

Trinitee G. Green (SBN 24081320)
Polsinelli PC
2950 N. Harwood, Suite 2100
Dallas, Texas 75201
Telephone: (214) 397-0030
Facsimile: (214) 397-0033
tggreen@polsinelli.com

Jeremy R. Johnson (*Pro Hac Vice* Pending)
Brenna A. Dolphin (*Pro Hac Vice* Pending)
Polsinelli PC
600 3rd Avenue, 42nd Floor
New York, New York 10016
Telephone: (212) 684-0199
Facsimile: (212) 684-0197
jeremy.johnson@polsinelli.com
bdolphin@polsinelli.com

PROPOSED COUNSEL TO THE DEBTORS
AND DEBTORS IN POSSESSION

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

Northwest Senior Housing Corporation, *et al.*,¹

Debtors.

Chapter 11

Case Nos. 22-30659 (MLV)

(Joint Administration Requested)

**DEBTORS' MOTION FOR ENTRY OF AN ORDER AUTHORIZING THE FILING OF
A CONSOLIDATED MAILING MATRIX AND A CONSOLIDATED LIST OF THIRTY
LARGEST UNSECURED CREDITORS**

The above-captioned debtors and debtors in possession (the “**Debtors**”) hereby move (the “**Motion**”) for entry of an order, substantially in the form attached hereto as Exhibit A (the “**Proposed Order**”), pursuant to Section 105 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (“**Bankruptcy Rules**”), (i) authorizing the filing of a consolidated mailing matrix and a consolidated list of the thirty (30) largest unsecured creditors and (ii) granting related relief. In support of the Motion, the Debtors rely upon the *Declaration of Nick Harshfield in Support of the Debtors' Chapter 11*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Northwest Senior Housing Corporation (1278) and Senior Quality Lifestyles Corporation (2669). The Debtors’ mailing address is 8523 Thackery Street, Dallas, Texas 75225.



Petitions and First Day Pleadings (the “**First Day Declaration**”),² filed with the Court concurrently herewith. In further support of the Motion, the Debtors, by and through their undersigned counsel, respectfully represent as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction over these cases pursuant to 28 U.S.C. § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and the Debtors confirm their consent to the entry of a final order or judgment by the Court in connection with this Motion if it is determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper in this District under 28 U.S.C. §§ 1408 and 1409.

3. The statutory predicates for the relief requested herein are Bankruptcy Code Section 105 and Bankruptcy Rule 1007.

BACKGROUND

4. On the date hereof (the “**Petition Date**”), each of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Northern District of Texas (the “**Court**”).

5. The Debtors continue to operate and manage their businesses as debtors in possession pursuant to Bankruptcy Code Sections 1107(a) and 1108.

6. No trustee, examiner, or official committee of unsecured creditors has been appointed.

² Capitalized terms used but not defined in this Motion shall have the meanings given to them in the First Day Declaration.

7. The factual background regarding the Debtors and the events leading to the filing of the above-referenced chapter 11 cases (the “**Chapter 11 Cases**”) is set forth in the First Day Declaration, which is incorporated herein by reference.

RELIEF REQUESTED

8. By this Motion, the Debtors seek entry of an order, substantially in the form attached hereto as Exhibit A, (i) authorizing the Debtors to file one consolidated mailing matrix and one consolidated list of the thirty (30) largest unsecured creditors and (ii) granting related relief. The requested consolidated mailing matrix will list Residents with redacted home addresses to protect their personal information.³ The Debtors’ proposed claims and noticing agent, Kurtzman Carson Consultants LLC will maintain such Residents’ personal information, including home addresses, and will provide service to Residents using such confidential information.

BASIS FOR RELIEF REQUESTED

9. Pursuant to Bankruptcy Rule 1007(a)(1), contemporaneously with the filing of a voluntary petition, a chapter 11 debtor must file a mailing list containing the name and address of each entity included or to be included on Schedules D, E, F, G and H. *See* F. R. Bankr. P. 1007(a)(1). Pursuant to Bankruptcy Rule 1007(d), a chapter 11 debtor must file a list of its twenty (20) largest unsecured creditors. *See* F. R. Bankr. P. 1007(d)

10. There are hundreds of creditors and other parties in interest in these Chapter 11 Cases. Given the circumstances, the Debtors submit that it is appropriate for the Debtors to file one consolidated mailing matrix and one consolidated list of the Debtors’ thirty (30) largest unsecured creditors. Because the Debtors are requesting to jointly administer the Chapter 11 Cases,

³ Contemporaneously herewith, the Debtors are filing: (i) *Debtors’ Motion for Entry of an Order Authorizing the Implementation of Procedures to Maintain and Protect Confidential Resident and Patient Information*; and (ii) *Debtors’ Application for Entry of an Order (A) Authorizing the Retention and employment of Kurtzman Carson Consultants LLC as Claims, Noticing and Solicitation Agent, Nunc Pro Tunc to the Petition Date and (B) Granting Related Relief*.

through the *Debtors' Motion for Entry of an Order Pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1 (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief* [Docket No. 2], there is no reason to file separate lists for each Debtor. The filing of one consolidated list of creditors will provide good and sufficient notice to all creditors and parties in interest in an efficient manner.

11. The Court has authority to grant the relief requested in this Motion under Bankruptcy Code Section 105(a), which empowers bankruptcy courts to enter “any order, process, or judgment that is necessary or appropriate” to carry out the provisions of the Bankruptcy Code. Section 105(a) codifies the “equitable power” of bankruptcy courts and provides “broad authority” to accomplish tasks important to the implementation of the Bankruptcy Code. *See United States v. Energy Res. Co.*, 495 U.S. 545, 549 (1990) (stating that the statutory directive of Section 105(a) is “consistent with the traditional understanding that bankruptcy courts, as courts of equity, have broad authority to modify creditor-debtor relationships”).

12. Courts in this District have routinely allowed debtors to file consolidated mailing matrices. *See, e.g., In re Senior Care Centers, LLC*, Case No. 18-33967 (Bankr. N.D. Tex. Dec. 7, 2018) [Docket No. 70]; *In re 4 West Holdings, Inc.*, Case No. 18-30777 (HDH) (Bankr. N.D. Tex. Mar. 9, 2018) [Docket No. 59]; *In re ADPT DFW Holdings LLC*, Case No. 17-31432 (Bankr. N.D. Tex. Apr. 21, 2017) [Docket No. 50]; *In re Sears Methodist Retirement Sys., Inc.*, Case No. 14-32821 (SGJ) (Bankr. N.D. Tex. June 12, 2014) [Dkt. No. 67]. Accordingly, the Debtors respectfully submit that similar relief should be granted in these Chapter 11 Cases.

13. The Debtors have filed this Motion in a good faith effort to efficiently and effectively manage the Chapter 11 Cases. No creditor or party in interest would be prejudiced in any way by the relief requested in this Motion.

NOTICE

14. Notice of this Motion will be provided to: (a) the U.S. Trustee; (b) the holders of the thirty (30) largest unsecured claims against the Debtors on an aggregate basis; (c) UMB Bank, N.A., as Trustee and counsel thereto; (d) Lifespace Communities, Inc. and counsel thereto; (e) the United States Attorney's Office for the Northern District of Texas; (f) the Internal Revenue Service; (g) the United States Department of Justice; (h) the Texas State Attorney General; (i) the United States Securities and Exchange Commission; and (j) any party that has requested notice pursuant to Bankruptcy Rule 2002.

15. The Debtors respectfully submit that such notice is sufficient and that no further notice of this Motion is required.

NO PRIOR REQUEST

16. No previous request for the relief sought herein has been made to this Court or any other Court.

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order substantially in the form attached hereto as Exhibit A, granting the relief requested in this Motion, and granting such other relief as the Court deems just and proper.

[The remainder of this page is intentionally left blank.]

Dated: April 14, 2022
Dallas, Texas

POLSINELLI PC

/s/ Trinitee G. Green

Trinitee G. Green (SBN 24081320)
2950 N. Harwood, Suite 2100
Dallas, Texas 75201
Telephone: (214) 397-0030
Facsimile: (214) 397-0033
tggreen@polsinelli.com

– and –

Jeremy R. Johnson (*Pro Hac Vice* Pending)
Brenna A. Dolphin (*Pro Hac Vice* Pending)
600 3rd Avenue, 42nd Floor
New York, New York 10016
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Facsimile: (212) 684-0197
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**PROPOSED COUNSEL TO THE DEBTORS
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Exhibit A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
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In re:

Northwest Senior Housing Corporation, *et al.*,¹

Debtors.

Chapter 11

Case No. 22-30659 (MLV)

(Joint Administration Requested)

**ORDER AUTHORIZING THE FILING OF A CONSOLIDATED
MAILING MATRIX AND CONSOLIDATED LIST OF THIRTY
LARGEST UNSECURED CREDITORS**

Upon the motion (the “**Motion**”)² of the Debtors for entry of an order (this “**Order**”) authorizing the filing of a consolidated mailing matrix and granting such other and further relief as the Court deems just and appropriate; the Court having reviewed the Motion and the First Day Declaration; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. 157 and §§ 1334(b); and the Court having found that this matter is a core proceeding pursuant to 28 U.S.C.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Northwest Senior Housing Corporation (1278) and Senior Quality Lifestyles Corporation (2669). The Debtors’ mailing address is 8523 Thackery Street, Dallas, Texas 75225.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

§ 157(b)(2), and that the Debtors consent to entry of a final order under Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Debtors are hereby authorized to file one consolidated mailing matrix pursuant to Bankruptcy Rule 1007(a)(1).
3. The Debtors are hereby authorized to redact Residents' home addresses and related information in order to protect personal and private information.
4. The Debtors are hereby authorized to file one consolidated list of the thirty (30) largest unsecured creditors.
5. The Debtors are authorized to take all actions they deem necessary to effectuate the relief granted under this Order in accordance with the Motion.
6. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
7. This Court shall retain jurisdiction over any and all matters arising from the interpretation, implementation, or enforcement of this Order.

###End of Order###

Submitted by:

Trinitee G. Green (SBN 24081320)
Polsinelli PC
2950 N. Harwood, Suite 2100
Dallas, Texas 75201
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*Proposed Counsel to Debtors and
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