

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MASSACHUSETTS  
CENTRAL DIVISION**

In re:	)	Chapter 11
	)	
HEYWOOD HEALTHCARE, INC.,	)	Case No. 23-40817
<i>et al.</i> , <sup>1</sup>	)	
	)	Honorable Elizabeth D. Katz
Debtors-in-Possession.	)	
	)	(Jointly Administered)

---

**NOTICE OF FILING OF  
HURON CONSULTING SERVICES, LLC  
MONTHLY REPORTS FOR JUNE 2024 AND JULY 2024**

PLEASE TAKE NOTICE THAT pursuant to *the Order Granting Debtors' Motion for Entry of an Order Authorizing the Debtors to Retain Huron Consulting Services LLC as Restructuring Support Advisor, Effective as of October 1, 2023* [Docket No. 286], attached please find the Monthly Report for June 2024, attached hereto as **Exhibit A**, and the Monthly Report for July 2024, attached hereto as **Exhibit B**.

*[Remainder of page intentionally left blank]*

---

<sup>1</sup> The Debtors in these Chapter 11 cases (the "Chapter 11 Cases"), along with the last four digits of each Debtor's federal identification number are: Heywood Healthcare, Inc. (0658); The Henry Heywood Memorial Hospital (3581); Athol Memorial Hospital (6583), Heywood Medical Group, Inc. (3589), Athol Memorial Hospital NMTC Holdings, Inc. (2189), Quabbin Healthcare, Inc. (7153) and Heywood Realty Corporation (7447).

Dated: September 17, 2024

/s/ Edward J. Green

---

Edward J. Green (*Pro Hac Vice* Admitted)

**FOLEY & LARDNER LLP**

321 N. Clark Street, Suite 3000

Chicago, IL 60654

Tel: (312) 832-4500

Fax: (312) 832-4700

[egreen@foley.com](mailto:egreen@foley.com)

Tamar N. Dolcourt (*Pro Hac Vice* Admitted)

**FOLEY & LARDNER LLP**

500 Woodward Avenue, Suite 2700

Detroit, MI 48226

Tel: (313) 234-7100

Fax: (313) 234-2800

[tdolcourt@foley.com](mailto:tdolcourt@foley.com)

Alissa M. Nann (*Pro Hac Vice* Admitted)

**FOLEY & LARDNER LLP**

90 Park Avenue

New York, NY 10016

Tel: (212) 682-7474

Fax: (212) 687-2329

[anann@foley.com](mailto:anann@foley.com)

John M. Flick (#652169)

**FLICK LAW GROUP, P.C.**

144 Central Street, Unit 201

Gardner, MA 01440

Tel: (978) 632-7948

[jflick@flicklawgroup.com](mailto:jflick@flicklawgroup.com)

*Counsel to the Debtors and Debtors in Possession*

**CERTIFICATE OF SERVICE**

I, Edward J. Green, do hereby certify that on September 17, 2024, 2024, I caused a copy of the foregoing document to be served through the ECF system, and that copies will be sent electronically to registered participants. In addition, the foregoing document will be served upon the following:

- John Flick – [jflick@flicklawgroup.com](mailto:jflick@flicklawgroup.com)
- Sam J. Alberts – [sam.alberts@dentons.com](mailto:sam.alberts@dentons.com)
- Andrew C. Helman – [Andrew.helman@dentons.com](mailto:Andrew.helman@dentons.com)
- Lauren Macksoud – [Lauren.macksoud@dentons.com](mailto:Lauren.macksoud@dentons.com)
- Brian I. Swett – [bswett@mcguirewoods.com](mailto:bswett@mcguirewoods.com)
- Adrienne K. Walker – [awalker@lockelord.com](mailto:awalker@lockelord.com)
- Amy A. Zuccarello – [azuccarello@sullivanlaw.com](mailto:azuccarello@sullivanlaw.com)
- Keri L. Costello – [kcostello@sullivanlaw.com](mailto:kcostello@sullivanlaw.com)
- Stephen Meunier – [Stephen.meunier@usdoj.gov](mailto:Stephen.meunier@usdoj.gov)
- Lisa Tingue – [lisa.d.tingue@usdoj.gov](mailto:lisa.d.tingue@usdoj.gov)

The Debtors' claims and noticing agent, Stretto, Inc., will further serve this document in accordance with the Federal Rules of Bankruptcy Procedure, the Massachusetts Local Rules of Bankruptcy Procedure, and any applicable orders of the Court, and will file an additional certificate of service upon completion.

Dated: September 17, 2024

/s/ Edward J. Green

# EXHIBIT A

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF  
MASSACHUSETTS CENTRAL DIVISION**

In re:	)	Chapter 11
	)	
HEYWOOD HEALTHCARE, INC.	)	Case No. 23-40817
<i>et al.</i> <sup>11</sup>	)	
	)	Honorable Elizabeth D. Katz
Debtors-in-Possession.	)	
_____	)	(Jointly Administered)

**NINTH INTERIM APPLICATION FOR THE ALLOWANCE OF FEES AND  
EXPENSES OF HURON CONSULTING SERVICES LLC AS RESTRUCTURING  
SUPPORT ADVISOR**

To the Honorable Elizabeth D. Katz, United States Bankruptcy Judge:

Huron Consulting Services LLC (“Huron”) has been engaged to provide services as Restructuring Support Advisor to Debtors Heywood Healthcare, Inc. (“Heywood Healthcare”), Henry Heywood Memorial Hospital, Inc. (“Heywood Hospital”), Athol Memorial Hospital (“Athol Hospital”), Heywood Affiliated Medical Group, Inc. (“Heywood Medical Group”), Athol Memorial Hospital NMTC Holdings, Inc. (“Athol NMTC”), Quabbin Healthcare, Inc. (“Quabbin”), and Heywood Hospital Realty Corporation (“Heywood Realty”) (collectively the Debtors).

Huron respectfully submits this Ninth Interim Application for the Allowance of Fees and Expenses of Huron Consulting Services LLC as Restructuring Support Advisor (the

---

<sup>11</sup>The Debtors in these Chapter 11 cases (the “Chapter 11 Cases”), along with the last four digits of each Debtor’s federal identification number are: Heywood Healthcare, Inc. (0658); The Henry Heywood Memorial Hospital (3581); Athol Memorial Hospital (6583), Heywood Medical Group, Inc. (3589), Athol Memorial Hospital NMTC Holdings, Inc. (2189), Quabbin Healthcare, Inc. (7153) and Heywood Realty Corporation (7447).

“Application) for the period June 1, 2024 through June 30, 2024 (the “Ninth Application Period”) in accordance with 11 U.S.C. §§363(b)(1). In support of the Application, Huron States as follows:

**INTRODUCTION AND**  
**BACKGROUND**

1) On October 1, 2023 (the “Petition Date”), the Debtors filed Voluntary Petitions of Chapter 11 of the Bankruptcy Code, thereby initiating the above-captioned cases (the “Chapter 11 Cases”).

2) The Debtors continue to operate as Debtors-in-Possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

3) On October 20, 2023, the U.S. Trustee appointed an official committee of unsecured creditors under section 1102 of the Bankruptcy Code [Docket no. 127] (the “Committee”).

4) A Trustee has not been appointed.

5) Additional background information about the Debtors and the events leading up to this Chapter 11 filing can be found in the Declaration of Thomas J. Sullivan, Co-Chief Executive Officer of the Debtors, in Support of First Day Motions (the “Sullivan Declaration”) [Dkt. No. 13].

6) On October 27, 2023, the Debtors filed the Debtors’ Motion For Entry Of Order Authorizing The Debtors To Retain Huron Consulting Services LLC As Restructuring Support Advisor, Effective As Of October 1, 2023 (the “Huron Motion”) with the Court [DKT 151].

---

7) On December 7, 2023, the Court issued its Order Granting the Huron Motion [DKT 286]. A copy of the order is attached hereto as Exhibit A.

### **APPLICATION BY HURON**

8) As more fully described herein, Huron has provided substantial services to the Debtors during the Ninth Application Period, including assistance in:

- a. Case Administration (Total Hours 16.8; Fees incurred \$13,322.25) (Exhibit D attached)
  - i. Time spent in this category was incurred in assisting the Debtors with:
    - a. Coordination with Heywood management on case-related matters;
    - b. Coordination with advisors to the Unsecured Creditor's Committee, notably representatives of FTI Consulting, including responses to data requests;
    - c. Obtaining financial information necessary for inclusion in motions filed with this Court;
    - d. Collaboration with Foley Lardner LLP, Debtor's Counsel, as well as other Professionals representing the Debtor, on case-related matters
- b. Budget Management & Financial Reporting (Total Hours 38.6; Fees incurred \$22,531.50) (Exhibit E attached):
  - i. Time spent in this category was incurred in assisting the Debtors with:
    - a. Preparation of Monthly Operating Reports;
    - b. Reporting requirements associated with the Sixth Interim Cash Collateral Order;
    - c. Reconciliation of the cash budget as required by the Court;

d. Updates to the cash budget model and preparation of interim budgets

9) Attached as Exhibits B-E are summaries of the services rendered to the Debtor during the Application Period, including time expended by each professional in accordance with MLBR 2016-1(d).

10) All fees have been calculated after application of the applicable discount of 10% or 50% (travel), which resulted in a fee reduction of \$4,222.78.

### SUMMARY OF FEES AND EXPENSES

11) Indicated below are each category and the compensation sought by category:

<b><u>Exhibit</u></b>	<b><u>Time Category</u></b>	<b><u>Hours</u></b>	<b><u>Gross Amount</u></b>	<b><u>Discounted Amount to Bill</u></b>
D.	Case Administration	16.8	\$14,802.50	\$13,322.25
E.	Budget Management & Financial Reporting	38.6	\$25,035.00	\$22,531.50
-	Travel Time	-	-	-
-	Technology Fee	-	\$2,390.25	\$2,151.23
-	Operations Support & Vendor Management	-	-	-
	<b>Total Fees</b>	<b>55.4</b>	<b>\$42,227.75</b>	<b>\$38,004.98</b>
-	Expenses	-	\$0.00	\$0.00
	<b>Total Fees and Expenses</b>	<b>55.4</b>	<b>\$42,227.75</b>	<b>\$38,004.98</b>



WHEREFORE, Huron respectfully moves the Court for an order:

- (a) Approving on an interim basis fees incurred of \$38,004.98 for services rendered by Huron during the Ninth Interim Application Period;
- (b) Granting such other relief as is just and proper.

Dated: \_\_\_\_\_

BY: \_\_\_\_\_

**FOLEY & LARDNER LLP**

Street

City, State, ZIP

**Exhibit A**

Case 23-40817 Doc 286 Filed 12/07/23 Entered 12/07/23 16:31:26 Desc Main  
Document Page 1 of 4

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS

_____	)	
In re:	)	
	)	
HEYWOOD HEALTHCARE, INC.,	)	Chapter 11
<i>et al.</i> <sup>1</sup>	)	Case No. 23-40817-EDK
Debtor	)	
_____	)	

**ORDER GRANTING DEBTORS' MOTION  
FOR ENTRY OF AN ORDER AUTHORIZING THE DEBTORS TO RETAIN HURON  
CONSULTING SERVICES LLC AS RESTRUCTURING SUPPORT ADVISOR,  
EFFECTIVE AS OF OCTOBER 1, 2023**

Upon consideration of the Debtors' motion for an order authorizing the Debtors to retain Huron Consulting Services, LLC as Restructuring Support Advisor, effective as of October 1, 2023 (the "Motion") and any response(s) to the Motion, after due and proper notice of the motion was given and a hearing was held on the Motion, it is ORDERED that:

1. The Motion is GRANTED as modified herein.
2. The Debtors are authorized to engage Huron Consulting Services LLC

on the terms described in the Motion, subject to the following terms, which apply notwithstanding anything in the Motion or any exhibit(s) related thereto to the contrary:

- (a.) Huron Consulting Services, LLC and its affiliates shall not act in any other capacity (for example, and without limitation, as a financial advisor, claims agent/claims administrator, or investor/acquirer) in connection with the above-captioned cases.

<sup>1</sup> The Debtors in these jointly administered Chapter 11 cases are: Heywood Healthcare, Inc. 23-40817; The Henry Heywood Memorial Hospital, 23-40818; Athol Memorial Hospital, 23-40819; Heywood Medial Group, Inc., 23-40821; Athol Memorial Hospital NMTC Holdings, Inc., 23-40821; Quabbin Healthcare, Inc., 23-40822; and Heywood Realty Corporation, 23-40823.

- (b.) In the event the Debtors seek to have Huron Consulting Services, LLC personnel assume executive officer positions that are different than the position(s) disclosed in the Motion, or to materially change the terms of the engagement by either (i) modifying the functions of personnel, (ii) adding new personnel, or (iii) altering or expanding the scope of the engagement, a motion to modify the retention shall be filed.
- (c.) Huron Consulting Services, LLC shall file with the Court with copies to the United States Trustee ("U.S. Trustee") and all official committees a report of staffing on the engagement for the previous month. Such report shall include the names and functions filled of the individuals assigned. All staffing shall be subject to review by the Court in the event an objection is filed.
- (d.) No principal, employee or independent contractor of Huron Consulting Services, LLC and its affiliates shall serve as a director of any of the above-captioned Debtor(s) during the pendency of the above-captioned cases.
- (e.) Huron Consulting Services, LLC shall file with the Court, and provide notice to the UST and all official committees, reports of compensation earned and expenses incurred on a monthly basis. Such reports shall contain summary charts which describe the services provided, identify the compensation earned by each executive officer and staff employee provided, and itemize the expenses incurred. Time records shall (i) be appended to the reports, (ii) contain detailed time entries describing the

task(s) performed, and (iii) be organized by project category. Where personnel are providing services at an hourly rate, the time entries shall identify the time spent completing each task in 1/10/hour increments and the corresponding charge (time multiplied by hourly rate) for each task; where personnel are providing services at a “flat” rate, the time entries shall be kept in hourly increments. All compensation shall be subject to review by the Court in the event an objection is filed.

- (f.) Success fees, transaction fees, or other back-end fees shall be approved by the Court at the conclusion of the case on a reasonableness standard and are not being pre-approved by entry of this Order. No success fee, transaction fee or back-end fee shall be sought upon conversion of the case, dismissal of the case for cause, or appointment of a trustee.
- (g.) The Debtors are permitted to indemnify those persons serving as executive officers on the same terms as provided to the Debtors’ other officers and directors under the corporate bylaws and applicable state law, along with insurance coverage under the Debtors’ D&O policy.
- (h.) There shall be no indemnification of Huron Consulting Services, LLC or its affiliates.
- (i.) For a period of three years after the conclusion of the engagement, neither Huron Consulting Services, LLC nor any of its affiliates shall make any investments in the Debtors or the Reorganized Debtors.
- (j.) Huron Consulting Services, LLC shall disclose any and all facts that may have a bearing on whether the firm, its affiliates, and/or any individuals

Case 23-40817 Doc 286 Filed 12/07/23 Entered 12/07/23 16:31:26 Desc Main  
Document Page 4 of 4

working on the engagement hold or represent any interest adverse to the Debtors, their creditors, or other parties in interest. The obligation to disclose identified in this subparagraph is a continuing obligation.

**BY THE COURT:**

 12/7/2023  
\_\_\_\_\_  
**The Honorable Elizabeth D. Katz**  
**United States Bankruptcy Judge**

**Exhibit B**

**HEYWOOD HEALTHCARE, INC**  
**Chapter 11 Case No. 23-40817-EDK**  
**Fee Application Summary**  
**June 1, 2024 through June 30, 2024**

Name of Applicant Huron Consulting Services LLC  
Role Restructuring Support Advisor

Fees Previously Requested: \$1,313,491.84  
Fees Previously Awarded: \$1,313,491.84

Expenses Previously Requested: \$23,921.08  
Expenses Previously Awarded: \$23,921.08

**CURRENT APPLICATION**

Fees Requested @ 10% Contractual Discount \$35,853.75  
Fees Requested @ 50% Standard Rate -  
Technology Fee \$2,151.23  
Expenses Requested -  
Total Request \$38,004.98

<b>Service Providers</b>				
<b><u>Full-Rate Hours</u></b>				
Employee Name	Title	Current Hours	Rate	Fees Billed in Application
Darr, Stephen	Managing Director	6.6	\$1,100.00	\$6,979.50
Besecker, Flint	Managing Director	0.3	\$1,210.00	\$364.50
Brody, Zach	Director	-	\$700.00	-
Weissberg, Ilan	Vice President	37.9	\$660.00	\$23,024.25
Ivey, Cameron	Associate	10.6	\$500.00	\$5,485.50
		<u>55.4</u>		<u>\$35,853.75</u>
<b><u>Non-Productive Travel Hours @ 50% Rate</u></b>				
Employee Name	Title	Current Hours	Rate	Fees Billed in Application
Darr, Stephen	Managing Director	-	\$1,100.00	-
Besecker, Flint	Managing Director	-	\$1,210.00	-
Brody, Zach	Director	-	\$700.00	-
Weissberg, Ilan	Vice President	-	\$660.00	-
Ivey, Cameron	Associate	-	\$500.00	-
		<u>-</u>		<u>-</u>
<b><u>Expenses</u></b>				
Employee Name	Title	Amount Billed in Application		
Darr, Stephen	Managing Director	-		
Besecker, Flint	Managing Director	-		
Brody, Zach	Director	-		
Weissberg, Ilan	Vice President	-		
Ivey, Cameron	Associate	-		
		<u>-</u>		

**Exhibit C**

**HEYWOOD HEALTHCARE, INC**  
**Chapter 11 Case No. 23-40817-EDK**  
**Summary of Hours Incurred by Category**  
**June 1, 2024 through June 30, 2024**

<b><u>Exhibit</u></b>	<b><u>Time Category</u></b>	<b><u>Hours</u></b>	<b><u>Gross Amount</u></b>	<b><u>Discounted Amount to Bill</u></b>
D.	Case Administration	16.8	\$14,802.50	\$13,322.25
E.	Budget Management & Financial Reporting	38.6	\$25,035.00	\$22,531.50
-	Travel Time	-	-	-
-	Technology Fee	-	\$2,390.25	\$2,151.23
-	Operations Support & Vendor Management	-	-	-
	<b>Total Fees</b>	<b>55.4</b>	<b>\$42,227.75</b>	<b>\$38,004.98</b>
-	Expenses	-	\$0.00	\$0.00
	<b>Total Fees and Expenses</b>	<b>55.4</b>	<b>\$42,227.75</b>	<b>\$38,004.98</b>

**Exhibit D**

**HEYWOOD HEALTHCARE, INC**  
**Chapter 11 Case No. 23-40817-EDK**  
**Case Administration Hours Detail**  
**June 1, 2024 through June 30, 2024**

<u>Timekeeper</u>	<u>Date</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Steve Darr	6/4/2024	Review and comment on April MORs	2.9	\$1,100.00	\$3,066.75
Steve Darr	6/4/2024	Weekly variance review call with Heywood (Tom Sullivan and John Bujak) and Foley (Jake Gordon), including Ilan Weissberg	0.3	\$1,100.00	\$317.25
Ilan Weissberg	6/4/2024	UCC FA Call with Heywood (Tom Sullivan and John Bujak), FTI (Sam Andelman, Narendra Ganti, and Cliff Zucker), Dentons (Andrew Helman and Lauren Macksoud), Foley (Jake Gordon), including Stephen Darr	0.3	\$660.00	\$182.25
Flint Besecker	6/6/2024	Review Heywood reorganization plan and disclosure statement	0.3	\$1,210.00	\$364.50
Steve Darr	6/12/2024	Review and comment on variance report	0.3	\$1,100.00	\$317.25
Ilan Weissberg	6/12/2024	Answer Sam Andelman questions for Heywood's weekly responses to UCC FA questions	0.2	\$660.00	\$121.50
Ilan Weissberg	6/13/2024	Finalize and send Heywood fee applications to Stephen Darr and Huron billing team for review	1.2	\$660.00	\$729.00
Ilan Weissberg	6/13/2024	Work on Heywood fee applications	2.0	\$660.00	\$1,215.00
Ilan Weissberg	6/13/2024	Work on Heywood fee applications	2.0	\$660.00	\$1,215.00
Steve Darr	6/17/2024	Review and comment on March fee application	1.2	\$1,100.00	\$1,269.00
Ilan Weissberg	6/17/2024	Update and finalize fee applications	2.0	\$660.00	\$1,215.00
Steve Darr	6/18/2024	Weekly variance review call with Heywood (Tom Sullivan and John Bujak) and Foley (Jake Gordon), including Ilan Weissberg	0.3	\$1,100.00	\$317.25
Steve Darr	6/18/2024	Review and comment on April and May fee applications	1.6	\$1,100.00	\$1,692.00
Ilan Weissberg	6/21/2024	Updates to fee applications	1.8	\$660.00	\$1,093.50
Cameron Ivey	6/25/2024	Variance and biweekly testing review call with Heywood (John Bujak) and Foley (Jake Gordon), including Ilan Weissberg and Stephen Darr	0.4	\$500.00	\$207.00
<b>Gross Totals</b>			<b>16.8</b>	<b>-</b>	<b>\$14,802.50</b>
<b>Discount Amount</b>			<b>-</b>	<b>-</b>	<b>\$1,480.25</b>
<b>Net Fees Requested</b>			<b>16.8</b>	<b>-</b>	<b>\$13,322.25</b>



**Exhibit E**

**HEYWOOD HEALTHCARE, INC**  
**Chapter 11 Case No. 23-40817-EDK**  
**Budget Management & Financial Reporting Hours Detail**  
**June 1, 2024 through June 30, 2024**

<u>Time Keeper</u>	<u>Date</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ilan Weissberg	6/4/2024	Update cash model for prior week final numbers	0.4	\$660.00	\$243.00
Ilan Weissberg	6/4/2024	Weekly Variance review call with Heywood (Tom Sullivan and John Bujak) and Foley (Jake Gordon), including Stephen Darr	0.1	\$660.00	\$60.75
Ilan Weissberg	6/4/2024	Analysis and drafting of prior week variance report	1.3	\$660.00	\$789.75
Ilan Weissberg	6/6/2024	Finalize and distribute weekly variance reporting	0.7	\$660.00	\$425.25
Ilan Weissberg	6/6/2024	Finalize April MORs and send to Heywood (John Bujak) and Foley (Tamar Dolcourt) for final review	1.7	\$660.00	\$1,032.75
Ilan Weissberg	6/6/2024	Finalize April MORs and send to Heywood (John Bujak) and Foley (Tamar Dolcourt) for review	2.0	\$660.00	\$1,215.00
Ilan Weissberg	6/10/2024	Analysis and drafting of prior week variance and biweekly testing reports	1.8	\$660.00	\$1,093.50
Ilan Weissberg	6/10/2024	Update cash model for prior week final numbers	0.2	\$660.00	\$121.50
Ilan Weissberg	6/11/2024	Weekly Variance and biweekly testing review call with Heywood (Tom Sullivan and John Bujak) and Foley (Jake Gordon), including Stephen Darr	0.5	\$660.00	\$303.75
Ilan Weissberg	6/11/2024	Finalize and distribute weekly variance and biweekly testing reports	0.7	\$660.00	\$425.25
Ilan Weissberg	6/11/2024	Prepare for weekly variance and biweekly testing review call	0.5	\$660.00	\$303.75
Ilan Weissberg	6/13/2024	Review bank statements for May MORs	0.5	\$660.00	\$303.75
Ilan Weissberg	6/13/2024	Access Meditech data and review May activity	1.0	\$660.00	\$607.50
Ilan Weissberg	6/17/2024	Analyze and draft narratives for prior week variance report	1.2	\$660.00	\$729.00
Ilan Weissberg	6/17/2024	Update cash model for prior week final numbers	0.3	\$660.00	\$182.25
Ilan Weissberg	6/18/2024	Weekly variance review call with Heywood (Tom Sullivan and John Bujak) and Foley (Jake Gordon), including Stephen Darr	0.3	\$660.00	\$182.25
Ilan Weissberg	6/18/2024	Prepare for weekly variance review call	0.5	\$660.00	\$303.75
Ilan Weissberg	6/18/2024	Aggregate and distribute documents responsive to Heywood and Foley data request	2.0	\$660.00	\$1,215.00
Ilan Weissberg	6/19/2024	Aggregate and distribute documents responsive to Heywood and Foley data request	1.2	\$660.00	\$729.00
Ilan Weissberg	6/20/2024	Finalize and distribute weekly variance report	0.9	\$660.00	\$546.75
Ilan Weissberg	6/20/2024	Updates to MORs	0.7	\$660.00	\$425.25
Ilan Weissberg	6/20/2024	Updates to MORs	2.0	\$660.00	\$1,215.00
Ilan Weissberg	6/21/2024	Aggregate and distribute documents responsive to second Foley/Heywood data request	1.4	\$660.00	\$850.50
Ilan Weissberg	6/21/2024	Update and finalize MORs	2.0	\$660.00	\$1,215.00
Cameron Ivey	6/24/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Cameron Ivey	6/24/2024	Format and distribute consolidated balance sheets for July 2023 - September 2023 to Foley (Alissa Nann, Jake Gordon, and Nora McGuffey). John Bujak and Ilan Weissberg also CC'ed.	0.5	\$500.00	\$258.75
Ilan Weissberg	6/24/2024	Analysis and drafting of narratives for prior week variance report and biweekly testing report	1.8	\$660.00	\$1,093.50
Ilan Weissberg	6/24/2024	Update cash model for prior week final numbers	0.3	\$660.00	\$182.25
Cameron Ivey	6/25/2024	Distribute May 2024 bank statements to Foley (Alissa Nann, Jake Gordon, and Nora McGuffey). John Bujak and Ilan Weissberg also CC'ed.	0.2	\$500.00	\$103.50
Cameron Ivey	6/25/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	6/25/2024	Weekly variance and biweekly testing review call with Heywood (John Bujak) and Foley (Jake Gordon), including Stephen Darr and Cameron Ivey	0.2	\$660.00	\$121.50
Ilan Weissberg	6/25/2024	Prepare for weekly variance review call	0.3	\$660.00	\$182.25
Cameron Ivey	6/26/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Cameron Ivey	6/26/2024	Distribute May 2024 bank statements to Foley (Alissa Nann, Jake Gordon, and Nora McGuffey). John Bujak and Ilan Weissberg also CC'ed.	0.1	\$500.00	\$51.75
Cameron Ivey	6/27/2024	Download and format May-24 detailed General Ledger	1.7	\$500.00	\$879.75
Cameron Ivey	6/27/2024	Download and format May-24 detailed General Ledger	2.0	\$500.00	\$1,035.00
Cameron Ivey	6/27/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	6/27/2024	Analysis for completion of May MORs	1.9	\$660.00	\$1,154.25
Cameron Ivey	6/28/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.9	\$500.00	\$465.75
Cameron Ivey	6/28/2024	Prepare SharePoint site for May-24 MORs	1.4	\$500.00	\$724.50

<u>Time Keeper</u>	<u>Date</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Cameron Ivey	6/28/2024	Create AR support schedules for May MORs	1.8	\$500.00	\$931.50
<b>Gross Totals</b>			<b>38.6</b>	-	<b>\$25,035.00</b>
<b>Discount Amount</b>			-	-	<b>\$2,503.50</b>
<b>Net Fees Requested</b>			<b>38.6</b>	-	<b>\$22,531.50</b>

# EXHIBIT B

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF  
MASSACHUSETTS CENTRAL DIVISION**

In re:	)	Chapter 11
	)	
HEYWOOD HEALTHCARE, INC.	)	Case No. 23-40817
<i>et al.</i> <sup>11</sup>	)	
	)	Honorable Elizabeth D. Katz
Debtors-in-Possession.	)	
_____	)	(Jointly Administered)

**TENTH INTERIM APPLICATION FOR THE ALLOWANCE OF FEES AND  
EXPENSES OF HURON CONSULTING SERVICES LLC AS RESTRUCTURING  
SUPPORT ADVISOR**

To the Honorable Elizabeth D. Katz, United States Bankruptcy Judge:

Huron Consulting Services LLC (“Huron”) has been engaged to provide services as Restructuring Support Advisor to Debtors Heywood Healthcare, Inc. (“Heywood Healthcare”), Henry Heywood Memorial Hospital, Inc. (“Heywood Hospital”), Athol Memorial Hospital (“Athol Hospital”), Heywood Affiliated Medical Group, Inc. (“Heywood Medical Group”), Athol Memorial Hospital NMTC Holdings, Inc. (“Athol NMTC”), Quabbin Healthcare, Inc. (“Quabbin”), and Heywood Hospital Realty Corporation (“Heywood Realty”) (collectively the Debtors).

Huron respectfully submits this Tenth Interim Application for the Allowance of Fees and Expenses of Huron Consulting Services LLC as Restructuring Support Advisor (the

\_\_\_\_\_

<sup>11</sup>The Debtors in these Chapter 11 cases (the “Chapter 11 Cases”), along with the last four digits of each Debtor’s federal identification number are: Heywood Healthcare, Inc. (0658); The Henry Heywood Memorial Hospital (3581); Athol Memorial Hospital (6583), Heywood Medical Group, Inc. (3589), Athol Memorial Hospital NMTC Holdings, Inc. (2189), Quabbin Healthcare, Inc. (7153) and Heywood Realty Corporation (7447).

“Application) for the period July 1, 2024 through July 31, 2024 (the “Tenth Application Period”) in accordance with 11 U.S.C. §§363(b)(1). In support of the Application, Huron States as follows:

**INTRODUCTION AND**  
**BACKGROUND**

1) On October 1, 2023 (the “Petition Date”), the Debtors filed Voluntary Petitions of Chapter 11 of the Bankruptcy Code, thereby initiating the above-captioned cases (the “Chapter 11 Cases”).

2) The Debtors continue to operate as Debtors-in-Possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

3) On October 20, 2023, the U.S. Trustee appointed an official committee of unsecured creditors under section 1102 of the Bankruptcy Code [Docket no. 127] (the “Committee”).

4) A Trustee has not been appointed.

5) Additional background information about the Debtors and the events leading up to this Chapter 11 filing can be found in the Declaration of Thomas J. Sullivan, Co-Chief Executive Officer of the Debtors, in Support of First Day Motions (the “Sullivan Declaration”) [Dkt. No. 13].

6) On October 27, 2023, the Debtors filed the Debtors’ Motion For Entry Of Order Authorizing The Debtors To Retain Huron Consulting Services LLC As Restructuring Support Advisor, Effective As Of October 1, 2023 (the “Huron Motion”) with the Court [DKT 151].

---

7) On December 7, 2023, the Court issued its Order Granting the Huron Motion [DKT 286]. A copy of the order is attached hereto as Exhibit A.

#### **APPLICATION BY HURON**

8) As more fully described herein, Huron has provided substantial services to the Debtors during the Tenth Application Period, including assistance in:

- a. Case Administration (Total Hours 11.6; Fees incurred \$10,539.00) (Exhibit D attached)
  - i. Time spent in this category was incurred in assisting the Debtors with:
    - a. Coordination with Heywood management on case-related matters;
    - b. Coordination with advisors to the Unsecured Creditor's Committee, notably representatives of FTI Consulting, including responses to data requests;
    - c. Obtaining financial information necessary for inclusion in motions filed with this Court;
    - d. Collaboration with Foley Lardner LLP, Debtor's Counsel, as well as other Professionals representing the Debtor, on case-related matters
- b. Budget Management & Financial Reporting (Total Hours 82.7; Fees incurred \$47,234.25) (Exhibit E attached):
  - i. Time spent in this category was incurred in assisting the Debtors with:
    - a. Preparation of Monthly Operating Reports;
    - b. Reporting requirements associated with the Sixth Interim Cash Collateral Order;
    - c. Reconciliation of the cash budget as required by the Court;

d. Updates to the cash budget model and preparation of interim budgets

9) Attached as Exhibits B-E are summaries of the services rendered to the Debtor during the Application Period, including time expended by each professional in accordance with MLBR 2016-1(d).

10) All fees have been calculated after application of the applicable discount of 10% or 50% (travel), which resulted in a fee reduction of \$6,804.41.

### **SUMMARY OF FEES AND EXPENSES**

11) Indicated below are each category and the compensation sought by category:

<b><u>Exhibit</u></b>	<b><u>Time Category</u></b>	<b><u>Hours</u></b>	<b><u>Gross Amount</u></b>	<b><u>Discounted Amount to Bill</u></b>
D.	Case Administration	11.6	\$11,710.00	\$10,539.00
E.	Budget Management & Financial Reporting	82.7	\$52,482.50	\$47,234.25
-	Travel Time	-	-	-
-	Technology Fee	-	\$3,851.55	\$3,466.40
-	Operations Support & Vendor Management	-	-	-
	<b>Total Fees</b>	<b>94.3</b>	<b>\$68,044.05</b>	<b>\$61,239.65</b>
-	Expenses	-	\$0.00	\$0.00
	<b>Total Fees and Expenses</b>	<b>94.3</b>	<b>\$68,044.05</b>	<b>\$61,239.65</b>

WHEREFORE, Huron respectfully moves the Court for an order:

- (a) Approving on an interim basis fees incurred of \$61,239.65 for services rendered  
by Huron during the Tenth Interim Application Period;
- (b) Granting such other relief as is just and proper.

Dated: \_\_\_\_\_

BY: \_\_\_\_\_

**FOLEY & LARDNER LLP**  
Street  
City, State, ZIP



**Exhibit A**

Case 23-40817 Doc 286 Filed 12/07/23 Entered 12/07/23 16:31:26 Desc Main  
Document Page 1 of 4

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS

_____	)	
In re:	)	
	)	
HEYWOOD HEALTHCARE, INC.,	)	Chapter 11
<i>et al.</i> <sup>1</sup>	)	Case No. 23-40817-EDK
Debtor	)	
_____	)	

**ORDER GRANTING DEBTORS' MOTION  
FOR ENTRY OF AN ORDER AUTHORIZING THE DEBTORS TO RETAIN HURON  
CONSULTING SERVICES LLC AS RESTRUCTURING SUPPORT ADVISOR,  
EFFECTIVE AS OF OCTOBER 1, 2023**

Upon consideration of the Debtors' motion for an order authorizing the Debtors to retain Huron Consulting Services, LLC as Restructuring Support Advisor, effective as of October 1, 2023 (the "Motion") and any response(s) to the Motion, after due and proper notice of the motion was given and a hearing was held on the Motion, it is ORDERED that:

1. The Motion is GRANTED as modified herein.
2. The Debtors are authorized to engage Huron Consulting Services LLC

on the terms described in the Motion, subject to the following terms, which apply notwithstanding anything in the Motion or any exhibit(s) related thereto to the contrary:

- (a.) Huron Consulting Services, LLC and its affiliates shall not act in any other capacity (for example, and without limitation, as a financial advisor, claims agent/claims administrator, or investor/acquirer) in connection with the above-captioned cases.

<sup>1</sup> The Debtors in these jointly administered Chapter 11 cases are: Heywood Healthcare, Inc. 23-40817; The Henry Heywood Memorial Hospital, 23-40818; Athol Memorial Hospital, 23-40819; Heywood Medial Group, Inc., 23-40821; Athol Memorial Hospital NMTC Holdings, Inc., 23-40821; Quabbin Healthcare, Inc., 23-40822; and Heywood Realty Corporation, 23-40823.

- (b.) In the event the Debtors seek to have Huron Consulting Services, LLC personnel assume executive officer positions that are different than the position(s) disclosed in the Motion, or to materially change the terms of the engagement by either (i) modifying the functions of personnel, (ii) adding new personnel, or (iii) altering or expanding the scope of the engagement, a motion to modify the retention shall be filed.
- (c.) Huron Consulting Services, LLC shall file with the Court with copies to the United States Trustee ("U.S. Trustee") and all official committees a report of staffing on the engagement for the previous month. Such report shall include the names and functions filled of the individuals assigned. All staffing shall be subject to review by the Court in the event an objection is filed.
- (d.) No principal, employee or independent contractor of Huron Consulting Services, LLC and its affiliates shall serve as a director of any of the above-captioned Debtor(s) during the pendency of the above-captioned cases.
- (e.) Huron Consulting Services, LLC shall file with the Court, and provide notice to the UST and all official committees, reports of compensation earned and expenses incurred on a monthly basis. Such reports shall contain summary charts which describe the services provided, identify the compensation earned by each executive officer and staff employee provided, and itemize the expenses incurred. Time records shall (i) be appended to the reports, (ii) contain detailed time entries describing the

task(s) performed, and (iii) be organized by project category. Where personnel are providing services at an hourly rate, the time entries shall identify the time spent completing each task in 1/10/hour increments and the corresponding charge (time multiplied by hourly rate) for each task; where personnel are providing services at a “flat” rate, the time entries shall be kept in hourly increments. All compensation shall be subject to review by the Court in the event an objection is filed.

- (f.) Success fees, transaction fees, or other back-end fees shall be approved by the Court at the conclusion of the case on a reasonableness standard and are not being pre-approved by entry of this Order. No success fee, transaction fee or back-end fee shall be sought upon conversion of the case, dismissal of the case for cause, or appointment of a trustee.
- (g.) The Debtors are permitted to indemnify those persons serving as executive officers on the same terms as provided to the Debtors’ other officers and directors under the corporate bylaws and applicable state law, along with insurance coverage under the Debtors’ D&O policy.
- (h.) There shall be no indemnification of Huron Consulting Services, LLC or its affiliates.
- (i.) For a period of three years after the conclusion of the engagement, neither Huron Consulting Services, LLC nor any of its affiliates shall make any investments in the Debtors or the Reorganized Debtors.
- (j.) Huron Consulting Services, LLC shall disclose any and all facts that may have a bearing on whether the firm, its affiliates, and/or any individuals

Case 23-40817 Doc 286 Filed 12/07/23 Entered 12/07/23 16:31:26 Desc Main  
Document Page 4 of 4

working on the engagement hold or represent any interest adverse to the Debtors, their creditors, or other parties in interest. The obligation to disclose identified in this subparagraph is a continuing obligation.

**BY THE COURT:**

 12/7/2023  
\_\_\_\_\_  
**The Honorable Elizabeth D. Katz**  
**United States Bankruptcy Judge**

**Exhibit B**

**HEYWOOD HEALTHCARE, INC**  
**Chapter 11 Case No. 23-40817-EDK**  
**Fee Application Summary**  
**July 1, 2024 through July 31, 2024**

Name of Applicant Huron Consulting Services LLC  
Role Restructuring Support Advisor

Fees Previously Requested: \$1,351,496.82  
Fees Previously Awarded: \$1,313,491.84

Expenses Previously Requested: \$23,921.08  
Expenses Previously Awarded: \$23,921.08

**CURRENT APPLICATION**

Fees Requested @ 10% Contractual Discount \$57,773.25  
Fees Requested @ 50% Standard Rate -  
Technology Fee \$3,466.40  
Expenses Requested -  
Total Request \$61,239.65

<b>Service Providers</b>				
<b><u>Full-Rate Hours</u></b>				
Employee Name	Title	Current Hours	Rate	Fees Billed in Application
Darr, Stephen	Managing Director	4.8	\$1,100.00	\$5,076.00
Besecker, Flint	Managing Director	2.4	\$1,210.00	\$2,916.00
Brody, Zach	Director	-	\$700.00	-
Weissberg, Ilan	Vice President	52.3	\$660.00	\$31,772.25
Ivey, Cameron	Associate	34.8	\$500.00	\$18,009.00
		<u>94.3</u>		<u>\$57,773.25</u>
<b><u>Non-Productive Travel Hours @ 50% Rate</u></b>				
Employee Name	Title	Current Hours	Rate	Fees Billed in Application
Darr, Stephen	Managing Director	-	\$1,100.00	-
Besecker, Flint	Managing Director	-	\$1,210.00	-
Brody, Zach	Director	-	\$700.00	-
Weissberg, Ilan	Vice President	-	\$660.00	-
Ivey, Cameron	Associate	-	\$500.00	-
		<u>-</u>		<u>-</u>
<b><u>Expenses</u></b>				
Employee Name	Title	Amount Billed in Application		
Darr, Stephen	Managing Director	-		
Besecker, Flint	Managing Director	-		
Brody, Zach	Director	-		
Weissberg, Ilan	Vice President	-		
Ivey, Cameron	Associate	-		
		<u>-</u>		

**Exhibit C**

**HEYWOOD HEALTHCARE, INC**  
**Chapter 11 Case No. 23-40817-EDK**  
**Summary of Hours Incurred by Category**  
**July 1, 2024 through July 31, 2024**

<b><u>Exhibit</u></b>	<b><u>Time Category</u></b>	<b><u>Hours</u></b>	<b><u>Gross Amount</u></b>	<b><u>Discounted Amount to Bill</u></b>
D.	Case Administration	11.6	\$11,710.00	\$10,539.00
E.	Budget Management & Financial Reporting	82.7	\$52,482.50	\$47,234.25
-	Travel Time	-	-	-
-	Technology Fee	-	\$3,851.55	\$3,466.40
-	Operations Support & Vendor Management	-	-	-
	<b>Total Fees</b>	<b>94.3</b>	<b>\$68,044.05</b>	<b>\$61,239.65</b>
-	Expenses	-	\$0.00	\$0.00
	<b>Total Fees and Expenses</b>	<b>94.3</b>	<b>\$68,044.05</b>	<b>\$61,239.65</b>

**Exhibit D**

**HEYWOOD HEALTHCARE, INC**  
**Chapter 11 Case No. 23-40817-EDK**  
**Case Administration Hours Detail**  
**July 1, 2024 through July 31, 2024**

<u>Timekeeper</u>	<u>Date</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ilan Weissberg	7/1/2024	Prepare May fee applications	1.2	\$660.00	\$729.00
Cameron Ivey	7/2/2024	Variance and biweekly testing review call with Heywood (John Bujak) and Foley (Jake Gordon), including Ilan Weissberg and Stephen Darr	0.3	\$500.00	\$155.25
Flint Besecker	7/2/2024	Review Heywood reorganization plan and disclosure statement	0.8	\$1,210.00	\$972.00
Ilan Weissberg	7/2/2024	Prepare on May fee applications	1.8	\$660.00	\$1,093.50
Steve Darr	7/3/2024	Review and comment on variance analysis	0.3	\$1,100.00	\$317.25
Steve Darr	7/9/2024	Review Heywood reorganization plan and disclosure statement	2.1	\$1,100.00	\$2,220.75
Cameron Ivey	7/10/2024	Variance and biweekly testing review call with Heywood (John Bujak) and Foley (Jake Gordon), including Ilan Weissberg and Stephen Darr	0.3	\$500.00	\$155.25
Flint Besecker	7/10/2024	Review Heywood reorganization plan and disclosure statement	0.5	\$1,210.00	\$607.50
Cameron Ivey	7/16/2024	Variance and biweekly testing review call with Heywood (John Bujak) and Foley (Jake Gordon), including Ilan Weissberg and Stephen Darr	0.3	\$500.00	\$155.25
Steve Darr	7/22/2024	Review and comment on final version of May MORs	0.6	\$1,100.00	\$634.50
Cameron Ivey	7/23/2024	Variance and biweekly testing review call with Heywood (John Bujak and Tom Sullivan) and Foley (Jake Gordon), including Ilan Weissberg and Stephen Darr	0.2	\$500.00	\$103.50
Flint Besecker	7/24/2024	Review Heywood reorganization plan and disclosure statement	0.6	\$1,210.00	\$729.00
Steve Darr	7/30/2024	Next Steps memo and call (internal)	1.6	\$1,100.00	\$1,692.00
Flint Besecker	7/30/2024	Review Heywood reorganization plan and disclosure statement	0.5	\$1,210.00	\$607.50
Steve Darr	7/31/2024	Variance and biweekly testing review call with Heywood (John Bujak and Tom Sullivan) and Foley (Jake Gordon), including Ilan Weissberg and Cameron Ivey	0.2	\$1,100.00	\$211.50
<b>Gross Totals</b>			<b>11.6</b>	<b>-</b>	<b>\$11,710.00</b>
<b>Discount Amount</b>			<b>-</b>	<b>-</b>	<b>\$1,171.00</b>
<b>Net Fees Requested</b>			<b>11.6</b>	<b>-</b>	<b>\$10,539.00</b>

**Exhibit E**

**HEYWOOD HEALTHCARE, INC**  
**Chapter 11 Case No. 23-40817-EDK**  
**Budget Management & Financial Reporting Hours Detail**  
**July 1, 2024 through July 31, 2024**

<u>Time Keeper</u>	<u>Date</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Cameron Ivey	7/1/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/1/2024	Analysis and drafting of narratives for prior week variance report	1.3	\$660.00	\$789.75
Ilan Weissberg	7/1/2024	Update cash model for prior week final numbers	0.3	\$660.00	\$182.25
Cameron Ivey	7/1/2024	Prepare May MORs	0.2	\$500.00	\$103.50
Cameron Ivey	7/1/2024	Prepare May income statements and balance sheets for MORs	0.6	\$500.00	\$310.50
Cameron Ivey	7/1/2024	Prepare Intercompany Balances support schedules for May MORs	1.9	\$500.00	\$983.25
Cameron Ivey	7/1/2024	Prepare May MORs	2.0	\$500.00	\$1,035.00
Cameron Ivey	7/1/2024	Prepare May income statements and balance sheets for MORs	2.0	\$500.00	\$1,035.00
Cameron Ivey	7/2/2024	Review prepetition debt paid during post-petition period for May-24 MORs	1.6	\$500.00	\$828.00
Cameron Ivey	7/2/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/2/2024	Prepare Seventh Interim Budget and share with Heywood (John Bujak) and Foley (Jake Gordon) for feedback	0.5	\$660.00	\$303.75
Ilan Weissberg	7/2/2024	Update cash model for creation of Seventh Interim Budget	1.5	\$660.00	\$911.25
Ilan Weissberg	7/2/2024	Weekly variance review call with Heywood (John Bujak) and Foley (Jake Gordon), including Stephen Darr and Cameron Ivey	0.3	\$660.00	\$182.25
Ilan Weissberg	7/2/2024	Prepare for weekly variance review call	0.4	\$660.00	\$243.00
Cameron Ivey	7/2/2024	Review pre-petition debt paid during post-petition period for May-24 MORs	1.3	\$500.00	\$672.75
Cameron Ivey	7/2/2024	Prepare crosswalk analysis for May MORs	1.3	\$500.00	\$672.75
Cameron Ivey	7/2/2024	Prepare Postpetition Liability support schedules for May MORs	1.9	\$500.00	\$983.25
Ilan Weissberg	7/2/2024	Update May Monthly Operating Reports	1.5	\$660.00	\$911.25
Cameron Ivey	7/3/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/3/2024	Update and distribute final Seventh Interim Budget	0.6	\$660.00	\$364.50
Ilan Weissberg	7/3/2024	Finalize and distribute prior week variance report	0.8	\$660.00	\$486.00
Cameron Ivey	7/3/2024	Prepare Schedule of Payments to Professionals for May 2024 MORs	1.1	\$500.00	\$569.25
Cameron Ivey	7/3/2024	Populate May 2024 MOR PDF templates for each Debtor	1.9	\$500.00	\$983.25
Cameron Ivey	7/3/2024	Send May-24 MORs to Stephen Darr for review	0.2	\$500.00	\$103.50
Cameron Ivey	7/3/2024	Prepare Postpetition Liability support schedules for May MORs	1.4	\$500.00	\$724.50
Cameron Ivey	7/3/2024	Prepare Directors' and Officers' Salary support schedule for May MORs	1.5	\$500.00	\$776.25
Ilan Weissberg	7/3/2024	Review and feedback for May MORs	2.0	\$660.00	\$1,215.00
Ilan Weissberg	7/3/2024	Review and feedback for May MORs, including balance sheet crosswalk and UST fee calculation estimate	2.0	\$660.00	\$1,215.00
Cameron Ivey	7/8/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/8/2024	Update cash model, budget, and Heywood input tracker to extend for additional time in case	2.0	\$660.00	\$1,215.00
Ilan Weissberg	7/8/2024	Update cash model, budget, and Heywood input tracker to extend for additional time in case	2.0	\$660.00	\$1,215.00
Cameron Ivey	7/9/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/9/2024	Review and feedback for May MORs	2.0	\$660.00	\$1,215.00
Cameron Ivey	7/10/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/10/2024	Updates to cash model for revised budget	2.0	\$660.00	\$1,215.00
Cameron Ivey	7/11/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Cameron Ivey	7/11/2024	Sent May MORs to John Bujak and Foley (Tamar Dolcourt and Jake Gordon) for review	0.3	\$500.00	\$155.25
Cameron Ivey	7/12/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Cameron Ivey	7/15/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/15/2024	Review and summarize UCC objection to Heywood 760 Motion	1.6	\$660.00	\$972.00



<u>Time Keeper</u>	<u>Date</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ilan Weissberg	7/15/2024	Analysis and drafting of narratives for weekly variance report	1.8	\$660.00	\$1,093.50
Ilan Weissberg	7/15/2024	Update cash model with prior week final numbers	0.3	\$660.00	\$182.25
Cameron Ivey	7/16/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/16/2024	Weekly variance review call with Heywood (Tom Sullivan and John Bujak) and Foley (Jake Gordon), including Stephen Darr and Cameron Ivey	0.3	\$660.00	\$182.25
Ilan Weissberg	7/16/2024	Prepare to lead weekly variance review call	0.5	\$660.00	\$303.75
Cameron Ivey	7/17/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Cameron Ivey	7/17/2024	Update Schedule of Officers & Directors Salaries	0.2	\$500.00	\$103.50
Ilan Weissberg	7/17/2024	Review and feedback for revised May MORs	2.0	\$660.00	\$1,215.00
Ilan Weissberg	7/17/2024	Review and feedback for revised May MORs	2.0	\$660.00	\$1,215.00
Cameron Ivey	7/18/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/18/2024	Review and summarize Revised Proposed Order and Response to UCC objection	0.7	\$660.00	\$425.25
Cameron Ivey	7/18/2024	Prepare exhibit for AR Detail for May MORs	0.5	\$500.00	\$258.75
Ilan Weissberg	7/18/2024	Finalize and distribute weekly variance report	1.8	\$660.00	\$1,093.50
Cameron Ivey	7/19/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Cameron Ivey	7/22/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/22/2024	Analysis and drafting of narratives for weekly variance report	1.2	\$660.00	\$729.00
Ilan Weissberg	7/22/2024	Analysis and drafting of narratives for biweekly testing report	1.3	\$660.00	\$789.75
Ilan Weissberg	7/22/2024	Update cash model with prior week final numbers	0.3	\$660.00	\$182.25
Cameron Ivey	7/23/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/23/2024	Prepare for weekly variance and biweekly testing review call	0.5	\$660.00	\$303.75
Ilan Weissberg	7/23/2024	Weekly variance and biweekly testing review call with Heywood (Tom Sullivan and John Bujak) and Foley (Jake Gordon), including Stephen Darr and Cameron Ivey	0.3	\$660.00	\$182.25
Ilan Weissberg	7/23/2024	Review of June close data and PCR requirements	1.5	\$660.00	\$911.25
Cameron Ivey	7/24/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/24/2024	Finalize and distribute weekly variance and biweekly testing reports	1.1	\$660.00	\$668.25
Ilan Weissberg	7/24/2024	Review and comment on June MORs	2.0	\$660.00	\$1,215.00
Cameron Ivey	7/25/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/25/2024	Review and comment on June MORs	2.0	\$660.00	\$1,215.00
Cameron Ivey	7/26/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/26/2024	Review June MORs	2.0	\$660.00	\$1,215.00
Cameron Ivey	7/29/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/29/2024	Updates to cash model for prior week final numbers	0.3	\$660.00	\$182.25
Ilan Weissberg	7/29/2024	Analysis and drafting of narratives for weekly variance report	1.8	\$660.00	\$1,093.50
Ilan Weissberg	7/29/2024	Review and finalization of updated May MORs	1.9	\$660.00	\$1,154.25
Cameron Ivey	7/30/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Ilan Weissberg	7/30/2024	Heywood doc review	1.0	\$660.00	\$607.50
Ilan Weissberg	7/30/2024	Weekly variance review call with Heywood (John Bujak) and Foley (Jake Gordon), including Stephen Darr and Cameron Ivey	0.3	\$660.00	\$182.25
Ilan Weissberg	7/30/2024	Prepare for variance review call	0.5	\$660.00	\$303.75
Cameron Ivey	7/31/2024	Distribute internal update containing Heywood's docket to Todd Patnode, Flint Besecker, Zach Brody, Stephen Darr, and Ilan Weissberg	0.4	\$500.00	\$207.00
Cameron Ivey	7/31/2024	Download and format Jun-24 detailed General Ledger	2.0	\$500.00	\$1,035.00
Cameron Ivey	7/31/2024	Download and format Jun-24 detailed General Ledger	1.8	\$500.00	\$931.50
Cameron Ivey	7/31/2024	Prepare and format SharePoint site for Jun-24 MORs	1.3	\$500.00	\$672.75
Ilan Weissberg	7/31/2024	Update and finalize weekly variance and biweekly testing reports	1.1	\$660.00	\$668.25
<b>Gross Totals</b>			<b>82.7</b>	<b>-</b>	<b>\$52,482.50</b>
<b>Discount Amount</b>			<b>-</b>	<b>-</b>	<b>\$5,248.25</b>
<b>Net Fees Requested</b>			<b>82.7</b>	<b>-</b>	<b>\$47,234.25</b>