

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26

IN THE CIRCUIT COURT OF THE STATE OF OREGON
FOR THE COUNTY OF MULTNOMAH

In re:)	
)	Case No. 19CV54124
GRIDWORKS LAB, INC., an Oregon)	
corporation,)	
)	
)	RECEIVER’S NOTICE OF INTENT TO
)	COMPENSATE CLYDE A. HAMSTREET &
)	ASSOCIATES, LLC, RECEIVER
Petitioner.)	
)	

NOTICE IS HEREBY GIVEN pursuant to ORS 37.170 and 37.310(6) and paragraph 8 of the Stipulated Order Appointing Receiver entered in the above-referenced case, that Clyde A. Hamstreet & Associates, LLC, Receiver, intends to compensate the Receiver for services rendered to the receivership estate and costs incurred for the period from February 1, 2020 through February 29, 2020. Attached hereto as Exhibit 1 is the Receiver’s itemized statement of fees and costs for that period, totaling \$51,008.50 in fees and \$0.00 in costs and expenses for a total of \$51,008.50.

NOTICE IS FURTHER GIVEN that unless a written objection to approval of the Receiver’s requested fees and costs is filed with the Multnomah County Circuit Court, 1021 SW 4th Avenue, Portland, Oregon 97204, within fourteen (14) days of the date of this notice, and a copy of the objection is served by first class mail upon: (1) Clyde A. Hamstreet & Associates, LLC, Receiver, c/o Maren Cohn, One S.W. Columbia St., Suite 1575, Portland, Oregon 97204, and (2) Susan S. Ford and Sussman Shank LLP, the Receiver’s attorneys, 1000 S.W. Broadway, Suite 1400, Portland, Oregon 97205, the Receiver will pay the amounts set forth on Exhibit 1 without

1 further notice or hearing. If an objection is timely filed, the Court will schedule a hearing to
2 determine the objection.

3 Dated this 16th day of March, 2020.

4 SUSSMAN SHANK LLP

5 By: *s/ Susan S. Ford*

6 _____
Susan S. Ford, OSB No. 842203

7 sford@sussmanshank.com

8 Counsel for Clyde A. Hamstreet & Associates, LLC, Receiver

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

*22537-003\RECEIVER'S NOTICE OF INTENT TO COMPENSATE RECEIVER (JANUARY 2020) (03376660);1

24

25

26



One SW Columbia, Suite 1575
Portland, OR 97258
(503) 223-6222

Invoice submitted to:

GridWorks Receivership
One SW Columbia St Suite 1575
Portland, OR 97258

March 09, 2020

Invoice # 2374

Professional Services

		<u>Hours</u>	<u>Amount</u>
2/1/2020	MOC Receivership Duties Call with Eryn White regarding assisting with preparation of December financial statements and other materials needed for Feb. 17 report (0.2); review Health Share BAA and Amendment F to assess GridWorks' compliance, request complete set of security policies from Ross Peterson, review meeting notes and email threads for use in timeline relating to security breach issue, and email to Kristen Hilton about request to Health Share to fund security officer (2.0).	2.20	847.00
2/2/2020	MOC Receivership Duties Review bank registers and Eryn White email to accounting staff.	0.20	77.00
2/3/2020	MOC Receivership Duties Participate in tech team stand up meeting to discuss data transfers, Bento card wind-down, and longer term data migration and storage (0.8); communications with Ross Peterson regarding his concerns around security breach publicity (0.6); email and phone calls with Kristen Hilton and Aleks Vold regarding security officer request and breach publicity (1.0); multiple calls with Clyde Hamstreet, Brian Gard, and Doug Pahl regarding breach announcement and related communications and other issues (1.6); check in with managers and accounting staff at GridWorks regarding operational matters and respond to email regarding same (0.9); review Health Share press release and follow-up email with Clyde Hamstreet, Brian Gard, and counsel (0.8).	5.70	2,194.50
2/4/2020	CAH Receivership Duties Work with Maren Cohn on security breach issue, review and comment on news release and correspondence regarding same. Conference call with Ross Peterson and his lawyer. Discuss various transition and case management issues with Maren Cohn.	3.10	1,627.50
	MOC Receivership Duties Review status of asset and creditor lists to be filed in February and communicate with team about steps needed to finalize these documents (0.5); prepare agenda for management team meeting (0.2); communications with counsel regarding security breach announcement (0.5); review and revise proposed breach communications for use by	7.30	2,810.50

	<u>Hours</u>	<u>Amount</u>
<p>GridWorks (0.3); review and respond to administrative email (0.3); prepare for and lead management team meeting (0.8); call with Aleks Vold, Ross Peterson, and Kristen Hilton regarding security breach announcement (0.5); meeting with Ross Peterson regarding plan for claims analysis and submission, how to deal with claims where adjustments are needed, and other projects he is working on (0.6); meeting with GridWorks team regarding sequencing and communications related to Bento card wind-down (0.8); call with Aaron Gillingham, German Jara, and Todd Fisher regarding claims submissions (0.3); call with Jenny Maxwell regarding personnel end dates (0.1); review invoices and pay bills (0.3); miscellaneous communications with staff regarding transition, accounting and operational matters (1.4); review and make further revisions to draft security breach communications and discuss status of issue with Clyde Hamstreet (0.7).</p>		
<p>2/5/2020 MOC Receivership Duties</p> <p>Work on various security-related matters including finalize and forward internal security breach communications for distribution to employees, review security policies and select material for subsequent employee update, find out how Ross Peterson would like to have inquiries referred to him, and prepare list of security measures taken in response to theft (2.1); reach out to alternative auction company (0.1); review and manage email messages on multiple topics (0.3); work through accumulated email and meet with various staff members to organize issues, review status, and schedule remaining receivership tasks related to multiple issues including encounter submissions, wind-down plans for business assets and systems, update of creditor list, update of asset list, preparation of financial reports, plans for data retention and storage, and other issues (3.3).</p>	5.80	2,233.00
<p>2/6/2020 MOC Receivership Duties</p> <p>Calls with Susan Ford, Kristen Hilton, Brian Gard, and Courtney Litchfield regarding media inquiries and follow-up email responses (1.9); call with Courtney Litchfield and Ross Peterson about how to proceed with the police investigation and follow up with Paul Rubner and Jenny Maxwell regarding staffing records on the night of the theft (1.2); meet with Jenny Maxwell and Paul Rubner regarding personnel issues in the call center, update personnel forecast in cash projection, review check register and bank account, and sign checks (2.1); continue working through email to address variety of operational and administrative issues (1.0).</p>	6.20	2,387.00
<p>2/7/2020 MOC Receivership Duties</p> <p>Work on creditor list updates with Taban Yolo and supervise Martha Cohn in confirming asset counts to finalize asset list (1.3); respond to Bento card wind down questions and follow up with Erin Moomey (0.7); review memo from Ross Peterson regarding claims review and meet with him to receive status report and determine next steps (0.8); review insurance policy summary (0.2); discuss Friday afternoon employee communication with counsel and make revisions (0.4); call with Ross Peterson and Baker Hostetler counsel regarding investigation status (0.3); prepare assignment for Matt Alford related to planning wind down of software and tech systems with storage of data (0.2); work through and respond to miscellaneous email (1.1).</p>	5.00	1,925.00

		<u>Hours</u>	<u>Amount</u>
2/7/2020	MC Receivership Duties Take inventory of furniture assets on-site at GridWorks.	2.00	150.00
2/9/2020	MOC Receivership Duties Organize notes and emails, prepare task list for coming week (1.2); research provider payment question for Aaron Gillingham and send email (0.2).	1.40	539.00
2/10/2020	MOC Receivership Duties Research wire amounts and dates for Aaron Gillingham, review and respond to materials from Eryn White for receiver's report, and respond to email from Susan Ford (0.8); work with Martha Cohn to complete asset inventory review and check in with 4th floor staff (0.6); follow up on status of wind-down issues including auction plans, dash cams and data needs from Safe Ride Health (0.6); review and respond to email (0.6); work with various staff members on HR, accounting, and provider payment issues, review invoices and pay bills (1.6); verify unencrypted laptop serial number and email Courtney Litchfield (0.2).	4.40	1,694.00
	MC Receivership Duties Take inventory of furniture assets on-site at GridWorks. Create asset list.	3.00	225.00
2/11/2020	MOC Receivership Duties Meet with Colin Murphy regarding auction process (1.5); review and take care of email related to data wind down plan from Health Share and employee benefit terminations, and review and sign final checks (0.5); lead management team meeting with focus on wind down activities (1.4); review and respond to email related to provider payments, benefits issues, OCR investigation, upcoming court filings, TriMet invoice, and other miscellaneous issues (1.2).	4.60	1,771.00
2/12/2020	MOC Receivership Duties Review January receipts and disbursements and email Eryn White and accounting team regarding same, review and work on call volume file from Paul Rubner, call Jenny Maxwell regarding disbursement question and discuss performance issues with accounting personnel (0.9); review cash forecast update (0.9); participate in meeting at Health Share with tech group, Jan Forrester, Jason Deikman, and Megan Brophy to discuss data storage plans and systems wind down (1.1); pay providers (0.6); meet with Paul Rubner regarding call center and wind down plans (0.4); meet with Kamila Gastao regarding issues in accounting department and review and sign checks (0.4); review and respond to email on multiple operational, financial, and administrative issues (2.0).	6.30	2,425.50
2/13/2020	MOC Receivership Duties Participate in tech stand-up to work through wind down project planning (0.5); review invoice, discuss with Ross Peterson and get update on claims submissions (0.4); review status of vendor AP issue and review plans to improve payment timeliness (0.3); call with San Sunowen about feasibility of extending Safe Ride Health platform and use and follow-up vetting of issue with Matt Alford and Ross Peterson (1.5); follow up on plans for a few agents to answer phones first week of March for Bento card trip verification purposes (0.4); review invoices, final check amounts, and provider payment file, and authorize ACHs and sign checks (0.7); review revised creditor and	6.60	2,541.00

		<u>Hours</u>	<u>Amount</u>
	asset lists, work on report (1.5); call with Susan Ford regarding materials for submission to Court on Monday (1.0); call with Clyde Hamstreet regarding case status (0.3).		
2/13/2020	CAH Receivership Duties Review case status with Maren Cohn.	0.30	157.50
	MC Receivership Duties Update and prepare asset list.	0.50	37.50
2/14/2020	MOC Receivership Duties Continue work to finalize receipts and disbursement register, notice list additions, and asset list (1.4); research personal property tax issue for tax disclosure statement (0.7); continue work on report materials (1.0); draft narrative portion of receiver's first report and follow up on personal property tax issue (2.6); call with Aleks Vold and Courtney Litchfield regarding OCR investigation and follow-up email (0.4); review and sign checks (0.5); work on creditor list with Taban Yolo (0.5); finalize creditor list (1.3).	8.40	3,234.00
	CAH Receivership Duties Review securities issues and angry calls with Maren Cohn.	0.40	210.00
2/15/2020	MOC Receivership Duties Catch up on email related to tort claim notice, potential extension of Safe Ride Health service, OCR investigation questionnaire, and recovery of the stolen laptops (0.6); revise and continue to develop report narrative (0.4); review and flag question areas on creditor list (0.4).	1.40	539.00
2/17/2020	MOC Receivership Duties Work with Taban Yolo, Felicia Muli, and Lyn O'Brien on outstanding items for creditor and asset lists and finalize the creditor list (4.5); email communications and call with Susan Ford regarding receiver's first report, revise and finalize the narrative (1.0); update personnel forecast in cash flow file and actual to budget tracking (1.0); review and respond to email (2.0).	8.50	3,272.50
2/18/2020	MOC Receivership Duties Follow up with Lyn O'Brien regarding outstanding items and finalize asset list (2.2); lead management team meeting (0.8); discuss status of claims review and intellectual property issues with Ross Peterson (0.9); call with Robbins Schrader regarding Safe Ride Health wind down (0.2); revise Murphy auction contract terms and forward to Susan Ford for review (0.8); call and follow-up text with Aaron Gillingham regarding claims submissions, provider invoices, and receiver budget (0.3); review and respond to email related to lease charges, vendor AP, court filings, and miscellaneous receivership matters (1.4).	6.60	2,541.00
	MOC Receivership Duties Work through email and organize daily agenda (0.8); discuss claims submission schedule with Todd Fisher (0.2); discuss Health Share records retention issues with Matt Alford (0.5); further discussion of claims submissions with Todd Fisher (0.2); work on miscellaneous vendor issues and dash cam retrieval (0.6); respond to member inquiry regarding security breach (0.3); respond to email dealing with vendor, provider payment, and	5.30	2,040.50

		<u>Hours</u>	<u>Amount</u>
	other creditor issues (0.7); review updated provider payment spreadsheet, talk to Ryan Frenzel regarding same, and send follow-up email to Aaron Gillingham (0.3); email Charles Hodge regarding clarification of tasks for submitting February ride encounters (0.2); respond to miscellaneous email (0.2); follow up on retention calculation for Paul Rubner, email auction contract and information to Jeremy Koehler, and organize tasks for next day's agenda (1.3).		
2/19/2020	CAH Receivership Duties Discuss case with Maren Cohn regarding return of stolen computers, transition of Ride to Care contract and general transition issues.	0.40	210.00
2/20/2020	MOC Receivership Duties Meeting with Jeremy Koehler regarding miscellaneous transition and GridWorks wind down matters (0.8); respond to staff questions about intellectual property preservation, preparing for auction, and updating cash forecast (0.8); research and respond to question from Jeremy Koehler about grievances and appeals (0.4); call with Ross Peterson regarding claims submissions and follow-up communication with Aaron Gillingham (0.2); email Susan Ford regarding auction contract and forward back to Colin Murphy for review and signatures (0.3).	2.50	962.50
2/21/2020	MOC Receivership Duties Review updated cash flow provided by Felicia Muli and email Susan Ford about court filing for auction process (0.3); complete questionnaire response to OCR investigation and draft transmittal email explaining business associate relationship (0.3); email and phone calls regarding fulfillment and Bento questions, OCR response, and next steps on auction process (0.7); call with Jeremy Koehler regarding auction, dash cams, and provider payment true-up (0.2); meetings with GridWorks personnel regarding dash cams, Bento card wind down, handoff of out of area trips, and call center performance and plans for final week of operations (1.2); email Downtown Development Group about lease issues and review and sign checks and pay ACHs (0.3).	3.00	1,155.00
2/23/2020	CAH Receivership Duties Review budget with Maren Cohn.	0.50	262.50
	MOC Receivership Duties Review headcount, update actual cash flow through Feb. 21, prepare actual to budget analysis and review with Clyde Hamstreet; update forecast for remaining period cash flow.	4.10	1,578.50
2/24/2020	MOC Receivership Duties Revise budget to actual comparison and send financial information to Aaron Gillingham and Jeremy Koehler (0.8); respond to email and work on wind down list and staffing plan (1.1); calculate retention for Charles Hodge and George Milliner, email Charles Hodge regarding final check plans, and confirm final amounts with Kamila Gastao and Jenny Maxwell (0.8); work with Kamila Gastao on other payroll and vendor related matters (0.8); discuss Bento status and check request spreadsheet with Janet Hernandez and check in with Lyn O'Brien on IT related wind down tasks (0.4); review Safe Ride contract for terms related to platform access and proration of	4.60	1,771.00

		<u>Hours</u>	<u>Amount</u>
	partial month charges and email Susan Ford regarding termination details (0.4); respond to email (0.3).		
2/25/2020 MOC	<p>Receivership Duties</p> <p>Call with Jeremy Koheler regarding provider payment true-up (0.1); email regarding bank reconciliation and financial statements, employment of auction company and auction advertising, Bento funding for out of area members, building and lease arrangements (0.8); lead management team meeting (0.8); meet with Ross Peterson regarding premises lease and review of physical documents to be retained or shredded as part of wind down (0.5); follow up on email related to out of area services, porting of telephone number, financial reporting, provider true-up payment from Health Share, filing of notice to employ auctioneer, and other matters (1.9); review and confirm final check amounts, sign checks and pay ACHs, follow up on dashcam issue with Lauren Toothaker, follow up on porting of telephone number with Lyn O'Brien and Charles Hodge (0.9); research and respond to email from Maggie Bennington-Davis and respond to email from Eryn White regarding financial statement preparation (1.4).</p>	6.40	2,464.00
2/26/2020 CAH	<p>Receivership Duties</p> <p>Discuss case status with Maren Cohn.</p>	0.30	157.50
MOC	<p>Receivership Duties</p> <p>Calls with Beneficial State Bank representative and Kamila Gastao about positive pay issue (0.3); email regarding auction advertising and maintenance of notification list (0.2); review building rules for move-out information, discuss lease issue and provide general update to Clyde Hamstreet (0.3); respond to email and review status of wind-down projects on monday.com (0.9); work with accounting team to discuss financial statement preparation, review and sign final checks (0.7); meet with Matt Alford to review plans and task list for record retention and shut down of software systems (0.7); meet with call center supervisors to ensure no trips are being scheduled in March and check in with Mark Boling and Janet Hernandez regarding Bento status (0.3); email GridWorks, Health Share and CareOregon personnel regarding transfer of grievance process and dashcam plans, and other miscellaneous email (0.8); email counsel regarding dashcam plan and records retention required for contractual and potential litigation purposes (0.6); work with Lyn O'Brien to get access to Bento account, chat with Bento regarding account closure and return of funds (0.6).</p>	5.40	2,079.00
2/27/2020 MOC	<p>Receivership Duties</p> <p>Review and respond to email regarding call volume and service levels, handoff of out of area services, and other operational matters (0.3); follow up on multiple issues related to operational wind-down, auction plans, lease termination, HR issues, financial statements, et al. (1.0); meet with Ross Peterson to discuss records retention plans and GridWorks wind down (0.9); meet with property management representative to discuss auction plans and walk through premises to understand expectations for condition at move-out (1.2); meet with Sheri Snyder and Lauren Toothaker regarding call center personnel issues, preparations for auction and condition at move-out (0.4); meet with various GridWorks personnel to discuss plans for March (0.8); call with Susan Ford regarding permission to sell dashcams and plans for document retention, and follow-up email to Susan Ford and</p>	6.90	2,656.50

	<u>Hours</u>	<u>Amount</u>
Jeremy Koehler regarding multiple issues (1.3); review and respond to email on miscellaneous receivership matters, including March budget, lease termination, and transition follow-up (1.0).		
2/28/2020 MOC Receivership Duties Email regarding ALS/BLS claims follow-up and Facebook page ownership (0.2); address email dealing with transition issues such as porting of telephone, corrective action reporting, and computer wiping procedures (0.4); email regarding security breach and cyber insurance matters, record retention meeting, notice of tort claim response, and out of area member reimbursements (0.9); sign checks, meet with Matt Alford regarding readiness to transfer phone lines and status of preparations for data transfer to Health Share, meet with Lyn O'Brien about setting up remaining call center agents downstairs and computers for compliance team (0.8); meet with Jenny Maxwell and Christina Schermerhorn regarding computer use (0.6); meet with Lyn O'Brien about retention offer and draft agreement (0.5); meet with Ryan Frenzel regarding use of desktop (0.2); meet with Jenny Maxwell regarding end dates for remaining personnel (0.3); communications with various parties about problems with Ride to Care phone number and Talk Desk (0.2); follow up with Lauren Toothaker about offboarding call center personnel (0.1); follow up with Ross Peterson about status of police investigation and retrieval of stolen laptop (0.2); communications with counsel about tort claim notice response and data retention expectations (0.4);	4.80	1,848.00
2/29/2020 MOC Receivership Duties Research CDC recommendations for business response to coronavirus and circulate email to March personnel; address email and organize tasks for next week.	1.00	385.00
For professional services rendered	135.10	\$51,008.50
Accounts receivable transactions		
3/2/2020 Payment Invoice 2370- Thank You		(\$71,075.00)
Total payments and adjustments		(\$71,075.00)
Balance due		<u>\$51,008.50</u>

Consultant Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Clyde A. Hamstreet - Principal	5.00	525.00	\$2,625.00
Maren Cohn - Consultant	124.60	385.00	\$47,971.00
Martha Cohn - Jr. Consultant	5.50	75.00	\$412.50

1 CERTIFICATE OF SERVICE

2 I hereby certify that on March 16, 2020 I caused to be served a full and exact copy of the
3 foregoing **RECEIVER’S NOTICE OF INTENT COMPENSATE CLYDE A. HAMSTREET**
4 **& ASSOCIATES, LLC, RECEIVER** on the following persons:

5 Douglas Paul
6 Perkins Coie LLP
7 1120 N.W. Couch Street, 10th Floor
8 Portland, OR 97206
9 Attorneys for Petitioner Gridworks Lab, Inc.

Joseph M. VanLeuven
Davis Wright Tremaine LLLP
1300 S.W. Fifth Ave., St. 2400
Portland, OR 97201
Attorneys for Health Share of Oregon

8 C. Ross Peterson
9 GridWorks Lab, Inc.
10 625 S.W. Broadway, Suite 300
11 Portland, OR 97205
12 Interested Party

Kimberley Hanks McGair
Farleigh Wada Witt
121 SW Morrison Street, Suite 600
Portland, OR 97204
Attorneys for First Transit, Inc.

11 Greg Kelminson
12 American Medical Response
13 c/o Global Medical Response
14 209 Texas 121 Frontage Rd
15 Suite 21
16 Lewisville, TX 75067

15 by the following indicated method(s):

- 16 First Class Mail, postage prepaid, deposited in the US mail at Portland, OR
17 Hand delivery
18 Facsimile transmission
19 Overnight delivery
20 Email
21 Electronic filing notification

20 Dated: March 16, 2020

22 s/ Susan S. Ford
23 Susan S. Ford, OSB No. 842203