO	Review correspondence/charts regarding claims/claims objections	1.80	900.00	\$1,620.00
12/11/2023	BDD	CO	Work with N. Brown re assembling/preparation of multiple objections to claims and stipulations regarding claim disallowances	0.70	545.00	\$381.50
12/11/2023	BDD	CO	Continue preparing additional claim objections and stipulations (2.4) and emails M. Gray and JS Pomerantz re same (.30)	2.70	545.00	\$1,471.50
12/11/2023	BDD	CO	Call with JS Pomerantz and M. Gray re claim objections	0.20	545.00	\$109.00
12/11/2023	JSP	CO	Call with Dentons, KCC and Ankura regarding amended claims	0.20	900.00	\$180.00
12/11/2023	JSP	CO	Attention to issues regarding claims objections (review documents and correspondence in connection with same)	1.90	900.00	\$1,710.00
12/12/2023	BDD	CO	Revisions to claim objections/stipulations and multiple emails C. Pease, I. Lee, T. Moyron, M. Gray and N. Brown re same	2.20	545.00	\$1,199.00
12/12/2023	JSP	CO	Attention to claims objections	1.70	900.00	\$1,530.00
12/13/2023	JNP	CO	Conference with JS Pomerantz, S. Golden and FTI regarding claims status.	0.50	900.00	\$450.00
12/13/2023	JSP	CO	Call with M. Gray and others regarding claims/claims objections	0.50	900.00	\$450.00
12/13/2023	JSP	CO	Analysis of various claims for potential objections to same	1.80	900.00	\$1,620.00
12/13/2023	JSP	CO	Prepare for and confer with B. Stuckey regarding C. Robinson claim	0.40	900.00	\$360.00
12/13/2023	JSP	CO	Confer with A. Shah regarding claim	0.10	900.00	\$90.00
12/13/2023	JSP	CO	Confer with K. Koppenhoefer regarding BRG claim	0.10	900.00	\$90.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/13/2023	JSP	CO	Correspondence to Debtor's counsel regarding reconciling various claims/authority in connection with resolving same	0.60	900.00	\$540.00
12/13/2023	SWG	CO	Participate in call re: claims matters.	0.50	900.00	\$450.00
12/14/2023	JNP	CO	Conference with JS Pomerantz regarding status.	0.10	900.00	\$90.00
12/14/2023	JSP	CO	Review correspondence regarding claims/claims objections (M. Gray, B. Dassa, CJ Pease, T. Moyron and others)	0.60	900.00	\$540.00
12/14/2023	JSP	CO	Review updated reports from M. Gray regarding claims/claims objections	1.40	900.00	\$1,260.00
12/15/2023	JSP	CO	Attention to correspondence/documents regarding claims/claim objections	2.20	900.00	\$1,980.00
12/17/2023	JSP	CO	Correspondence regarding claims objections	0.70	900.00	\$630.00
12/18/2023	BDD	CO	Email JS Pomerantz re Ness stipulation (.10) and call re same (.10)	0.20	545.00	\$109.00
12/18/2023	BDD	CO	Email JS Pomerantz re BRG stipulation	0.10	545.00	\$54.50
12/18/2023	BDD	CO	Prepare stipulation resolving Pourshirazi claims (.60); email to/call with JS Pomerantz re same (.10)	0.70	545.00	\$381.50
12/18/2023	JSP	CO	Work on claims/claims objections	2.20	900.00	\$1,980.00
12/19/2023	BDD	CO	Prepare Stip to resolve BRG Claim 130 (.50); email JS Pomerantz re same (.10)	0.60	545.00	\$327.00
12/19/2023	JSP	CO	Call with A. Moshdehi and others regarding Premier claims	0.30	900.00	\$270.00
12/19/2023	JSP	CO	Attention to various claims, including Metropolitan, Pourshirazi, BRG and C. Hernandez	1.80	900.00	\$1,620.00
12/20/2023	BDD	CO	Email CJ and Dentons group re Stip to resolve BRG Claim #130 (.10) and call with JS Pomerantz re same (.10)	0.20	545.00	\$109.00
12/20/2023	BDD	CO	Revisions to claim objections/stipulations per C. Pease comments (1.70); multiple emails/calls with N. Brown re same (.50); email T. Moyron re revised stipulations and objections (.10); call with JS Pomerantz re same (.10)	2.40	545.00	\$1,308.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/20/2023	JSP	CO	Confer with A. Shah regarding claims	0.20	900.00	\$180.00
12/20/2023	JSP	CO	Attention to claims objections, including stipulations and settlements	1.80	900.00	\$1,620.00
12/21/2023	BDD	CO	Further revisions to claim objections per T. Moyron comments (.50) and emails to/calls with N. Brown re same (.40)	0.90	545.00	\$490.50
12/21/2023	BDD	CO	Emails JS Pomerantz re stipulations (3) resolving claims	0.20	545.00	\$109.00
12/21/2023	JSP	CO	Participate on call with T. Moyron and others regarding Premier claim	0.20	900.00	\$180.00
12/21/2023	JSP	CO	Review correspondence/documents in connection with claims/claims objections	1.60	900.00	\$1,440.00
12/21/2023	JSP	CO	Confer with D. Gitsham regarding Vitamin D claim	0.20	900.00	\$180.00
12/21/2023	JSP	CO	Confer with L. Gardener, I. Lee and S. Maizel regarding IRS claims	0.40	900.00	\$360.00
12/22/2023	BDD	CO	Email JS Pomerantz re stip to resolve BRG claim	0.10	545.00	\$54.50
12/22/2023	BDD	CO	Review finalized objections for filing (.40) and emails N. Brown re same (.20)	0.60	545.00	\$327.00
12/22/2023	BDD	CO	Email KCC team re service of claim objections	0.10	545.00	\$54.50
12/22/2023	JSP	CO	Work on claims objections	1.70	900.00	\$1,530.00
12/25/2023	JSP	CO	Attention to claims/claims objections	2.60	900.00	\$2,340.00
12/26/2023	BDD	CO	Revisions to Stip to Reduce Claim 130, filed by BRG (.20) and emails to/calls JS Pomerantz re same (.10); email K. Koppenhoefer re same (.10)	0.40	545.00	\$218.00
12/26/2023	BDD	CO	Revisions to Pourshirazi stip (.20) and emails to/call with JS Pomerantz re same (.10); email Pourshirazi re revised stip (.10)	0.40	545.00	\$218.00
12/26/2023	JSP	CO	Calls with I. Lee and CJ Pease regarding claims	0.60	900.00	\$540.00
12/26/2023	JSP	CO	Call with CJ Pease and D. Paridis regarding Hernandez claim	0.30	900.00	\$270.00
12/26/2023	JSP	CO	Review/analyze Hernandez claim	0.90	900.00	\$810.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/26/2023	JSP	CO	Review/analyze Metropolitan claim	2.30	900.00	\$2,070.00
12/26/2023	JSP	CO	Correspondence to A. Rezk Metropolitan claim	0.60	900.00	\$540.00
12/26/2023	JSP	CO	Confer with K. Koppenhoefer regarding BRG claim/stipulation	0.40	900.00	\$360.00
12/26/2023	JSP	CO	Confer with H. Pourshirazi, regarding claim/stipulation	0.30	900.00	\$270.00
12/26/2023	JSP	CO	Confer with M. Terry regarding Hernandez claim	0.20	900.00	\$180.00
12/27/2023	BDD	CO	Prepare Order on Stip Resolving Claim 130 filed by BRG (.20) and emails to/calls with N. Brown re same (.10)	0.30	545.00	\$163.50
12/27/2023	BDD	CO	Prepare Stip to Resolve Claim No. 7, filed by Vitamin D (.40) and email JS Pomerantz re same (.10)	0.50	545.00	\$272.50
12/27/2023	JSP	CO	Continue review of documents in connection with asserted Metropolitan claim	2.40	900.00	\$2,160.00
12/27/2023	JSP	CO	Review documents from M. Terry in connection with C. Hernandez claim	2.30	900.00	\$2,070.00
12/28/2023	BDD	CO	Email N. Brown re Order on Stip to Resolve Claim 130, filed by BRG	0.10	545.00	\$54.50
12/28/2023	JSP	CO	Review additional documents from M. Terry regarding C. Hernandez claim	2.70	900.00	\$2,430.00
12/28/2023	JSP	CO	Call with M. Terry regarding C. Hernandez claim	0.20	900.00	\$180.00
12/29/2023	JSP	CO	Notes for upcoming call with M. Gray to discuss pending claims/claims objections	1.80	900.00	\$1,620.00
				85.10		\$66,330.50

PSZJ Compensation

12/04/2023	BDD	CP	Emails J. Pomerantz, S. Golden, S. Maizel and T. Moyron re payment on PSZJ's fee statements due to PSZJ's change in fiscal year end	0.20	545.00	\$109.00
12/04/2023	BDD	CP	Prepare PSZJ October fee statements (.60) and email J. Pomerantz and S. Golden re same (.10)	0.70	545.00	\$381.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/05/2023	BDD	CP	Finalize PSZJ October monthly fee statement (.10) and emails S. Golden and N. Brown re same (.10)	0.20	545.00	\$109.00
12/07/2023	BDD	CP	Review August/September payment information (.10) and emails accounting and J. Pomerantz re same (.10)	0.20	545.00	\$109.00
12/08/2023	BDD	CP	Email S. Golden re November monthly fee statement	0.10	545.00	\$54.50
12/08/2023	BDD	CP	Email accounting re PSZJ November monthly fee statement	0.10	545.00	\$54.50
12/11/2023	BDD	CP	Prepare PSZJ November monthly fee statement (.40) and email S. Golden re same (.10)	0.50	545.00	\$272.50
12/12/2023	BDD	CP	Emails to/calls with N. Brown and G. Downing re PSZJ 14th monthly fee statement (Nov 2023)	0.30	545.00	\$163.50
12/15/2023	JNP	CP	Email to accounting regarding billing.	0.10	900.00	\$90.00
				2.40		\$1,343.50

Other Professional Compensation

12/05/2023	BDD	CPO	Revisions to FTI October fee statement (.10); email S. Golden re same (.10); email to/call with N. Brown re same (.10)	0.30	545.00	\$163.50
12/07/2023	BDD	CPO	Email T. Moyron re PSZJ payments	0.10	545.00	\$54.50
12/14/2023	BDD	CPO	Email M. Gray re FTI November fee statement	0.10	545.00	\$54.50
				0.50		\$272.50

General Creditors' Committee

12/21/2023	JNP	GC	Participate Committee meeting.	0.40	900.00	\$360.00
12/21/2023	JSP	GC	Participate on Committee call	0.40	900.00	\$360.00
12/21/2023	SWG	GC	Participate in Committee call.	0.40	900.00	\$360.00
				1.20		\$1,080.00

Hearings

12/03/2023	BDD	HE	Email S. Golden re 12/6 hearing	0.10	545.00	\$54.50
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/04/2023	BDD	HE	Call to BK court re 12/6 hearing (.10) and email S. Golden re same (.10)	0.20	545.00	\$109.00
12/05/2023	BDD	HE	Review tentative re 12/6 hearing (.10) and email J. Pomerantz and S. Golden re same (.10)	0.20	545.00	\$109.00
				0.50		\$272.50

Plan and Disclosure Statement

12/04/2023	JNP	PD	Emails regarding Premier motion and related.	0.10	900.00	\$90.00
12/04/2023	JNP	PD	Conference with S. Golden regarding Premier motion and response.	0.20	900.00	\$180.00
12/04/2023	JNP	PD	Conference with Dentons regarding Premier request for status conference and response (2x).	0.50	900.00	\$450.00
12/04/2023	JNP	PD	Review opposition to motion for status conference.	0.20	900.00	\$180.00
12/05/2023	JNP	PD	Review and respond to emails regarding hearing status and related.	0.20	900.00	\$180.00
12/06/2023	JSP	PD	Participate on call with S. Maizel, T. Moyron, S. Reikel, CJ Pease and others regarding voting/solicitation issues	1.00	900.00	\$900.00
12/06/2023	JSP	PD	Prepare for call regarding voting/solicitation issues	0.40	900.00	\$360.00
12/06/2023	SWG	PD	Attend call with Debtor professionals re: plan solicitation matters.	1.00	900.00	\$900.00
12/12/2023	JSP	PD	Correspondence regarding voting/solicitation	0.30	900.00	\$270.00
12/15/2023	BDD	PD	Review multiple Plan deadlines and attend to calendaring matters re same	0.40	545.00	\$218.00
12/15/2023	JNP	PD	Conference with Dentons and J.S. Pomerantz regarding Plan and Premier claim.	0.30	900.00	\$270.00
12/15/2023	JSP	PD	Call with T. Moyron, S. Maizel and others regarding plan issues	0.50	900.00	\$450.00
12/17/2023	JNP	PD	Emails regarding call time with Premier counsel and Debtor.	0.10	900.00	\$90.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
12/19/2023	JNP	PD	Conference with Barnes Thornburg, Dentons and J.S. Pomerantz regarding resolution of Premier plan objection.	0.30	900.00	\$270.00
12/20/2023	JNP	PD	Review email from A. Mojdehi regarding proposed settlement.	0.10	900.00	\$90.00
12/21/2023	JNP	PD	Conference with Dentons and J.S. Pomerantz regarding Premier settlement and plan confirmation.	0.30	900.00	\$270.00
12/21/2023	JNP	PD	Conference with J.S. Pomerantz regarding call with Dentons regarding Premier.	0.10	900.00	\$90.00
12/22/2023	JNP	PD	Conference with T. Moiran regarding settlement with Premier.	0.10	900.00	\$90.00
12/22/2023	JNP	PD	Email response to T. Moiran email to A. Mojdehi regarding settlement.	0.10	900.00	\$90.00
				<hr/> 6.20		<hr/> \$5,438.00
TOTAL SERVICES FOR THIS MATTER:						\$75,116.00

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Expenses

11/30/2023	OS	Nationwide Legal Service, Inv. 65517	32.00
12/31/2023	PAC	Pacer - Court Research	29.00
Total Expenses for this Matter			\$61.00

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A/R STATEMENT

Outstanding Balance from prior invoices as of 12/31/2023			(May not include recent payments)	
<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fee Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
134342	08/31/2023	\$5,892.20	\$0.00	\$5,892.20
134343	09/30/2023	\$16,897.80	\$0.00	\$16,897.80
134814	10/31/2023	\$10,712.20	\$0.00	\$10,712.20
135651	11/30/2023	\$6,084.90	\$0.00	\$6,084.90
Total Amount Due on Current and Prior Invoices:				\$114,764.10

1 Jeffrey N. Pomerantz (State Bar No. 143717)
2 Teddy M. Kapur (State Bar No. 242486)
3 Steven W. Golden (Admitted *Pro Hac Vice*)
4 PACHULSKI STANG ZIEHL & JONES LLP
5 10100 Santa Monica Blvd., 13th Floor
6 Los Angeles, CA 90067
7 Telephone: 310/277-6910
8 Facsimile: 310/201-0760
9 E-mail: jpomerantz@pszjlaw.com
10 tkapur@pszjlaw.com
11 sgolden@pszjlaw.com

12 Counsel to the Official Committee of Unsecured Creditors

13 **UNITED STATES BANKRUPTCY COURT**
14 **SOUTHERN DISTRICT OF CALIFORNIA**

15 In re:
16 **BORREGO COMMUNITY**
17 **HEALTH FOUNDATION,**
18
19 Debtor and Debtor in
20 Possession.

21 Case No.: 22-02384-LT11

22 Chapter 11

23 **PACHULSKI STANG ZIEHL & JONES**
24 **LLP'S SIXTEENTH MONTHLY FEE**
25 **APPLICATION FOR ALLOWANCE AND**
26 **PAYMENT OF INTERIM COMPENSATION**
27 **AND REIMBURSEMENT OF EXPENSES**
28 **FOR THE PERIOD JANUARY 1, 2024 –**
JANUARY 31, 2024

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA



1 CSD 1143 (04/28/96)

2 **UNITED STATES BANKRUPTCY COURT**
3 **SOUTHERN DISTRICT OF CALIFORNIA**

4 DEBTOR: Borrego Community Health Foundation

5 Petition Date: September 12, 2022

6 Case No: 22-02384

7 **MONTHLY FEE APPLICATION SUMMARY**

8
9 APPLICANT: Pachulski Stang Ziehl & Jones LLP

10 REPRESENTING: The Official Committee of Unsecured Creditors

11 **ORDER APPROVING EMPLOYMENT:** Docket No. 287

CATEGORY	APPLICATION PERIOD: January 1, 2024 – January 31, 2024	
	HOURS	AMOUNT REQUESTED
Case Administration	0.50	\$272.50
Claims Admin/Objections	74.20	\$63,017.00
Other Professional Compensation	2.40	\$1,308.0
General Creditors’ Committee	0.10	\$90.00
Hearings	10.50	\$9,343.50
Operations	0.30	\$270.00
Plan and Disclosure Statement	7.00	\$5,554.50
TOTAL	95.00	\$79,855.50

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22 **MONTHLY FEE APPLICATION**

23
24 Pachulski Stang Ziehl & Jones, LLP (“PSZJ” or the “Firm”) submits its Sixteenth
25 Monthly Fee Application for Allowance and Payment of Interim Compensation and
26 Reimbursement of Expenses (the “Application”) for the Period January 1, 2024 –
27 January 31, 2024 (the “Application Period”). In support of the Application, PSZJ
28 respectfully represents as follows:

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 1. The Firm is counsel to the Official Committee of Unsecured Creditors (the
 2 “Committee”). The Firm hereby applies to the Court for allowance and payment of
 3 interim compensation for services rendered and reimbursement of expenses incurred
 4 during the Application Period.

5 2. The Firm billed a total of \$79,855.50 during the Application Period. The
 6 total fees represent 95.00 hours expended during the Application Period. These fees
 7 and expenses are broken down as follows:

Application Period	Fees	Expenses	Total
January 1, 2024 – January 31, 2024	\$79,855.50	\$16.30	\$79,871.80

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 11 3. Accordingly, the Firm seeks allowance of interim compensation in the total
 12 amount of \$63,900.70 at this time. This total is comprised as follows: \$63,884.40 (80%
 13 of the fees totaling \$79,855.50 for services rendered), plus \$16.30 (100% of the
 14 expenses incurred).

15 4. For the post-petition period, the Firm has been paid to date as follows:

Fee Period	Fees	Expenses	Description
9/30/22 – 10/31/2022 (First Monthly Fee Statement)	\$94,549.50	\$2,743.58	100% fees and 100% of expenses
11/1/22 – 11/30/22 (Second Monthly Fee Statement)	\$63,301.50	\$557.32	100% fees and 100% of expenses
12/1/22 – 12/31/22 (Third Monthly Fee Statement)	\$40,756.50	\$472.70	100% fees and 100% of expenses
1/1/23 – 1/31/23 (Fourth Monthly Fee Statement)	\$77,499.00	\$68.90	100% fees and 100% of expenses
2/1/23 – 2/28/23 (Fifth Monthly Fee Statement)	\$126,482.00	\$41.44	100% fees and 100% of expenses
3/1/23 – 3/31/23 (Sixth Monthly Fee Statement)	\$16,303.50	\$3,100.48	100% fees and 100% of expenses
4/1/23 – 4/30/23 (Seventh Monthly Fee Statement)	\$19,966.50	\$1,027.68	100% fees and 100% of expenses
5/1/23 – 5/31/23 (Eighth Monthly Fee Statement)	\$16,114.50	\$95.90	100% fees and 100% of expenses

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 LOS ANGELES, CALIFORNIA

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

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6/1/23 – 6/30/23 (Ninth Monthly Fee Statement)	\$41,373.50	\$161.97	100% fees and 100% of expenses
7/1/23 – 7/31/23 (Tenth Monthly Fee Statement)	\$27,751.50	\$140.96	100% fees and 100% of expenses
8/1/23 – 8/31/23 (Eleventh Monthly Fee Statement)	\$23,568.80	\$29.92	80% fees and 100% of expenses
9/1/23 – 9/30/23 (Twelfth Monthly Fee Statement)	\$67,591.20	\$44.70	80% fees and 100% of expenses
10/1/23 – 10/31/23 (Thirteenth Monthly Fee Statement)	\$42,848.80	\$97.30	80% fees and 100% of expenses
11/1/23 – 11/30/23 (Fourteenth Monthly Fee Statement)	\$24,339.60	\$40.80	80% fees and 100% of expenses
12/1/23 – 12/31/23 (Fifteenth Monthly Fee Statement)	\$0.00	\$0.00	
Total Paid to the Firm to Date	\$682,446.40	\$8,623.65	\$691,070.05

5. To date, the Firm is owed as follows (excluding amounts owed pursuant to this Application): \$114,764.10, which consists of the remaining 20% of fees due on account of its monthly fee statements for the period August 1 – November 30, 2023, and 100% of fees and expenses on account of its monthly fee statement for the period December 1 – December 31, 2023.

6. Attached as **Exhibit “1”** hereto is the name of each professional who performed services in connection with this case (the “Case”) during the Application Period and the hourly rate for each such professional. Attached hereto as **Exhibit “2”** is the detailed time and expense statements for the Application Period.

7. The Firm has served a copy of this Application on the United States Trustee (the “U.S. Trustee”), the Debtor, counsel to the Debtor, counsel to the Patient Care Ombudsman, the United States of America, and the State of California, and parties requesting special notice (collectively, the “Notice Parties”). The Application was mailed to the Notice Parties by first class mail, postage prepaid, on or about March 5, 2024.

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 8. Pursuant to this Court’s *Order on Debtor’s Motion for Entry of an Order*
2 *Establishing Procedures for Monthly Payment of Fees and Expense Reimbursement*
3 (the “Interim Compensation Procedures Order”) that was entered on or about December
4 15, 2022 [Docket No. 299], the Debtor is authorized to make the payment requested
5 herein with a further hearing or order of this Court unless an objection to this
6 Application is filed with the Court and served upon the Notice Parties within ten (10)
7 calendar days after the date of mailing of the Notice of this Application. If such an
8 objection is filed, the Debtor is authorized to pay 80% of the uncontested fees and 100%
9 of the uncontested expenses without further order of the Court. If no objection is filed,
10 the Debtor is authorized to pay 80% of all fees requested in the Application and 100%
11 of the uncontested expenses without further order of the Court.

12 9. The interim compensation and reimbursement of expenses sought in this
13 Application is not final. Upon the conclusion of this Case, the Firm will seek fees and
14 reimbursement of the expenses incurred for the totality of the services rendered in this
15 Case. Any interim fees or reimbursement of expenses approved by this Court and
16 received by the Firm will be credited against such final fees and expenses as may be
17 allowed by this Court.

18 WHEREFORE, the Firm respectfully requests that the Debtor pay compensation
19 to the Firm as requested herein pursuant to and in accordance with the terms of the
20 Interim Compensation Procedures Order.

21 Dated: March 5, 2024

PACHULSKI STANG ZIEHL & JONES
LLP

22
23 By /s/ Jeffrey N. Pomerantz
Jeffrey N. Pomerantz

24
25 Counsel to the Official Committee of
Unsecured Creditors

EXHIBIT 1

EXHIBIT “1”

**Summary of Hours by Professional for Application Period
(January 1, 2024 – January 31, 2024)**

Name of Professional	Title	Hours	Rate	Total Billed
Pomerantz, Jeffrey N.	Partner	13.80	\$900.00	\$12,420.00
Pomerantz, Jason S.	Partner	58.90	\$900.00	\$53,010.00
Golden, Steven W.	Partner	6.40	\$900.00	\$5,760.00
Dassa, Beth D.	Paralegal	15.90	\$545.00	\$8,665.50
TOTAL		95.00		\$79,855.50

EXHIBIT “2”

**Detailed Time and Expense Statement for Application Period
(January 1, 2024 – January 31, 2024)**



10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

Borrego Comm. Health Found OCC

January 31, 2024
Invoice 137453
Client 10283.00002

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 01/31/2024

FEES	\$79,855.50
EXPENSES	\$16.30
TOTAL CURRENT CHARGES	\$79,871.80
BALANCE FORWARD	\$114,764.10
TOTAL BALANCE DUE	\$194,635.90

Pachulski Stang Ziehl & Jones LLP
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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JNP	Pomerantz, Jeffrey N.	Partner	900.00	13.80	\$12,420.00
JSP	Pomerantz, Jason S.	Partner	900.00	58.90	\$53,010.00
SWG	Golden, Steven W.	Partner	900.00	6.40	\$5,760.00
BDD	Dassa, Beth D.	Paralegal	545.00	15.90	\$8,665.50
			<hr/>		<hr/>
			95.00		\$79,855.50

Pachulski Stang Ziehl & Jones LLP
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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
CA	Case Administration	0.50	\$272.50
CO	Claims Administration and Objections	74.20	\$63,017.00
CPO	Other Professional Compensation	2.40	\$1,308.00
GC	General Creditors' Committee	0.10	\$90.00
HE	Hearings	10.50	\$9,343.50
OP	Operations	0.30	\$270.00
PD	Plan and Disclosure Statement	7.00	\$5,554.50
		<hr/> 95.00	<hr/> \$79,855.50

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Client 10283.00002

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Pacer - Court Research	\$16.30
	<hr/>
	\$16.30

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 Client 10283.00002

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 January 31, 2024

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Case Administration						
01/02/2024	BDD	CA	Email S. Golden re increase in hourly rates	0.10	545.00	\$54.50
01/08/2024	BDD	CA	Review docket re updated critical dates (.10) and email B. Anavim and M. Kulick re same (.10)	0.20	545.00	\$109.00
01/24/2024	BDD	CA	Review docket re critical dates (.10) and email B. Anavim re same (.10)	0.20	545.00	\$109.00
				0.50		\$272.50
Claims Administration and Objections						
12/05/2023	SWG	CO	Call with Jeff Pomerantz and Jason Pomerantz and M. Gray re: claims reconciliation.	0.70	900.00	\$630.00
01/01/2024	JSP	CO	Notes for conversation with M. Gray regarding claims/claims objections	1.80	900.00	\$1,620.00
01/02/2024	BDD	CO	Email K. Koppenhoefer re entered order on stipulation resolving BRG claims	0.10	545.00	\$54.50
01/02/2024	BDD	CO	Review 2nd batch of filed claim objections and attend to calendaring matters re same	0.20	545.00	\$109.00
01/02/2024	JSP	CO	Analysis regarding Metropolitan claim	1.80	900.00	\$1,620.00
01/02/2024	JSP	CO	Confer with S. Gonzalez regarding Metropolitan claim	0.20	900.00	\$180.00
01/03/2024	BDD	CO	Prepare Order on Pourshirazi stip resolving claims (.30) and emails to/call with N. Brown re same (.20)	0.50	545.00	\$272.50
01/03/2024	BDD	CO	Email KCC team re service of Pourshirazi stip to resolve claims	0.10	545.00	\$54.50
01/03/2024	BDD	CO	Email JS Pomerantz re stipulation resolving Vitamin D claim	0.10	545.00	\$54.50
01/03/2024	JSP	CO	Confer with I. Lee regarding Metropolitan, C. Hernandez and IRS claims	0.40	900.00	\$360.00
01/03/2024	JSP	CO	Confer with L. Gardner regarding IRS claims	0.30	900.00	\$270.00
01/03/2024	JSP	CO	Multiple calls with B. Stucky regarding C. Hernandez claim	0.80	900.00	\$720.00
01/03/2024	JSP	CO	Analysis regarding various claims, including Metropolitan, C. Hernandez, IRS	2.40	900.00	\$2,160.00

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 Borrego Comm. Health Found OCC
 Client 10283.00002

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/04/2024	BDD	CO	Email M. Gray re updated claims tracker	0.10	545.00	\$54.50
01/04/2024	BDD	CO	Call with JS Pomerantz re Pourshirazi Stip (.10) and email re same (.10)	0.20	545.00	\$109.00
01/04/2024	BDD	CO	Review all filed claim objections/orders/stipulations	0.50	545.00	\$272.50
01/04/2024	JNP	CO	Emails regarding call to discuss claims status.	0.10	900.00	\$90.00
01/04/2024	JSP	CO	Calls with B. Stucky regarding C. Hernandez claim	0.60	900.00	\$540.00
01/04/2024	JSP	CO	Correspondence regarding C. Hernandez claim	0.30	900.00	\$270.00
01/04/2024	JSP	CO	Correspondence regarding C. Hernandez claim	0.30	900.00	\$270.00
01/04/2024	JSP	CO	Prepare for call regarding Metropolitan claim	0.80	900.00	\$720.00
01/04/2024	JSP	CO	Prepare for call with M. Gray regarding claims	0.90	900.00	\$810.00
01/04/2024	JSP	CO	Calls with M. Gray regarding claims	0.40	900.00	\$360.00
01/04/2024	JSP	CO	Call with A. Rezk regarding Metropolitan claim	0.50	900.00	\$450.00
01/05/2024	BDD	CO	Update chart re filed claims objections/entered orders/stipulations (1.30); email M. Gray re same (.10); emails to/calls with N. Brown re same (.20)	1.60	545.00	\$872.00
01/05/2024	BDD	CO	Email JS Pomerantz re settlement of C. Hernandez claim	0.10	545.00	\$54.50
01/05/2024	BDD	CO	Email to/call with N. Brown re order disallowing Himformatics claim	0.10	545.00	\$54.50
01/05/2024	JNP	CO	Participate in call with FTI, J.S. Pomerantz and S. Golden regarding outstanding claims.	1.00	900.00	\$900.00
01/05/2024	JSP	CO	Call with Jeff Pomerantz, S. Golden, and M. Gray regarding claims/claims objections	1.00	900.00	\$900.00
01/05/2024	JSP	CO	Calls with and correspondence to/from B. Stuckey and A. Sherman regarding settlement of C. Hernandez claim	1.20	900.00	\$1,080.00
01/05/2024	JSP	CO	Attention to issues regarding Metropolitan claim	0.60	900.00	\$540.00
01/05/2024	SWG	CO	Call with Jeffrey Pomerantz, Jason Pomerantz, and M. Gray re: claims reconciliation.	1.00	900.00	\$900.00

Pachulski Stang Ziehl & Jones LLP
 Borrego Comm. Health Found OCC
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/08/2024	BDD	CO	Emails N. Brown and M. Gray re spreadsheet of filed claims/stipulations (.20) and revisions re same (.10)	0.30	545.00	\$163.50
01/08/2024	BDD	CO	Call with/email to JS Pomerantz re Vitamin D stipulation (.20) and revisions re same (.10)	0.30	545.00	\$163.50
01/08/2024	JSP	CO	Confer with M. Gray regarding claims analysis	0.20	900.00	\$180.00
01/08/2024	JSP	CO	Attention to claims analysis	0.70	900.00	\$630.00
01/09/2024	BDD	CO	Revisions to claims tracker (.30) and email M. Gray re same (.10)	0.40	545.00	\$218.00
01/09/2024	BDD	CO	Research claim objections issues re Guadalupe Marquez (.20) and email M. Gray re same (.10)	0.30	545.00	\$163.50
01/09/2024	BDD	CO	Prepare Stip re resolution of Crystal Hernandez Claim #75 (.40) and email JS Pomerantz re same (.10)	0.50	545.00	\$272.50
01/09/2024	JSP	CO	Call with T. Moyron, S. Maizel and L. McSoud regarding Metropolitan, Vitamin D and Hernandez claims	0.40	900.00	\$360.00
01/09/2024	JSP	CO	Work on claim objections	1.80	900.00	\$1,620.00
01/10/2024	BDD	CO	Email JS Pomerantz re order entered on Pourshirazi stipulation	0.10	545.00	\$54.50
01/10/2024	JSP	CO	Work on claim objections	2.40	900.00	\$2,160.00
01/11/2024	JSP	CO	Confer with I. Lee regarding Metropolitan and other claims	0.50	900.00	\$450.00
01/11/2024	JSP	CO	Confer with M. Gray regarding claims	0.30	900.00	\$270.00
01/11/2024	JSP	CO	Work on claim report for confirmation hearing	0.80	900.00	\$720.00
01/11/2024	JSP	CO	Work on claim objections	1.70	900.00	\$1,530.00
01/11/2024	SWG	CO	Draft form letter to unsecured creditors re: tax forms for distribution.	0.60	900.00	\$540.00
01/12/2024	JSP	CO	Review/analyze correspondence regarding claims/claims objections	0.80	900.00	\$720.00
01/13/2024	JSP	CO	Review correspondence from M. Gray regarding claims/claims objections	0.80	900.00	\$720.00

Pachulski Stang Ziehl & Jones LLP
 Borrego Comm. Health Found OCC
 Client 10283.00002

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/15/2024	JNP	CO	Calls with M. Gray, J.S. Pomerantz and S. Golden regarding status of claims reconciliation process.	0.60	900.00	\$540.00
01/15/2024	JSP	CO	Calls with M. Gray, Jeff Pomerantz and S. Golden regarding claims	0.60	900.00	\$540.00
01/15/2024	JSP	CO	Analysis regarding various claims/claims objections	1.60	900.00	\$1,440.00
01/15/2024	SWG	CO	Call with Jeff Pomerantz, Jason Pomerantz, and Michael Gray re: claims	0.60	900.00	\$540.00
01/16/2024	BDD	CO	Revisions to C. Hernandez and Vitamin D stipulations (.40) and emails to/calls with JS Pomerantz and N. Brown re same (.20)	0.60	545.00	\$327.00
01/16/2024	BDD	CO	Email JS Pomerantz re Order on Stipulation resolving Vitamin D claim	0.10	545.00	\$54.50
01/16/2024	JSP	CO	Attention to claim/claim objections, including Vitamin D, Metropolitan, C. Hernandez, Broadwell Health, and others	2.70	900.00	\$2,430.00
01/17/2024	BDD	CO	Prepare Order on Vitamin D Stipulation (.20) and email JS Pomerantz re same (.10); confer with N. Brown re same (.10)	0.40	545.00	\$218.00
01/17/2024	JSP	CO	Attention to Metropolitan and other claims	2.90	900.00	\$2,610.00
01/18/2024	JSP	CO	Review updated claims report from M. Gray	0.80	900.00	\$720.00
01/18/2024	JSP	CO	Review correspondence from Dentons/Ankura and FTI regarding claims	1.30	900.00	\$1,170.00
01/19/2024	JSP	CO	Correspondence regarding IRS claim	0.30	900.00	\$270.00
01/19/2024	JSP	CO	Analysis regarding Metropolitan claim	2.20	900.00	\$1,980.00
01/20/2024	JSP	CO	Review correspondence/documents in connection with claims (including IRS, Fair Harbor Capital, Metropolitan and various others	1.70	900.00	\$1,530.00
01/22/2024	JSP	CO	Confer with M. Gray, L. MacSoud, S. Maizel, A/. Sherman, T. Moyron and others regarding claims, including IRS, C. Hernandez, Riverside County, Fair Harbor and others	2.10	900.00	\$1,890.00
01/23/2024	BDD	CO	Email M. Gray re orders on latest batch of claim objections	0.10	545.00	\$54.50

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 Borrego Comm. Health Found OCC
 Client 10283.00002

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 January 31, 2024

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/23/2024	JSP	CO	Confer with S. Heller, T. Moyron, S. Maizel, M. Gray, CJ Pease and others regarding claims (including C. Hernandez, Aesto and various non-litigation dental claims)	2.60	900.00	\$2,340.00
01/24/2024	BDD	CO	Prepare 8 orders on last batch of claim objections (1.60) and email N. Brown re same (.10)	1.70	545.00	\$926.50
01/24/2024	BDD	CO	Prepare for filing Stip resolving C. Hernandez claim #75 (.20) and multiple emails R. Sainz re same (.20); emails/texts to JS Pomerantz re same (.10); prepare Order on stip (.20); email KCC team re service (.10)	0.80	545.00	\$436.00
01/24/2024	JSP	CO	Attention to claims, including C. Hernandez, Metropolitan, and non-litigation dentist claims	2.30	900.00	\$2,070.00
01/24/2024	JSP	CO	Confer with A. Sherman regarding C. Hernandez claim	0.40	900.00	\$360.00
01/25/2024	BDD	CO	Call to court re order on C. Hernandez stipulation (.10) and email N. Brown re same (.10); email JS Pomerantz re same (.10)	0.30	545.00	\$163.50
01/25/2024	BDD	CO	Email N. Brown re Orders on latest batch of claim objections	0.10	545.00	\$54.50
01/25/2024	BDD	CO	Email JS Pomerantz re Order on Vitamin D Stip	0.10	545.00	\$54.50
01/25/2024	JNP	CO	Review emails regarding resolved claims orders.	0.10	900.00	\$90.00
01/25/2024	JSP	CO	Correspondence regarding C. Hernandez claim	0.40	900.00	\$360.00
01/25/2024	JSP	CO	Correspondence regarding Vitamin D claim	0.20	900.00	\$180.00
01/25/2024	JSP	CO	Attention to issues regarding Metropolitan claim	1.80	900.00	\$1,620.00
01/26/2024	JSP	CO	Attention to various claims, including Metropolitan, Hernandez, Toma, Usita, Chema	2.70	900.00	\$2,430.00
01/27/2024	JSP	CO	Correspondence regarding claims, including Metropolitan, Vitamin D, Hernandez, Aesto, Riverside Tax Collector, Pathsolutions, Kwon and others	1.40	900.00	\$1,260.00
01/29/2024	BDD	CO	Address issues with Court re issues with lodgment of orders and update orders re same (.30); emails N. Brown re same (.20)	0.50	545.00	\$272.50

Pachulski Stang Ziehl & Jones LLP
 Borrego Comm. Health Found OCC
 Client 10283.00002

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 January 31, 2024

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/29/2024	JSP	CO	Attention to claims, including Metropolitan and various non-litigation dental claims	2.60	900.00	\$2,340.00
01/30/2024	BDD	CO	Email KCC team re service of entered orders on latest batch of claim objections	0.10	545.00	\$54.50
01/30/2024	BDD	CO	Email N. Brown re orders entered on latest batch of claim objections	0.10	545.00	\$54.50
01/30/2024	JSP	CO	Attention to claims, including Vitamin D., non-litigation dental, and Metropolitan	1.70	900.00	\$1,530.00
01/31/2024	BDD	CO	Revisions to Stip to Withdraw Claim (Yesenia Citron) (.10) and email JS Pomerantz re same (.10)	0.20	545.00	\$109.00
01/31/2024	JSP	CO	Attention to claims, including Metropolitan, Yessennia, Kounang, Lee and Rios	1.90	900.00	\$1,710.00
				<u>74.20</u>		<u>\$63,017.00</u>

Other Professional Compensation

01/08/2024	BDD	CPO	Review FTI's November fee statement and revisions re same (.20); email M. Gray re same (.10); email to/call with N. Brown re same (.10)	0.40	545.00	\$218.00
01/10/2024	BDD	CPO	Emails S. Golden, M. Gray, S. Maizel and T. Moyron re next round of fee applications	0.30	545.00	\$163.50
01/10/2024	BDD	CPO	Email accounting re PSZJ next round of interim fee applications	0.10	545.00	\$54.50
01/16/2024	BDD	CPO	Email S. Maizel and T. Moyron re next round of interim fee applications	0.10	545.00	\$54.50
01/17/2024	BDD	CPO	Email S. Golden re next round of interim fee applications (.10) and email M. Gray re same (.10)	0.10	545.00	\$54.50
01/17/2024	BDD	CPO	Email M. Gray re FTI December fee statement	0.10	545.00	\$54.50
01/17/2024	BDD	CPO	Analysis of December time re preparation of PSZJ December fee statement (.20) and email R. Rothman re same (.10)	0.30	545.00	\$163.50
01/22/2024	BDD	CPO	Email S. Golden re next round of quarterly fee applications	0.10	545.00	\$54.50
01/22/2024	BDD	CPO	Review FTI December fee statement (.10) and emails M. Gray and S. Golden re same (.10)	0.20	545.00	\$109.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/22/2024	BDD	CPO	Prepare PSZJ December monthly fee statement (.40) and emails S. Golden and N. Brown re same (.20)	0.60	545.00	\$327.00
01/25/2024	BDD	CPO	Email C. Curts re LEDES files for PSZJ & FTI Dec fee statements	0.10	545.00	\$54.50
				2.40		\$1,308.00

General Creditors' Committee

01/17/2024	JNP	GC	Email to S. Golden regarding Committee update.	0.10	900.00	\$90.00
				0.10		\$90.00

Hearings

01/12/2024	BDD	HE	Email N. Brown re 1/17 hearing on Plan & Disclosure Statement	0.10	545.00	\$54.50
01/16/2024	BDD	HE	Emails S. Golden and N. Ganti (FTI) re 1/17 hearing on plan confirmation (.10) and contact court/N. Brown re same (.10)	0.20	545.00	\$109.00
01/16/2024	JNP	HE	Prepare for confirmation hearing and calls regarding same.	2.20	900.00	\$1,980.00
01/17/2024	JNP	HE	Travel to and from and participate in confirmation hearing.	7.30	900.00	\$6,570.00
01/17/2024	SWG	HE	Virtually attend confirmation hearing.	0.70	900.00	\$630.00
				10.50		\$9,343.50

Operations

01/22/2024	JNP	OP	Conference with D. Wessel and Dentons regarding continued need for monitor.	0.30	900.00	\$270.00
				0.30		\$270.00

Plan and Disclosure Statement

01/02/2024	BDD	PD	Email J. Pomerantz re UST objection to Plan confirmation	0.10	545.00	\$54.50
01/02/2024	JNP	PD	Conference with S. Golden regarding U.S. Trustee objection.	0.20	900.00	\$180.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/02/2024	JNP	PD	Review U.S. Trustee objection to confirmation.	0.10	900.00	\$90.00
01/02/2024	JNP	PD	Conference with S. Golden regarding U.S. Trustee Plan objection.	0.20	900.00	\$180.00
01/02/2024	SWG	PD	Receive and respond to inquiry from creditor re: plan and claim questions.	0.30	900.00	\$270.00
01/04/2024	JNP	PD	Conference with Dentons and S. Golden regarding U.S. Trustee objection to the Plan.	0.40	900.00	\$360.00
01/04/2024	SWG	PD	Call with J. Pomerantz and Dentons team re: UST plan objection.	0.40	900.00	\$360.00
01/04/2024	SWG	PD	Call with T. Flanagan re: plan discovery.	0.20	900.00	\$180.00
01/06/2024	SWG	PD	Call with unsecured creditor re: plan/opt-out.	0.20	900.00	\$180.00
01/08/2024	JNP	PD	Review and respond to emails regarding Plan objections.	0.30	900.00	\$270.00
01/08/2024	JNP	PD	Review proposed stipulation with Premier.	0.10	900.00	\$90.00
01/09/2024	JNP	PD	Review of emails regarding resolution of Premier plan issues.	0.20	900.00	\$180.00
01/09/2024	JNP	PD	Conference with S. Golden regarding resolution of Premier Plan issues.	0.10	900.00	\$90.00
01/10/2024	JNP	PD	Review and respond to email regarding Premier stipulation.	0.10	900.00	\$90.00
01/10/2024	SWG	PD	Call with counsel to litigation counterparty re: plan objection resolution.	0.30	900.00	\$270.00
01/10/2024	SWG	PD	Participate in call (.5) with UST and post-call (.2) with Dentons team re: UST objection.	0.70	900.00	\$630.00
01/11/2024	BDD	PD	Review confirmation pleadings and assemble binder for 1/17 hearing (1.10); emails J. Pomerantz and N. Brown re same (.30)	1.40	545.00	\$763.00
01/11/2024	JNP	PD	Review emails regarding confirmation issues and related.	0.20	900.00	\$180.00
01/15/2024	BDD	PD	Review brief filed in support of amended plan & disclosure statement (.10) and emails J. Pomerantz and S. Golden re same (.10)	0.20	545.00	\$109.00
01/16/2024	BDD	PD	Review 1/17 tentative (.10) and email J. Pomerantz and S. Golden re same (.10)	0.20	545.00	\$109.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/16/2024	BDD	PD	Email J. Pomerantz and S. Golden re Amended Exhibit D to Plan Supplement	0.10	545.00	\$54.50
01/16/2024	SWG	PD	Review and edit proposed Confirmation Order.	0.30	900.00	\$270.00
01/16/2024	SWG	PD	Call with J. Pomerantz re: confirmation order (.2) and edit same (.2).	0.40	900.00	\$360.00
01/20/2024	JNP	PD	Review email to committee regarding Plan status.	0.10	900.00	\$90.00
01/21/2024	JNP	PD	Email to S. Golden regarding committee email regarding Plan confirmation.	0.10	900.00	\$90.00
01/25/2024	BDD	PD	Email J. Pomerantz and S. Golden re Order approving 1st Amended Plan & Disclosure Statement	0.10	545.00	\$54.50
				<hr/> 7.00		<hr/> \$5,554.50

TOTAL SERVICES FOR THIS MATTER:

\$79,855.50

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Expenses

01/31/2024 PAC Pacer - Court Research

16.30

Total Expenses for this Matter

\$16.30

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A/R STATEMENT

Outstanding Balance from prior invoices as of 01/31/2024			(May not include recent payments)	
<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fee Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
134342	08/31/2023	\$5,892.20	\$0.00	\$5,892.20
134343	09/30/2023	\$16,897.80	\$0.00	\$16,897.80
134814	10/31/2023	\$10,712.20	\$0.00	\$10,712.20
135651	11/30/2023	\$6,084.90	\$0.00	\$6,084.90
136621	12/31/2023	\$75,116.00	\$61.00	\$75,177.00
Total Amount Due on Current and Prior Invoices:				\$194,635.90

EXHIBIT G

**Detailed Daily Time Log
February 1, 2024 through February 14, 2024**



PACHULSKI
STANG
ZIEHL &
JONES

10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067

February 14, 2024
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Borrego Comm. Health Found OCC

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RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 02/14/2024

FEES	\$26,077.00
EXPENSES	\$31.30
TOTAL CURRENT CHARGES	\$26,108.30
BALANCE FORWARD	\$194,635.90
TOTAL BALANCE DUE	\$220,744.20

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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
JSP	Pomerantz, Jason S.	Partner	900.00	27.40	\$24,660.00
BDD	Dassa, Beth D.	Paralegal	545.00	2.60	\$1,417.00
			<hr/> 30.00		<hr/> \$26,077.00

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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
CA	Case Administration	0.10	\$54.50
CO	Claims Administration and Objections	28.10	\$25,041.50
CP	PSZJ Compensation	1.80	\$981.00
		<hr/>	<hr/>
		30.00	\$26,077.00

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Pacer - Court Research	\$31.30
	<hr/>
	\$31.30

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Case Administration						
02/13/2024	BDD	CA	Attend to calendaring matters with B. Anavim and M. Kulick	0.10	545.00	\$54.50
				0.10		\$54.50
Claims Administration and Objections						
02/01/2024	JSP	CO	Work on non-litigation dental claims, including review of documents in connection with same	3.10	900.00	\$2,790.00
02/02/2024	JSP	CO	Attention to Metropolitan claim, including conferring with M. Gary, T. Cazares and A, Rezej	1.80	900.00	\$1,620.00
02/04/2024	JSP	CO	Review correspondence from CJ Pease, M. Gray, T. Cazeres and others regarding claims	1.80	900.00	\$1,620.00
02/05/2024	BDD	CO	Prepare for filing Stip to Withdraw Claim 227, filed by Y. Cintron and emails N. Brown re same (.20); prepare Order on stip (.20); call with JS Pomerantz re same (.10) and email M. Gray re same (.10)	0.60	545.00	\$327.00
02/05/2024	JSP	CO	Attention to numerous claims, including Metropolitan, Cintron, Rios, Lee, Kouang and others	3.40	900.00	\$3,060.00
02/06/2024	JSP	CO	Attention to pending claims/possible objections, including employee, non-litigation dentist, books/records and others	1.90	900.00	\$1,710.00
02/07/2024	JSP	CO	Attention to claims/claims objections, including Metropolitan, non-litigation dental claims and others	2.40	900.00	\$2,160.00
02/08/2024	BDD	CO	Email JS Pomerantz and M. Gray re entered order approving stip between Debtor, C'tee and Y. Cintron (re Claim 227)	0.10	545.00	\$54.50
02/08/2024	JSP	CO	Analysis regarding various non-litigation dental claims	2.70	900.00	\$2,430.00
02/08/2024	JSP	CO	Correspondence from Trevor (FIT) regarding Metropolitan claim	0.10	900.00	\$90.00
02/09/2024	JSP	CO	Review updated charts/correspondence from M. Grary	0.80	900.00	\$720.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/09/2024	JSP	CO	Review/revise draft letter to claimants in connection with distribution	0.40	900.00	\$360.00
02/09/2024	JSP	CO	Review correspondence/documents in connection with Metropolitan claim	0.80	900.00	\$720.00
02/12/2024	JSP	CO	Attention to various claims, including IRS, Vitamin D, Broadwell Health, and several non-litigation dental claims	1.80	900.00	\$1,620.00
02/12/2024	JSP	CO	Confer with I. Lee, M. Gray, CJ Pease, R. Stellar, D. Graham, T. Caceras, S. Golden and others in connection claims claims, claim objection and distributions	1.30	900.00	\$1,170.00
02/13/2024	JSP	CO	Attention to claims, including Vitamin D, Broadwell Behavioral Health and Metropolitan	2.30	900.00	\$2,070.00
02/14/2024	JSP	CO	Attention to issues regarding Metropolitan claim, including review of documents/correspondence (A. Rezk, T. Caceras)	2.80	900.00	\$2,520.00
				28.10		\$25,041.50
PSZJ Compensation						
02/06/2024	BDD	CP	Prepare draft Motion for Fee Enhancement (1.70) and email S. Golden re same (.10)	1.80	545.00	\$981.00
				1.80		\$981.00
TOTAL SERVICES FOR THIS MATTER:						\$26,077.00

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Expenses

02/14/2024 PAC Pacer - Court Research

31.30

Total Expenses for this Matter

\$31.30

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A/R STATEMENT

Outstanding Balance from prior invoices as of 02/14/2024			(May not include recent payments)	
<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fee Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
134342	08/31/2023	\$5,892.20	\$0.00	\$5,892.20
134343	09/30/2023	\$16,897.80	\$0.00	\$16,897.80
134814	10/31/2023	\$10,712.20	\$0.00	\$10,712.20
135651	11/30/2023	\$6,084.90	\$0.00	\$6,084.90
136621	12/31/2023	\$75,116.00	\$61.00	\$75,177.00
137453	01/31/2024	\$79,855.50	\$16.30	\$79,871.80
Total Amount Due on Current and Prior Invoices:				\$220,744.20