

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

In re:

Curae Health, Inc., *et al.*¹

1721 Midpark Road, Suite B200
Knoxville, TN 37921

Debtors.

Chapter 11

Case No. 18-05665

Judge Walker

Jointly Administered

Re: Docket Nos. 1278, 1305, 1309

**AGREED ORDER RESOLVING LIQUIDATING TRUSTEE'S MOTION (I) TO
COMPEL BLUECROSS BLUESHIELD OF TENNESSEE, INC. TO (A) TURNOVER
ESTATE PROPERTY AND (B) PROVIDE AN ACCOUNTING OF ESTATE
PROPERTY IN ITS POSSESSION, AND (II) FOR RELATED RELIEF**

This matter is before the Court on the *Motion (I) to Compel BlueCross BlueShield of Tennessee, Inc. to (A) Turnover Estate Property and (B) Provide an Accounting of Estate Property*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Curae Health, Inc. (5638); Amory Regional Medical Center, Inc. (2640); Batesville Regional Medical Center, Inc. (7929); and Clarksdale Regional Medical Center, Inc. (4755); Amory Regional Physicians, LLC (5044); Batesville Regional Physicians, LLC (4952); Clarksdale Regional Physicians, LLC (5311).

in Its Possession, and (II) for Related Relief (the “Motion to Compel”) [Docket No. 1278] filed by Steven D. Sass, LLC, in its capacity as Liquidating Trustee and Debtor Representative (the “Liquidating Trustee”) under the confirmed Joint Chapter 11 Plan of Liquidation (the “Plan”). The Motion to Compel sought recovery of funds and other relief relating to the Administrative Services Agreement (the “ASA”) between BlueCrossBlueShield of Tennessee, Inc. (“BCBST”) and Curae Health Inc. (“Curae”) relating to the Curae Health Benefit Plan established for employees of Curae (the “Curae Health Benefit Plan”). The Liquidating Trustee, on behalf of Curae, and BCBST, each by and through their undersigned counsel, have stipulated and agreed to a resolution of the Motion to Compel on the terms set forth below and as reflected in Exhibit A to this Order. The Court hereby finding the terms of resolution as agreed by the Parties and reflected in this Order and Exhibit A to be a valid and proper exercise of the Liquidating Trustee’s business judgment, it is hereby:

ORDERED that the terms of the First Amendment to the Administrative Services Agreement Between BlueCross BlueShield of Tennessee, Inc. and Curae Health, Inc. (the “Plan Amendment”), which is attached as Exhibit A to this Order, are hereby approved and the Liquidating Trustee is authorized and directed to execute the Plan Amendment on behalf of Curae and the Curae Health Benefit Plan; and it is further

ORDERED that, upon payment by BCBST of the Final Settlement in accordance with the Plan Amendment, the Liquidating Trustee, Curae, and BCBST shall be deemed to have released all mutual claims arising under or relating to the ASA; and it is further

ORDERED that nothing in this Order or the Plan Amendment shall be deemed to (i) be a finding that the ASA or the Curae Health Benefit Plan have been assumed pursuant to section 365 of the Bankruptcy Code, or (ii) prejudice the ability of the Liquidating Trustee to argue that the

ASA and the Curae Health Benefit Plan were deemed rejected in accordance with Section VI.A of the Plan; and it is further

ORDERED that this Order relates solely to the resolution of the Motion to Compel and does not create any rights in any beneficiary under the Curae Health Benefit Plan.

IT IS SO ORDERED.

**THIS ORDER WAS SIGNED AND ENTERED ELECTRONICALLY AS INDICATED
AT THE TOP OF THE FIRST PAGE.**

Submitted for Entry By:

MANIER & HEROD, P.C.

/s/ Robert W. Miller

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