



CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed June 8, 2022

United States Bankruptcy Judge

**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)

**ORDER (I) ESTABLISHING BAR DATES, (II) APPROVING FORM AND MANNER
OF NOTICE THEREOF, AND (III) APPROVING PROCEDURES FOR FILING
PROOFS OF CLAIMS**

Upon the motion (the “**Motion**”) of the Debtors for entry of an order establishing bar dates and procedures for filing proofs of claim in the chapter 11 cases (the “**Chapter 11 Cases**”); and

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.



the Court having reviewed the Motion; 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. § 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, under the circumstances, 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 therefor, it is HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.

A. The Bar Dates

2. Except as otherwise set forth herein, all Entities holding or wishing to assert a Claim against the Debtors or the Debtors' estates arising or accruing prior to the Petition Date, whether known or unknown, including a Claim arising under Bankruptcy Code section 503(b)(9), are required to file a separate, completed, and executed proof of such Claim conforming substantially to Official Bankruptcy Form 410 attached hereto as Exhibit 3 (the "**Proof of Claim Form**"), on account of any Claim such Entities hold or wish to assert against the Debtors, **on or before July 21, 2022 at 4:00 p.m. (Prevailing Central Time)** (the "**General Bar Date**").

3. Any and all Governmental Units with claims against the Debtors and the Debtors' Estates are required to file the Proof of Claim Form **on or before October 11, 2022 at 4:00 p.m. (Prevailing Central Time)** (the "**Governmental Bar Date**").

4. If the Debtors supplement or amend their Schedules, the deadlines for affected claimants to file a proof of claim or amend any previously filed proof of claim shall be the later of (a) the General Bar Date, or (b) 4:00 p.m. (prevailing Central Time) on the date that is thirty (30) calendar days from the date such notice is given (or such other time period as may be fixed by the Bankruptcy Court) to file proofs of claim with respect to such affected claim(the “**Amended Schedule Bar Date**”).

5. Except as otherwise set forth in any order authorizing the rejection of an executory contract or unexpired lease, the latest of: (a) the General Bar Date, (b) thirty (30) days after the date of the entry of any order authorizing the rejection of such executory contract or unexpired lease, or (c) thirty (30) days after the effective date of the rejection of such executory contract or unexpired lease, including pursuant to Bankruptcy Code section 365(d)(4), is the date by which a Proof of Claim Form relating to the Debtors’ rejection of such executory contract or unexpired lease must be filed (the “**Rejection Claim Bar Date**”).

B. Entities Required to File Proofs Claim

6. The Bar Dates apply to all Claims held or to be asserted against the Debtors that arose prior to the Petition Date, including the following:

- a. Any Entity whose Claim is listed in the Schedules as “disputed,” “contingent,” or “unliquidated,” if such Entity desires to participate or share any distribution in the Chapter 11 Cases;
- b. Any Entity which believes its prepetition claim is improperly classified in the Schedules or is listed in an incorrect amount (including that the Claim is an obligation of the specific Debtor against which the Claim is listed in its Schedules) if such Entity desires to have its Claim allowed in a classification or amount different from that set forth in the Schedules;
- c. Any Entity whose Claim against the Debtors is not listed in the Schedules, if such Entity desires to participate or share in any distribution in these Chapter 11 Cases;

- d. Any Entity who believes it holds a 503(b)(9) Claim against the Debtors.

C. Entities Not Required to File Proofs of Claim

7. The following Entities, whose claims would otherwise be subject to a Bar Date, do not need to file a proof of claim:

- a. Any Entity (i) that agrees with the nature, classification, and amount of his, her, or its Claim as set forth in the Schedules, and (ii) whose Claim against the Debtors is not listed as “disputed”, “contingent”, or “unliquidated” in the Schedules;
- b. Any Entity that has already properly filed a proof of claim against the Debtors;
- c. Any Entity asserting a Claim allowable under Bankruptcy Code sections 503(b) and 507(a)(2) as an administrative expense of the Chapter 11 Cases (other than any 503(b)(9) Claim);
- d. Any Entity whose Claim against the Debtors previously has been allowed by, or paid pursuant to, an order of the Court;
- e. Any current employee of the Debtors on account of any Claim the Court has authorized the Debtors to honor in the ordinary course of business as a wage, commission, or benefit, *provided however*, that a current employee must submit a Proof of Claim by the General Bar Date for all other Claims arising before the Petition Date, including Claims, if any, for wrongful termination, discrimination, harassment, hostile work environment, and retaliation and Claims covered by the Debtors’ workers compensation insurance;
- f. Any Debtor with respect to its Claims against another Debtor;
- g. Notwithstanding the designation in the Schedules as contingent, unliquidated or disputed, current or former Residents who hold claims against the Debtor solely with respect to any claims arising under a Residency Agreement unless a Resident disagrees with the scheduled **amount** of their claim;
- h. Any holder of claims for repayment of principal, interest, or other applicable fees and/or charges on or under the Retirement Facility Revenue Bonds (Northwest Senior Housing Corporation – Edgemere Project), Series 2015A (the “**2015A Bonds**”), the Retirement Facility Revenue Bonds (Northwest Senior Housing Corporation – Edgemere Project), Series 2015B (the “**2015B Bonds**”), and the Retirement Facility Revenue Bonds (Northwest Senior Housing Corporation – Edgemere Project), Series 2017 (the “**2017**

Bonds” and together with the 2015A Bonds and 2015B Bonds, the **“Bonds”**) (any such claim under the Bonds, a **“Bond Payment Claim”**); provided, however, that in the event a holder of the Bonds seeks to assert a claim other than a Bond Payment Claim, such holder shall be required to file a proof of claim on or before the Bar Date, unless another exception applies;

- i. The trustee for the Bonds (including any successors, the **“Trustee”**), with respect to any Bond Payment Claim.

D. Effect of Failure to Timely File Proofs of Claims

8. Any Entity, including any Entity with a 503(b)(9) Claim, required to file a proof of claim in the Chapter 11 Cases but that fails to do so by the applicable Bar Date shall:

(a) in the case of an Entity, other than a current or former Resident, whose Claim is not listed in the Schedules, or whose Claim is listed in the Schedules as “disputed,” “contingent,” or “unliquidated,” be forever barred, estopped, and enjoined from (i) asserting any Claim against the Debtors or the Debtors’ estates, and (ii) voting upon or receiving distributions under any plan of reorganization or liquidation in the Chapter 11 Cases with respect to such Claim; or (b) in the case of an Entity who believes its Claim is improperly classified in the Schedules or is listed in an incorrect amount in the Schedules, be forever barred, estopped, and enjoined from (i) asserting any Claim against the Debtors or the Debtors’ estates that is greater than the amount set forth in the Schedules or with a classification that differs from the classification set forth in the Schedules, and (ii) voting upon or receiving distributions under any plan of reorganization or liquidation in the Chapter 11 Cases with respect to such Claim for an amount that exceeds the amount of such Claim as set forth in the Schedules, or with a classification for such Claim that differs from the classification for such Claim that is set forth in the Schedules.

E. Procedures for Providing Notice of Bar Dates

9. The form of the Bar Date Notice attached hereto as Exhibit 1 is approved.

10. The form of the Publication Notice attached hereto as Exhibit 2 is approved.

11. The Publication Notice shall be published once in the national edition of the *New York Times* or the *USA Today* as soon as practicable after entry of this Order and no less than twenty-one (21) days before the General Bar Date. Additionally, the Publication Notice shall be placed in any other regional or local publication within Dallas, Texas, as the Debtors deem necessary.

12. The Publication Notice and its publication as detailed above is hereby determined to be valid and proper due process notice of the Bar Dates to any unknown and/or future creditors who believe that they have Claims that arose prior to the Petition Date.

13. The Debtors are authorized to enter into such transactions, to cause such publication and advertisement to be made, and to make reasonable payments required for such publication and advertisement.

14. The Debtors, with the assistance of Debtors' noticing and claims agent, Kurtzman Carson Consultants LLC ("KCC"), shall mail the Bar Date Notice Package by June 10, 2022 by first-class U.S. mail, postage prepaid (or equivalent service), including the Bar Date Notice attached hereto as Exhibit 1, the Resident Claim Identification Notice attached hereto as Exhibit 4, and the Proof of Claim Form substantially conforming to Official Bankruptcy Form 410 attached hereto as Exhibit 3, on the following parties:

- a. the U.S. Trustee;
- b. counsel to the Bond Trustee;
- c. counsel to the Committee;
- d. all current and former Residents;

- e. all known potential creditors and their counsel (if known), including all Entities listed in the Schedules as potentially holding Claims;
- f. all parties that have requested notice of the proceedings in the Chapter 11 Cases pursuant to Bankruptcy Rule 2002 as of the date of the Bar Date Order;
- g. all parties that have filed proofs of claim in the Chapter 11 Cases as of the date of the Bar Date Order;
- h. any equity security holders;
- i. all Entities who are parties to executory contracts and unexpired leases with the Debtors;
- j. all Entities and their counsel (if known) who are parties to litigation with the Debtors; and
- k. the Internal Revenue Service, the Securities and Exchange Commission, the United States Attorney, all other taxing authorities for jurisdictions where the Debtors conduct business, the Commissioner of Insurance of the Texas Insurance Department, the Texas Department of Health and Human Services, the Texas Attorney General's Office, and any other required governmental units.

15. To assist Residents and former Residents with identifying their respective claim amounts, if any, on the Schedules, the Proof of Claim form included in the Bar Date Notice Package delivered to each of the Resident Claimants (defined below) shall provide unique identification codes corresponding to each individual Resident Claimant's respective claim set forth in the Schedules, specifically including, without limitation, (i) the amounts of the Resident Claimant's scheduled claims, (ii) the corresponding Line number to such Resident Claimant set forth in the Schedules, (iii) the corresponding resident number to such Resident Claimant set forth in the Schedules, and (iv) the docket number and page number associated with the Schedules setting forth each Resident Claimant's scheduled claim (collectively, the "**Resident Claim Information**"). In addition to the Resident Claim Information, included in the Bar Date Notice Package, the Debtors, with the assistance of KCC, shall send each

Resident Claimant a cover letter conforming to the template attached hereto as **Exhibit 4** (the “**Resident Claim Identification Notice**”). The Resident Claim Identification Notice shall be included in the Bar Date Notice Package and delivered to each current Resident, each former Resident, each holder of a claim based on a Residency Agreement, and each Nonpriority Creditor not specifically identified by name and listed in the Schedules as “Resident” followed by a corresponding resident number (collectively, “**Resident Claimants**”)

16. Provision of notice of the Bar Dates as set forth in this Order constitutes adequate and sufficient notice of each of the Bar Dates and is deemed to satisfy all applicable notice requirements.

F. Procedures for Filing Proofs of Claim

17. For any Proof of Claim Form to be validly and properly filed, a signed original of the completed Proof of Claim Form, together with accompanying documentation, must be submitted to KCC, either by (a) overnight courier or first class mail; (b) hand delivery; or (c) electronically using the interface available on the Noticing and Claims Agent’s website at **<https://www.kccllc.net/edgemere>** no later than 4:00 p.m. prevailing Central time on the applicable Bar Date.

18. Proof of Claim Forms shall be deemed filed when **actually received** by KCC (not on the date of the postmark). Any Entity that files a Proof of Claim Form by mail and wishes to receive a clocked-in copy by return mail must include an additional copy of the Proof of Claim Form and a self-addressed, postage-paid envelope.

19. Additionally, the following procedures shall apply with respect to Proofs of Claim filed by current or former Residents² in order to ensure that individually identifiable health care information otherwise set forth in a Resident's Proof of Claim will not be publicly disclosed:

- a. KCC shall process Residents' Proofs of Claim and, upon request, make available a summary of the total number and amount of all claims filed by Residents against the Debtor, which summary shall exclude any information subject to the Health Insurance Portability and Accountability Act of 1996, its associated regulations, and other privacy requirements; and
- b. KCC shall make copies of any Proofs of Claim filed by Residents available to the Court for in camera review, and any such Proofs of Claim shall otherwise be maintained by the KCC and the Debtor on a confidential basis and not subject to public dissemination or disclosure.

20. All Entities that rely on the Schedules with respect to filing a Proof of Claim Form in these Chapter 11 Cases are responsible for determining that their Claims are accurately listed therein.

21. The Debtors are authorized and empowered to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

22. The terms and conditions of this Order shall be immediately effective and enforceable upon entry of this Order.

23. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

24. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this Order.

End of Order

² As set forth in ¶ 7 of this Order, current and former Residents are not required to file Proofs of Claim unless a Resident disagrees with the scheduled amount of their claim.

Exhibit 1

Bar Date Notice

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
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bdolphin@polsinelli.com

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)

NOTICE OF DEADLINE FOR FILING PROOFS OF CLAIM

PLEASE TAKE NOTICE OF THE FOLLOWING:

On April 14, 2022 (the “**Petition Date**”), the above-captioned debtors and debtors in possession (the “**Debtors**”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Northern District of Texas (the “**Court**”). The Debtors have continued in possession of their property pursuant to Bankruptcy Code sections 1107(a) and 1108.

Pursuant to the order of the Court dated [●], 2022, (the “**Bar Date Order**”),² all creditors (each a “**Creditor**”), holding or wishing to assert unsecured or secured, priority or nonpriority claims (as defined in the Bankruptcy Code section 101(5)) against the Debtors or the Debtors’ estates arising or accruing prior to the Petition Date, including claims arising under Bankruptcy section 503(b)(9) (each a “**Claim**”), are required to file a separate, completed, and executed proof of claim (by completing the personalized proof of claim form enclosed herewith and attached to the Bar Date Order as Exhibit 3) (the “**Proof of Claim Form**”) on account of such Claim, together with accompanying documentation on or before July 21, 2022 at 4:00 p.m. prevailing Central time (the

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 such terms in the Motion.

“**General Bar Date**”). Solely with respect to government units as defined by Bankruptcy Code section 101(27), the proofs of claim must be submitted on or before October 11, 2022 at 4:00 p.m. prevailing Central time (the “**Governmental Bar Date**”).

Claims under Bankruptcy Code section 503(b)(9) must be filed by the General Bar Date.

Pursuant to the Bar Date Order, the filing of a Proof of Claim Form shall be deemed to satisfy the procedural requirements for the assertion of administrative priority claims under Bankruptcy Code section 503(b)(9). All other administrative claims under Bankruptcy Code section 503(b) must be made by separate requests for payment in accordance with Bankruptcy Code section 503(a) and will not be deemed proper if made by a Proof of Claim Form. No deadline has been established for the filing of administrative claims other than Claims under Bankruptcy Code section 503(b)(9).

It is your responsibility to determine whether your Claim is listed on the Debtors’ schedules of assets and liabilities and statements of financial affairs filed in these cases (collectively, the “**Schedules**”) and available here: <https://www.kccllc.net/edgemere>.

If the Debtors should supplement and/or amend their Schedules subsequent to the date hereof, the Debtors shall give notice of such amendment to the holders of the Claims affected thereby, and such holders shall be afforded the later of the General Bar Date or thirty (30) days from the date on which such notice has been given to such holders (the “**Amended Schedule Bar Date**”) to file Proof of Claim Forms or forever be barred from doing so.

In the event that a Claim arises with respect to the Debtors’ rejection of an executory contract or unexpired lease, the holder of such Claim will be afforded the latest of (i) the General Bar Date, (ii) thirty (30) days after the date of the entry of an order authorizing the rejection of such executory contract or unexpired lease, or (iii) thirty (30) days after the effective date of the rejection of such executory contract or unexpired lease, including pursuant to Bankruptcy Code section 365(d)(4), except as otherwise set forth in any order of the Court, including but not limited to, a sale order, (the “**Rejection Claim Bar Date**”) to file a Proof of Claim Form or forever be barred from doing so.

AT THIS TIME, Proof of Claim Forms ARE NOT REQUIRED to be filed by Entities holding or wishing to assert Claims against the Debtors for the following types of claims (collectively, the “**Excluded Claims**”):

- a. Any Entity (i) that agrees with the nature, classification, and amount of his, her, or its Claim as set forth in the Schedules, and agrees that the claim is an obligation of the specific Debtor whose Schedules reflect the claim, and (ii) whose Claim against the Debtors is not listed as “disputed,” “contingent,” or “unliquidated” in the Schedules;
- b. Any Entity that has already properly filed a proof of claim against either or both of the Debtors in accordance with the procedures described herein;

- c. Any Entity asserting a Claim allowable under Bankruptcy Code sections 503(b) and 507(a)(2) as an administrative expense of the Chapter 11 Cases (other than any 503(b)(9) Claim);
- d. Any Entity whose Claim against the Debtors previously has been allowed by, or paid pursuant to, an order of the Court;
- e. Any Debtor with respect to its Claims against another Debtor;
- f. Any current employee of the Debtors on account of any Claim the Court has authorized the Debtors to honor in the ordinary course of business as a wage, commission, or benefit, *provided however*, that a current employee must submit a Proof of Claim by the General Bar Date for all other Claims arising before the Petition Date, including Claims, if any, for wrongful termination, discrimination, harassment, hostile work environment, and retaliation and Claims covered by the Debtors' workers compensation insurance;
- g. Notwithstanding the designation in the Schedules as contingent, unliquidated or disputed, current or former Residents who hold claims against the Debtors solely with respect to any claims arising under a Residency Agreement; *unless a Resident disagrees with the scheduled amount of their claim.*³
- h. Any holder of claims for repayment of principal, interest, or other applicable fees and/or charges on or under the Retirement Facility Revenue Bonds (Northwest Senior Housing Corporation – Edgemere Project), Series 2015A (the “**2015A Bonds**”), the Retirement Facility Revenue Bonds (Northwest Senior Housing Corporation – Edgemere Project), Series 2015B (the “**2015B Bonds**”), and the Retirement Facility Revenue Bonds (Northwest Senior Housing Corporation – Edgemere Project), Series 2017 (the “**2017 Bonds**” and together with the 2015A Bonds and 2015B Bonds, the “**Bonds**”) (any such claim under the Bonds, a “**Bond Payment Claim**”); provided, however, that in the event a holder of the Bonds seeks to assert a claim other than a Bond Payment Claim, such holder shall be required to file a proof of claim on or before the Bar Date, unless another exception applies;
- i. The trustee for the Bonds (including any successors, the “**Trustee**”), with respect to any Bond Payment Claim.

Should the Court fix a date in the future after the General Bar Date by which time any of the Excluded Claims must be filed, you will be so notified.

³ Each as defined in the First Day Declaration.

For any Proof of Claim Form to be validly and properly filed, a signed original of the completed Proof of Claim Form, together with accompanying documentation, must be submitted to the Debtors' noticing and claims agent, Kurtzman Carson Consultants LLC ("**KCC**"), either by (a) overnight courier or first class mail; (b) hand delivery; or (c) electronically using the interface available on the Noticing and Claims Agent's website at <https://www.kccllc.net/edgemere> no later than **4:00 p.m. prevailing Central time** on the applicable Bar Date. Inquiries relating to the Chapter 11 Cases and/or claims that you believe you may have against the Debtors may also be made by calling: (866) 967-0269 (U.S./Canada) or (310) 751-2669 (International).

Proof of Claim Forms delivered by overnight courier, first class mail, or hand delivery, to KCC should be addressed and/or sent to:

Northwest Senior Housing Corporation Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

Proof of Claim Forms shall be deemed filed when **actually received** by KCC (not the date of the postmark). Any Entity that files a Proof of Claim by mail, overnight courier, or hand delivery, who wishes to receive a clocked-in copy by return mail must include an additional copy of the proof of claim and a self-addressed, postage-paid envelope.

A Proof of Claim Form is enclosed with this notice and may be used to file your Claims. Additional Proof of Claim Forms are available at <https://www.kccllc.net/edgemere>.

All Proof of Claim Forms must be in English and amounts must be in U.S. Dollars.

Additionally, all Proof of Claim Forms must: (a) conform substantially to the enclosed Proof of Claim Form; (b) specify the Debtor against which the Proof of Claim is asserted; (c) set forth with specificity the legal and factual basis for the alleged Claim; (d) include supporting documentation (or, if such documentation is voluminous, a summary of such documentation) or an explanation as to why such documentation is not available; and (e) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must also: (f) include the value of the goods delivered to and received by the Debtors in the twenty (20) days prior to the Petition Date; and (g) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted.

PLEASE TAKE FURTHER NOTICE THAT, EXCEPT WITH RESPECT TO CLAIMS OF THE TYPE SET FORTH IN PARAGRAPHS (A) THROUGH (I) ABOVE, ANY ENTITY WHO IS REQUIRED TO FILE A PROOF OF CLAIM BUT FAILS TO DO SO ON OR BEFORE JULY 21, 2022 SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR PURPOSES OF VOTING AND/OR DISTRIBUTIONS.

The Debtors reserve the right to: (i) dispute, or to assert offsets or defenses against, any filed Claim or any Claim listed or reflected in the Schedules as to the nature, amount, liability, priority, classification, or otherwise, (ii) subsequently designate any scheduled Claim as disputed,

contingent, or unliquidated, and (iii) otherwise amend or supplement the Schedules. Nothing contained in this notice shall preclude the Debtors from objecting to any Claim, whether scheduled or filed, on any grounds.

The Debtors' Schedules, the Bar Date Order, and other information regarding the Debtors' Chapter 11 Cases are available at the Debtors' website at <https://www.kccllc.net/edgemere> .

CREDITORS WISHING TO RELY ON THE SCHEDULES ARE RESPONSIBLE FOR DETERMINING WHETHER THEIR CLAIMS ARE ACCURATELY LISTED THEREIN.

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM AGAINST THE DEBTORS. YOU SHOULD CONSULT WITH YOUR OWN ADVISORS TO DETERMINE WHETHER YOU HOLD A CLAIM AGAINST THE DEBTORS. YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTORS. QUESTIONS CONCERNING THIS NOTICE MAY BE DIRECTED TO THE DEBTORS' COUNSEL BELOW.

Dated: [●], 2022
Dallas, Texas

POLSINELLI PC

/s/

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

COUNSEL TO THE DEBTORS
AND DEBTORS IN POSSESSION

Exhibit 2

(Publication Notice)

**ATTENTION: ALL PERSONS WHO MAY HAVE CLAIMS AGAINST
NORTHWEST SENIOR HOUSING CORPORATION AND SENIOR QUALITY
LIFESTYLES CORPORATION**

PLEASE TAKE NOTICE that Northwest Senior Housing Corporation and Senior Quality Lifestyles Corporation (the “**Debtors**”) filed bankruptcy on April 14, 2022 in the United States Bankruptcy Court for the Northern District of Texas (the “**Court**”), styled as Case No. 22-30659 (MVL).

PLEASE TAKE NOTICE that on [●], 2022, the Court established that all entities and persons (each a “**Creditor**” and, collectively, the “**Creditors**”), holding or wishing to assert unsecured or secured, priority, or nonpriority claims (as defined in Bankruptcy Code section 101(5)) against the Debtors arising or accruing prior to April 14, 2022, including claims arising under Bankruptcy Code section 503(b)(9) (each a “**Claim**” and, collectively, the “**Claims**”), are required to file a separate, completed, and executed proof of claim (by completing the proof of claim form attached to the Bar Date Order as Exhibit 3 or available at <https://www.kccllc.net/edgemere> (the “**Proof of Claim Form**”) on account of such Claim, together with accompanying documentation on or before July 21, 2022 at 4:00 p.m. prevailing Central time (the “**General Bar Date**”).

Additionally, with respect to government units, as defined by Bankruptcy Code section 101(27), the proofs of claim must be submitted on or before October 11, 2022 at 4:00 p.m. prevailing Central time (the “**Governmental Bar Date**”).

In the event that the Debtors should supplement and/or amend their Statement of Financial Affairs and/or Schedules of Assets and Liabilities (“**Schedules**”), subsequent to the date hereof, to reduce, delete, or change the status of a Claim in the Schedules, the deadline for affected claimants to file a proof of claim or amend any previously filed proof of claim shall be the later of the General Bar Date or thirty (30) days after a claimant is served with notice of such amendment (the “**Amended Schedule Bar Date**”); failure to file a timely proof of claim shall result in a claimant being forever barred from doing so.

Solely with respect to any Claim asserted in connection with the Debtors’ rejection of an executory contract or unexpired lease, the holder of such Claim will be afforded the latest of (i) the General Bar Date, (ii) thirty (30) days after the date of the entry of an order authorizing the rejection of such executory contract or unexpired lease, or (iii) thirty (30) days after the effective date of the rejection of such executory contract or unexpired lease, including pursuant to 11 U.S.C § 365(d)(4), except as otherwise set forth in any order of the Court, including but not limited to, a sale order, (the “**Rejection Claim Bar Date**”) to file a Proof of Claim Form or forever be barred from doing so.

For any Proof of Claim Form to be validly and properly filed, a signed original of the completed Proof of Claim Form, together with accompanying documentation, must be submitted to the Debtors’ noticing and claims agent, Kurtzman Carson Consultants LLC (“**KCC**”), either by (a) overnight courier or first class mail; (b) hand delivery; or (c) electronically using the interface

available on the Noticing and Claims Agent's website at <https://www.kccllc.net/edgemere> no later than **4:00 p.m. prevailing Central time** on the applicable Bar Date.

Proof of Claim Forms delivered by mail or sent by overnight courier or hand delivery, to KCC should be addressed and sent to:

Northwest Senior Housing Corporation Processing Center
c/o KCC
222 N. Pacific Coast Highway, Suite 300
El Segundo, CA 90245

Proof of Claim Forms shall be deemed filed when **actually received** by KCC (not the date of the postmark). Any Entity that files a Proof of Claim by mail, overnight courier, or hand delivery, who wishes to receive a clocked-in copy by return mail must include an additional copy of the proof of claim and a self-addressed, postage-paid envelope.

Proof of Claim Forms are available at <https://www.kccllc.net/edgemere>.

All Proof of Claim Forms must be in English and amounts must be in U.S. Dollars.

Additionally, all Proof of Claim Forms must: (a) conform substantially to the enclosed Proof of Claim Form; (b) specify the Debtor against which the Proof of Claim is asserted; (c) set forth with specificity the legal and factual basis for the alleged Claim; (d) include supporting documentation (or, if such documentation is voluminous, a summary of such documentation) or an explanation as to why such documentation is not available; and (e) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must also: (f) include the value of the goods delivered to and received by the Debtors in the twenty (20) days prior to the Petition Date; and (g) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted.

The Debtors' Schedules, the Bar Date Order, and other information regarding the Debtors' Chapter 11 Cases are available at the Debtors' website at: <https://www.kccllc.net/edgemere>.

POLSINELLI PC

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*Counsel to the Debtors and Debtors in
Possession*

Exhibit 3

(Proof of Claim Form)

Your claim can be filed electronically on KCC's website at <https://epoc.kccllc.net/Edgemere>.

United States Bankruptcy Court for the Northern District of Texas	
Indicate Debtor against which you assert a claim by checking the appropriate box below. (Check only one Debtor per claim form.)	
<input type="checkbox"/> Northwest Senior Housing Corporation (Case No. 22-30659)	<input type="checkbox"/> Senior Quality Lifestyles Corporation (Case No. 22-30660)

Official Form 410 Proof of Claim

04/22

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Other than a claim under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for an administrative expense arising after the commencement of the case.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed.

Part 1: Identify the Claim

1. Who is the current creditor?	Name of the current creditor (the person or entity to be paid for this claim) _____ Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	<input type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent? Name _____ Number Street _____ City State ZIP Code _____ Country _____ Contact phone _____ Contact email _____	Where should payments to the creditor be sent? (if different) Name _____ Number Street _____ City State ZIP Code _____ Country _____ Contact phone _____ Contact email _____ Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____
4. Does this claim amend one already filed?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ <div style="text-align: right;">MM / DD / YYYY</div>	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ _ _ _ _

7. How much is the claim? \$ _____ Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
 Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
 Limit disclosing information that is entitled to privacy, such as health care information.

9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.
Nature of property:
 Real estate: If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: _____
Basis for perfection: _____
 Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____%
 Fixed
 Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

No

Yes. Check all that apply:

	Amount entitled to priority
<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	\$ _____
<input type="checkbox"/> Up to \$3,350* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
<input type="checkbox"/> Wages, salaries, or commissions (up to \$15,150* earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)(__) that applies.	\$ _____

* Amounts are subject to adjustment on 4/01/25 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

No

Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date _____
MM / DD / YYYY

Signature

Print the name of the person who is completing and signing this claim:

Name _____
First name Middle name Last name

Title _____

Company _____
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____
Number Street

City State ZIP Code Country

Contact phone _____ Email _____

Official Form 410

Instructions for Proof of Claim

United States Bankruptcy Court

12/15

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157 and 3571

PLEASE SEND COMPLETED PROOF(S) OF CLAIM TO:

Northwest Senior Housing Corporation Claims Processing Center
c/o KCC
222 N. Pacific Coast Hwy., Ste. 300
El Segundo, CA 90245

How to fill out this form

- Fill in all of the information about the claim as of the date the case was filed.
Fill in the caption at the top of the form
If the claim has been acquired from someone else, then state the identity of the last party who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
Attach any supporting documents to this form.
Do not attach original documents because attachments may be destroyed after scanning.
If the claim is based on delivery health care goods or services, do not disclose confidential health care information.

Alternatively, your claim can be filed electronically on KCC's website at https://epoc.kccllc.net/Edgemere.

- A Proof of Claim form and any attached documents must show only the last 4 digits of any social security number, individual's tax identification number, or financial account number, and only the year of any person's date of birth.
For a minor child, fill in only the child's initials and the full name and address of the child's parent or guardian.

Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form or you may view a list of filed claims in this case by visiting the Claims and Noticing and Agent's website at http://www.kccllc.net/Edgemere

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing that bankruptcy estate. 11 U.S.C. § 503

Claim: A creditor's right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. § 101 (5). A claim may be secured or unsecured.

Claim Pursuant to 11 U.S.C. §503(b)(9): A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

Creditor: A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

Debtor: A person, corporation, or other entity to who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. §101 (13).

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

Information that is entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

Priority claim: A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

Proof of claim: A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

Do not file these instructions with your form.

Secured claim under 11 U.S.C. §506(a): A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In states, a court judgment may be a lien.

Setoff: Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

Uniform claim identifier: An optional 24-character identifier that some creditors use to facilitate electronic payment.

Unsecured claim: A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

Exhibit 4

(Resident Claim Identification Notice)



222 N. Pacific Coast Hwy 310.823.9000 PHONE
3rd Floor kccllc.com
El Segundo, CA 90245

[Date]

[Resident Name
Contact
Address
Address
City, State, Zip]

You may have a claim in Edgemere’s bankruptcy case.

1. You have been scheduled as holding a claim against Edgemere for \$[REDACTED].¹
2. You have been identified in Edgemere’s Schedules on Page [REDACTED], Line [REDACTED], as Resident Number [REDACTED].

IF YOU AGREE WITH THE AMOUNT OF YOUR CLAIM YOU DO NOT HAVE TO FILE A PROOF OF CLAIM AND THE JULY 21, 2022 BAR DATE WILL NOT APPLY TO YOU.

IF YOU DISAGREE WITH THE AMOUNT OF YOUR CLAIM YOU ARE REQUIRED TO FILL OUT AND FILE A PROOF OF CLAIM FORM ASSERTING WHAT YOU THINK IS THE CORRECT AMOUNT OF YOUR CLAIM. THE PROOF OF CLAIM FORM IS ENCLOSED WITH THIS PACKAGE, ALONG WITH DETAILED INSTRUCTIONS ON HOW TO FILE YOUR CLAIM, AND IS DUE ON OR BEFORE THE JULY 21, 2022 BAR DATE.

IF YOU ARE NOT SURE WHAT THE CORRECT AMOUNT OF YOUR CLAIM IS, PLEASE VISIT JOHN FALLDINE, EXECUTIVE DIRECTOR AT EDGEMERE, AND HE WILL HELP YOU CALCULATE THE AMOUNT OF YOUR CLAIM.

¹ Your claim may have been listed as contingent and/or unliquidated, but residents whose claims are listed in the proper amount do not have to file a proof of claim by order of the Bankruptcy Court.