

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 (Admitted *Pro Hac Vice*)
Brenna A. Dolphin (Admitted *Pro Hac Vice*)
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 No. 22-30659 (MVL)

(Jointly Administered)

**DEBTORS’ WITNESS AND EXHIBIT LIST FOR
HEARINGS ON MAY 11, 2022 AT 1:30 P.M. (CT)**

The above-captioned debtors and debtors in possession (the “**Debtors**”), by and through their undersigned counsel, hereby designate the following witnesses and exhibits (the “**Witness and Exhibit List**”) for the hearing scheduled on May 11, 2022, at 1:30 p.m. (CT) (the “**Hearing**”) before the Honorable Michelle V. Larson at the United States Bankruptcy Court for the Northern District of Texas via WebEx.

A. WITNESSES

1. Nick Harshfield, Treasurer;
2. Chad J. Shandler, Senior Managing Director with FTI Consulting, Inc.;

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.



3. Any witness necessary to authenticate a document;
4. Any rebuttal and/or impeachment witnesses; and
5. Any person listed on the witness list of another party.

B. EXHIBITS

The Debtors may offer into evidence any or all of the following at the Hearing:

Debtors' Exhibit No.	Description of Exhibit	Offered	Objection	Admitted
1.	<i>Declaration of Nick Harshfield in Support of Chapter 11 Petition and First Day Pleadings [Docket No. 7]</i>			
2.	<i>Organizational Chart – Exhibit A to Declaration of Nick Harshfield in Support of Chapter 11 Petition and First Day Pleadings [Docket No. 7]</i>			
3.	<i>Utilities Service List – Exhibit 1 to Debtors' Motion for Entry of Interim and Final Orders (I) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Service, (II) Deeming the Utility Providers Adequately Assured of Future Performance, and (III) Establishing Procedures for Determining Requests for Additional Adequate Assurance [Docket No. 15]</i>			
4.	<i>Insurance Schedule – Exhibit 1 to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtor to (A) Maintain Existing Insurance Policies and Pay All Insurance Obligations Arising Thereunder, (B) Renew, Revise, Extend, Supplement, Change, or Enter Into New Insurance Policies, (C) Pay Brokerage and (II) Granting Related Relief [Docket No. 17]</i>			

Debtors' Exhibit No.	Description of Exhibit	Offered	Objection	Admitted
5.	Premium Financing Agreement – Exhibit C to <i>Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtor to (A) Maintain Existing Insurance Policies and Pay All Insurance Obligations Arising Thereunder, (B) Renew, Revise, Extend, Supplement, Change, or Enter Into New Insurance Policies, (C) Pay Brokerage and (II) Granting Related Relief</i> [Docket No. 17]			
6.	Bank Accounts – Exhibit 1 to <i>Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing (A) Continued Use of Debtors' Existing Cash Management System, (B) Maintenance of Debtors' Existing Bank Accounts, and (C) Continued Use of Debtors' Existing Business Forms and (II) Granting Related Relief</i> [Docket No. 19]			
7.	Cash Management Schematic – Exhibit 2 to <i>Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing (A) Continued Use of Debtors' Existing Cash Management System, (B) Maintenance of Debtors' Existing Bank Accounts, and (C) Continued Use of Debtors' Existing Business Forms and (II) Granting Related Relief</i> [Docket No. 19]			
8.	Declaration of Chad J. Shandler Exhibit B to <i>Debtors' Application for Authority to Employ and Retain FTI Consulting, Inc. as Financial Advisor to the Debtors Effective as of the Petition Date</i> [Docket No. 29]			

Debtors' Exhibit No.	Description of Exhibit	Offered	Objection	Admitted
9.	Declaration of Chad J. Shandler Exhibit B to <i>Debtors' Application for Authority to Employ and Retain FTI Consulting, Inc. as Financial Advisor to the Debtors Effective as of the Petition Date</i> [Docket No. 78]			
10.	Engagement Agreement – Exhibit 1 to <i>Supplement to Application for Authority to Employ and Retain FTI Consulting, Inc. as Financial Advisor to the Debtors Effective as of the Petition Date</i> [Docket No. 164]			
11.	Addendum – Exhibit 2 to <i>Supplement to Application for Authority to Employ and Retain FTI Consulting, Inc. as Financial Advisor to the Debtors Effective as of the Petition Date</i> [Docket No. 164]			
12.	Declaration of Jeremy R. Johnson Exhibit B to <i>Application of Debtors for Authority to Employ and Retain Polsinelli PC as Counsel to the Debtors Nunc Pro Tunc to the Petition Date</i> [Docket No. 39]			
13.	Amended Declaration of Jeremy R. Johnson Exhibit B to <i>Application of Debtors for Authority to Employ and Retain Polsinelli PC as Counsel to the Debtors Nunc Pro Tunc to the Petition Date</i> [Docket No. 78]			

Debtors' Exhibit No.	Description of Exhibit	Offered	Objection	Admitted
14.	Budget – Exhibit 1 to Proposed Interim Order with respect to <i>Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Use of Cash Collateral, (II) Authorizing Post-Petition Financing, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling the Final Hearing and Approving the Form and Method of Notice Thereof, and (VI) Granting Related Relief</i> [Docket No. 35]			
15.	<i>Declaration of Nick Harshfield in Support of the Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Commissions, Employee Benefits, Prepetition Payroll Taxes, and Other Obligations, (B) Maintain Compensation and Benefits Programs, and Pay Related Administrative Obligations, and (C) Make Payroll Deductions, (II) Authorizing Applicable Banks and Other Financial Institutions to Honor and Process Related Checks and Transfers, and (III) Granting Related Relief</i> [Docket No. 178]			

Debtors' Exhibit No.	Description of Exhibit	Offered	Objection	Admitted
16.	Attorney Checklist Concerning Motions and Orders Pertaining to Cash Collateral and Post-petition Financing – Exhibit B to <i>Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Use of Cash Collateral, (II) Authorizing Post-Petition Financing, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling the Final Hearing and Approving the Form and Method of Notice Thereof, and (VI) Granting Related Relief</i> [Docket No. 35]			
17.	Priming Superpriority Debtor-in-Possession Credit Agreement – <i>Notice of Filing Supplemental Exhibit</i> [Docket No. 72]			

The Debtors reserve the right to use additional exhibits for purposes of rebuttal or impeachment and to further supplement the foregoing lists of witnesses and exhibits as appropriate. The Debtors also reserve the right to rely upon and use as evidence (i) additional documents produced by the Debtors, (ii) exhibits included on the exhibit lists of any other parties in interest, and (iii) any pleading, hearing transcript, or other document filed with the Court in the above-captioned matter.

[The remainder of this page is intentionally blank.]

Dated: May 6, 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 (Admitted *Pro Hac Vice*)
Brenna A. Dolphin (Admitted *Pro Hac Vice*)
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**