

**STRADLEY RONON STEVENS & YOUNG, LLP**

100 Park Avenue, Suite 2000  
New York, NY 10017  
Deborah A. Reperowitz  
(212) 812-4124  
dreperowitz@stradley.com

and

2005 Market Street, Suite 2600  
Philadelphia, PA 19103  
Brian P. Seaman  
Mischa S. Wheat  
(215) 564-8000  
bseaman@stradley.com  
mwheat@stradley.com

*Proposed Attorneys for the Debtors  
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF NEW YORK**

**In re:**

**GOOD SAMARITAN LUTHERAN  
HEALTH CARE CENTER, INC. d/b/a  
BETHLEHEM COMMONS CARE  
CENTER, et al.,<sup>1</sup>**

**Debtors.**

**Case No. 19- \_\_\_\_ (\_\_\_\_)**

**Chapter 11 (Main Case)**

**Case No. 19- \_\_\_\_ (\_\_\_\_)**

**Joint Administration Pending**

**MOTION OF DEBTORS FOR THE ENTRY OF AN ORDER (I) SCHEDULING  
AN EXPEDITED HEARING ON FIRST DAY MOTIONS AND (II) APPROVING  
THE FORM AND MANNER OF NOTICE THEREOF**

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**”) (I) scheduling an expedited hearing on the first day motions filed by the

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Good Samaritan Lutheran Health Care Center, Inc. d/b/a Bethlehem Commons Care Center (0663) and Kenwood Manor, Inc. (8178).

Debtors and (II) approving the form and manner of notice thereof. In support of this Motion, the Debtors rely upon the *Declaration of Laraine Fellegara in Support of First Day Relief*, filed concurrently herewith (the “**First Day Declaration**”). In further support of this Motion, the Debtors, by and through their undersigned counsel, respectfully represent as follows.

### **JURISDICTION AND VENUE**

1. This Court has jurisdiction to consider this Motion under 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b).
2. Venue is proper in this district under 28 U.S.C. §§ 1408 and 1409.

### **BACKGROUND**

3. On the date hereof (the “**Petition Date**”), each of the Debtors filed a voluntary petition in this Court commencing a case for relief (the “**Chapter 11 Cases**”) under Chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). On the Petition Date the Debtors filed a motion requesting the joint administration of the Chapter 11 Cases under the caption *In re Good Samaritan Lutheran Health Care Center, Inc. d/b/a Bethlehem Commons Care Center, et al.*

4. The factual background regarding the Debtors, including their business operations, their capital and debt structures, and the events leading to the filing of the Chapter 11 Cases, is set forth in detail in the First Day Declaration, which is incorporated herein in its entirety.

5. The Debtors continue to manage and operate their businesses as debtors-in-possession pursuant to Bankruptcy Code sections 1107 and 1108.

6. No trustee, examiner or official committee of unsecured creditors has been appointed in these Chapter 11 Cases.

**RELIEF REQUESTED**

7. By this Motion, the Debtors seek the entry of an order, substantially in the form attached hereto as Exhibit A, (a) scheduling an expedited hearing on the first day motions (collectively, the “**First Day Motions**”) filed by the Debtors contemporaneously herewith and described in the proposed first day agenda attached hereto as Exhibit B (wherein the Debtors specify whether they are seeking an interim or final order on each First Day Motion), and (b) approving the form and manner of notice thereof (the “**First Day Notice**”), which is attached hereto as Exhibit C.

**BASIS FOR RELIEF**

8. As described in detail in each of the First Day Motions and the First Day Declaration, the relief requested in the First Day Motions is essential to preserving patient wellbeing, maintaining the continuity and viability of the Debtors’ businesses and preserving and maximizing the value of the Debtors’ estates. Accordingly, the Debtors believe that the First Day Motions involve matters that require an expedited, emergency hearing and respectfully request that the Court schedule such a hearing on all of the First Day Motions to be conducted on December 13, 2019, or as soon as possible thereafter (the “**First Day Hearing**”).

9. A certification of the exigent circumstances necessitating the relief requested herein is attached hereto as Exhibit D.<sup>2</sup>

10. Immediately upon filing this Motion, the First Day Notice will be served on the First Day Notice Parties (as defined below) via e-mail or facsimile where such information is known to the Debtors, and otherwise will be served by hand delivery or overnight courier. The

---

<sup>2</sup> Where Rules 6004, 6005 or 6006 of the Federal Rules of Bankruptcy Procedure require a special showing by the Debtors, the details specifically making that showing are in the applicable First Day Motion or in the First Day Declaration.

following shall be defined as the “**First Day Notice Parties**”: (a) the Office of the United States Trustee for the Northern District of New York; (b) the Office of the Attorney General of the State of New York; (c) the New York State Department of Health; (d) the Debtors’ twenty largest unsecured creditors on a consolidated basis; (e) counsel to Amalgamated Bank; (f) counsel to The Lutheran Care Network; (g) the Internal Revenue Service; (h) the Department of Medicaid, Department of Health; (i) Division of Health Services Regulation in the State of New York; and (j) counsel to 1199SEIU United Healthcare Workers East.

**NO PRIOR REQUEST**

11. No prior request for the relief sought herein has been made to this or any other court.

*[remainder of page intentionally left blank]*

**WHEREFORE**, the Debtors respectfully request that the Court (i) enter an order substantially in the form attached hereto as Exhibit A, granting the relief requested herein; and (ii) grant such other and further relief as the Court may deem proper.

Dated: December 12, 2019

STRADLEY RONON STEVENS AND YOUNG, LLP

By: /s/ Deborah A. Reperowitz  
Deborah A. Reperowitz  
100 Park Avenue, Suite 2000  
New York, NY 10017  
(212) 812-4124  
dreperowitz@stradley.com

and

Brian P. Seaman  
Mischa S. Wheat  
2005 Market Street, Suite 2600  
Philadelphia, PA 19103  
(215) 564-8000  
bseaman@stradley.com  
mwheat@stradley.com

*Proposed Attorneys for the Debtors  
and Debtors-in-Possession*

**Exhibit A**

Proposed Order

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF NEW YORK**

**In re:**

**GOOD SAMARITAN LUTHERAN  
HEALTH CARE CENTER, INC. d/b/a  
BETHLEHEM COMMONS CARE  
CENTER, et al.,<sup>1</sup>**

**Debtors.**

**Case No. 19- \_\_\_\_ ( )**

**Chapter 11 (Main Case)**

**Case No. 19- \_\_\_\_ ( )**

**Joint Administration Pending**

**ORDER (I) SCHEDULING AN EXPEDITED HEARING ON  
FIRST DAY MOTIONS FILED BY THE DEBTORS AND  
(II) APPROVING THE FORM AND MANNER OF NOTICE THEREOF**

Upon the motion (the “**Motion**”)<sup>2</sup> of the Debtors for entry of an Order (this “**Order**”) (I) scheduling an expedited hearing on first day motions filed by the Debtors and (II) approving the form and manner thereof; and 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. § 157(b)(2); and the Court having found that venue of the Chapter 11 Cases 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 therefore, it is hereby

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Good Samaritan Lutheran Health Care Center, Inc. d/b/a Bethlehem Commons Care Center (0663) and Kenwood Manor, Inc. (8178).

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

**ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Motion is GRANTED as set forth herein.
2. The Court shall hear the First Day Motions at 11:30 a.m. on December 13, 2019 at Courtroom \_\_\_\_\_, United States Bankruptcy Court for the Northern District of New York, U.S. Bankruptcy Court, James T. Foley United States Courthouse, 445 Broadway, Suite 330, Albany, NY 12207 (the “**First Day Hearings**”).
3. The First Day Notice attached to the Motion as Exhibit B is approved in all respects.
4. Service of the First Day Notice to the First Day Notice Parties by facsimile transmission or e-mail transmission (and by hand delivery or overnight carrier where facsimile or e-mail information is not known to the Debtors) is adequate and appropriate notice of the Debtors’ chapter 11 cases and the First Day Hearings under the circumstances.
5. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Date: December \_\_, 2019

**BY THE COURT:**

---



**EXHIBIT B**

**Proposed First Day Agenda**

**STRADLEY RONON STEVENS & YOUNG, LLP**

100 Park Avenue, Suite 2000  
New York, NY 10017  
Deborah A. Reperowitz  
(212) 812-4124  
dreperowitz@stradley.com

and

2005 Market Street, Suite 2600  
Philadelphia, PA 19103  
Brian P. Seaman  
Mischa S. Wheat  
(215) 564-8000  
bseaman@stradley.com  
mwheat@stradley.com

*Proposed Attorneys for the Debtors  
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF NEW YORK**

**In re:**

**GOOD SAMARITAN LUTHERAN  
HEALTH CARE CENTER, INC. d/b/a  
BETHLEHEM COMMONS CARE  
CENTER, et al.,<sup>1</sup>**

**Debtors.**

**Case No. 19- \_\_\_\_\_ (\_\_\_\_)  
Chapter 11 (Main Case)  
Case No. 19- \_\_\_\_\_ (\_\_\_\_)**

**Joint Administration Pending**

**PROPOSED FIRST DAY AGENDA**

**Location of Hearing:** Courtroom of the Honorable Robert E. Littlefield Jr., United States Bankruptcy Court for the Northern District of New York, U.S. Bankruptcy Court, James T. Foley United States Courthouse, 445 Broadway, Suite 330, Albany, NY 12207.

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Good Samaritan Lutheran Health Care Center, Inc. d/b/a Bethlehem Commons Care Center (0663) and Kenwood Manor, Inc. (8178).

**I. First Day Matters**

**Procedural and Administrative Pleadings**

1. **“Joint Administration”** – Motion of Debtors for Entry of an Order (I) Directing Joint Administration of Their Chapter 11 Cases, and (II) Granting Related Relief (Final Order)
2. **“Consolidated Lists”** – Motion of Debtors for Entry of an Order Authorizing the Filing of a Consolidated Mailing Matrix (Final Order)
3. **“Claims and Noticing Agent”** — Application for Entry of an Order Authorizing the Retention and Employment of Omni Agent Solutions as Claims and Noticing Agent *Nunc Pro Tunc* to the Petition Date (Final Order)

**Pleadings Regarding Employee Matters**

4. **“Employee Wages and Benefits”** – Motion of Debtors for Entry of Interim and Final Orders (A) Authorizing Payment of (I) Certain Prepetition Workforce Claims, Including Wages, Salaries, Compensation, and Reimbursement of Expenses (II) Certain Employee Benefits, (III) Reimbursement to Employees for Prepetition Expenses, (B) Confirming Right to Continue Employee Benefits on Postpetition Basis, and (C) Granting Related Relief (Interim Order)

**Pleadings Regarding Business Operations of the Debtors**

5. **“Cash Management”** – Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts and (II) Authorizing Continuation of Existing Deposit Practices (Final Order)
6. **“Patient Confidentiality”** – Motion of Debtors for Entry of an Order Authorizing Procedures to Maintain and Protect Confidential Patient Information (Final Order)
7. **“Utilities”** – Motion of Debtors for Entry of Interim and Final Orders (I) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Service, (II) Approving the Debtors’ Proposed Adequate Assurance of Payment for Postpetition Services, and (III) Establishing Procedures for Resolving Requests for Additional Adequate Assurance of Payment (Interim Order)
8. **“Insurance”** – Motion of Debtors for Entry of an Order (I) Authorizing Continuation of Various Insurance Policies, and Payment of Prepetition Obligations Incurred in the Ordinary Course of Business in Connection, if

any, therewith, (II) Authorizing Banks to Honor and Process Checks and Electronic Transfer Requests Related Thereto, and (III) Preventing Insurance Companies From Giving Any Notice of Termination or Otherwise Modifying Any Insurance Policy Without First Obtaining Relief From the Automatic Stay (Final Order)

9. **“DIP Financing”** – Motion for Entry of Interim and Final Orders (I) Authorizing Debtors-in-Possession to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507, (II) Granting Liens, Security Interests and Superpriority Claims, (III) Authorizing Use of Cash Collateral and Granting Adequate Protection; (IV) Modifying the Automatic Stay; and (V) Scheduling a Final Hearing

Dated: December 12, 2019

STRADLEY RONON STEVENS AND YOUNG, LLP

By: /s/ Deborah A. Reperowitz  
Deborah A. Reperowitz  
100 Park Avenue, Suite 2000  
New York, NY 10017  
(212) 812-4124  
dreperowitz@stradley.com

and

Brian P. Seaman  
Mischa S. Wheat  
2005 Market Street, Suite 2600  
Philadelphia, PA 19103  
(215) 564-8000  
bseaman@stradley.com  
mwheat@stradley.com

*Proposed Attorneys for the Debtors  
and Debtors-in-Possession*

**EXHIBIT C**

**First Day Notice**

**STRADLEY RONON STEVENS & YOUNG, LLP**

100 Park Avenue, Suite 2000  
New York, NY 10017  
Deborah A. Reperowitz  
(212) 812-4124  
dreperowitz@stradley.com

and

2005 Market Street, Suite 2600  
Philadelphia, PA 19103  
Brian P. Seaman  
Mischa S. Wheat  
(215) 564-8000  
bseaman@stradley.com  
mwheat@stradley.com

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF NEW YORK**

**In re:**

**GOOD SAMARITAN LUTHERAN  
HEALTH CARE CENTER, INC. d/b/a  
BETHLEHEM COMMONS CARE  
CENTER, et al.,<sup>1</sup>**

**Debtors.**

**Case No. 19- \_\_\_\_ (\_\_\_)**

**Chapter 11 (Main Case)**

**Case No. 19- \_\_\_\_ (\_\_\_)**

**Joint Administration Pending**

**NOTICE OF CHAPTER 11 FILING AND OF HEARING ON FIRST DAY MOTIONS**

**PLEASE TAKE NOTICE THAT:**

1. On December 12, 2019, Good Samaritan Lutheran Health Care Center, Inc. d/b/a Bethlehem Commons Care Center and Kenwood Manor, Inc., as debtors and debtors-in-possession (together, the “**Debtors**”), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, in the United States Bankruptcy Court for the Northern District of New York (the “**Court**”).

2. Together with their petitions, the Debtors filed and requested a prompt hearing before the Court (“**First Day Hearing**”) on the first day motions (“**First Day Motions**”).

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Good Samaritan Lutheran Health Care Center, Inc. d/b/a Bethlehem Commons Care Center (0663) and Kenwood Manor, Inc. (8178).

identified on the proposed First Day Agenda attached hereto.

3. The Court has scheduled the First Day Hearing to be held on December 13, 2019 at 11:30 a.m. in Courtroom \_\_\_\_\_ at the United States Bankruptcy Court for the Northern District of New York, U.S. Bankruptcy Court, James T. Foley United States Courthouse, 445 Broadway, Suite 330, Albany, NY 12207. The First Day Hearing may be adjourned from time to time without further notice other than an announcement at the First Day Hearing.

4. A copy of each of the First Day Motions can be viewed on the Court's website [www.ecf.nynb.uscourts.gov](http://www.ecf.nynb.uscourts.gov) or free of charge at [www.omniagentsolutions.com/GoodSamaritanHealthCare](http://www.omniagentsolutions.com/GoodSamaritanHealthCare)

**Your rights may be affected. You should read these papers carefully and discuss them with your attorney if you have one representing you in these bankruptcy cases. If you do not have an attorney representing you in these bankruptcy cases, you may wish to consult one.**

If you do not want the Court to grant the relief requested in the First Day Motions, or if you want the Court to consider your view on the First Day Motions, you or your attorney must attend the First Day Hearing. **If you or your attorney do not attend the First Day Hearing, the Court may grant the relief requested in the First Day Motions.**

Dated: December 12, 2019

STRADLEY RONON STEVENS AND YOUNG, LLP

By: /s/ Deborah A. Reperowitz  
Deborah A. Reperowitz  
100 Park Avenue, Suite 2000  
New York, NY 10017  
(212) 812-4124  
[dreperowitz@stradley.com](mailto:dreperowitz@stradley.com)

and

Brian P. Seaman  
Mischa S. Wheat  
2005 Market Street, Suite 2600  
Philadelphia, PA 19103  
(215) 564-8000  
[bseaman@stradley.com](mailto:bseaman@stradley.com)  
[mwheat@stradley.com](mailto:mwheat@stradley.com)

*Proposed Attorneys for the Debtors  
and Debtors-in-Possession*

**EXHIBIT D**

**CERTIFICATION OF DEBORAH A. REPEROWITZ**



**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF NEW YORK**

**In re:**

**GOOD SAMARITAN LUTHERAN  
HEALTH CARE CENTER, INC. d/b/a  
BETHLEHEM COMMONS CARE  
CENTER, et al.,<sup>1</sup>**

**Debtors.**

**Case No. 19- \_\_\_\_ (\_\_\_)**

**Chapter 11 (Main Case)**

**Case No. 19- \_\_\_\_ (\_\_\_)**

**Joint Administration Pending**

**CERTIFICATION OF DEBORAH A. REPEROWITZ  
REGARDING REQUEST FOR EMERGENCY HEARING**

1. I hereby certify, as a member of the Bar of this Court, that I have examined this matter carefully, and that there is a true necessity for an emergency hearing.

2. I certify further that the necessity for this emergency hearing has not been caused by any lack of due diligence or intentional action or failure to act on my part or by my client but has been brought about only by the circumstances of these cases.

3. I certify that these matters cannot be resolved without a hearing in that the exigency of the situation, as described in the attached Motion of Debtors and Debtors-in-Possession for the Entry of (I) an Order Scheduling an Expedited Hearing on First Day Motions Filed by the Debtors and (II) Approving the Form and Manner of Notice Thereof (the “**Expedited Hearing Motion**”), requires that this Court immediately consider the relief

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Good Samaritan Lutheran Health Care Center, Inc. d/b/a Bethlehem Commons Care Center (0663) and Kenwood Manor, Inc. (8178).

requested in the First Day Motions (as defined in the Expedited Hearing Motion).

Date: New York, New York  
December 12, 2019

/s/ Deborah A. Reperowitz  
Deborah A. Reperowitz