

**IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS  
COUNTY DEPARTMENT, CHANCERY DIVISION**

**IN THE MATTER OF THE** )  
**CONSERVATION OF NEXTLEVEL** ) **No. 2020 CH 4431**  
**HEALTH PARTNERS, INC.** )

**MOTION FOR A SETTLEMENT CONFERENCE**

NextLevel Health Partners, Inc. (“NextLevel”), by and through its attorneys, hereby moves the Court to set a settlement conference to resolve outstanding claims against NextLevel.

In support, NextLevel states:

1. NextLevel was placed into conservation pursuant to this Court’s order entered on June 9, 2020 (the “**Conservation Order**”) pursuant to 215 ILCS 5/188.1. The Conservation Order instructed the Conservator to take possession of NextLevel’s asserts to conserve them for the benefit of NextLevel’s policyholders and creditors and of the public.

2. NextLevel entered into a Court- and Department-approved Member Transfer Agreement (the “**Member Transfer Agreement**”) on June 30, 2020. Under the Member Transfer Agreement, NextLevel transferred the following to Meridian Health Plan of Illinois, Inc., a subsidiary of Centene Corporation (“**Centene**”):

- i. Coverage of all individual residents of the State of Illinois to whom NextLevel provided services under NextLevel’s contract with the Illinois Department of Health and Family Services (“**HFS**”) as part of the HealthChoice Illinois (“**HCIL**”) program through HCIL Contract No. 2018-24-801 (the “**Transferred Members**”).
- ii. All of NextLevel’s books, records, ledges, files, data bases, documents, studies, reports, sub-agent files, underwriting files, loss control files, claim files and other material (the “**Transferred Information**”) relating to the Transferred Members and all contracts between NextLevel and its physicians, hospitals, pharmacies or other health care professionals, independent practice associations, facilities or suppliers that had contracted with NextLevel to provide or arrange for the provision of

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health care services, dental services, prescription drugs or supplies to such Transferred Members (the “**Provider Contracts**”).

- iii. All liabilities arising out of services provided or relating to the Transferred Members or Transferred Information, in each case, in respect of periods occurring or services rendered on and after June 30, 2020.

3. NextLevel remained responsible for all claims and liabilities arising out of the Provider Contracts, medical claims liabilities, and premium refund/adjustment demands relating to the period on or prior to June 30, 2020. Since July 1, 2020, when NextLevel ceased to be functioning health plan, NextLevel has paid or otherwise resolved nearly all of its financial obligations with respect to claims by providers.

4. The Court entered an order on February 3, 2022 fixing the rights and liabilities of NextLevel and its creditors, except for those persons entitled to file contingent claims, as of February 3, 2022 (the “**Claim Procedure Order**”). The order required all claims to be presented to and filed with the Conservator by April 4, 2022 (the “**Claim Filing Deadline**”).

5. At a hearing in this matter on October 26, 2022, the Conservator indicated an intent to file a Petition for Approval of the Conservator’s Recommendation for Allowance of the Claim of Kindred THC Chicago, LLC (“**Kindred**”). The Court ordered the Conservator to present the petition by January 10, 2023.

6. NextLevel and HFS executed a Memorandum of Understanding (“**MOU**”) on May 17, 2022, which provides a means for determining the amount of money from NextLevel’s conservation estate to which HFS may be entitled.

7. The amounts claimed by Kindred and HFS are well-known, and NextLevel’s positions regarding the accuracy of those amounts are well-known.

8. NextLevel is also aware of a claim against NextLevel made by Loyola University Medical Center (“**Loyola**”) in *Loyola Univ. Med. Ctr. v. NextLevel Health Partners, Inc.*,

No. 2021 L 619 (Cook Cty., IL). The action was dismissed with prejudice on December 3, 2021, and the court retained jurisdiction only to enforce the settlement.

9. NextLevel is also aware of claims against NextLevel made in *Pryor v. V332 Green LLC*, No. 20 L 9978 (Cook Cty., IL), and in *Ward v. McCoy-Walker*, No. 2020 M1 301055 (Cook Cty., IL). These claims were made on September 12, 2022 and October 17, 2022, respectively, and thus are not timely because they were made after the April 4, 2022 Claim Filing Deadline. (Kindred, HFS, Loyola, *Pryor*, and *Ward* are collectively the “**Pending Claimants**” and their respective claims are collectively the “**Pending Claims.**”)

10. During the status hearing on October 26, 2022, the Court granted the Conservator until January 5, 2023 to file her petition for Court approval of her recommendation for allowance of the Kindred claim, and set January 10, 2023 for presentation of such petition and further status. NextLevel declared its intention to object to such petition, and noted that the Conservator had reserved the right to object to NextLevel’s anticipated opposition.

11. Spending months litigating whether NextLevel has standing to be heard on, as well as its objections to the merits and/or allowable value of, the Pending Claims will be wasteful of judicial resources and NextLevel’s assets. The disputes as to the Kindred, HFS, and Loyola claims relate only to the amounts owed, and the disputes as to the *Pryor* and *Ward* actions relate only to whether the claims were timely.

12. NextLevel requests that the Court schedule a settlement conference during which counsel for and representatives of the Pending Claimants with full settlement authority, along with NextLevel, the Conservator, and the Attorney General (if necessary), can resolve these claims expeditiously without further motion practice or delay in this action.

Wherefore, NextLevel respectfully requests that the Court enter an order setting a date for

a settlement conference to resolve the remaining claims against NextLevel, and directing that counsel for and representatives of the Pending Claimants with full settlement authority, along with NextLevel, the Conservator, and the Attorney General (if necessary) shall attend in person.

Dated: October 31, 2022

Respectfully submitted,

By: /s/ Stephen W. Schwab

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**CERTIFICATE OF SERVICE**

I certify that on October 31, 2022, I caused the foregoing document to be filed and served on all counsel of record.

/s/ Stephen W. Schwab

*Attorney for NextLevel Health Partners, Inc.*