



IT IS ORDERED as set forth below:

Date: October 15, 2021

**Paul W. Bonapfel
U.S. Bankruptcy Court Judge**

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ROME DIVISION

IN RE:)	CHAPTER 11
)	
REGIONAL HOUSING & COMMUNITY)	Jointly Administered Under
SERVICES CORP., et al.,)	CASE NO. 21-41034-pwb
)	
Debtors.)	
)	

**ORDER GRANTING MOTION TO APPROVE RELEASE
AND SETTLEMENT AGREEMENT BY AND AMONG
THE DEBTORS AND VARIOUS PARTIES**

Came before the Court the *Motion Pursuant to Federal Rule of Bankruptcy Procedure 9019 and Section 363 of the Bankruptcy Code for Entry of Order Approving Global Settlement and Compromise Between Debtors and Various Parties* [Dkt. No. 59] (the “**Motion**”) filed by the above-captioned debtors and debtors and debtors-in-possession (collectively, the “**Debtors**”),¹ in

¹ The Debtors in these Chapter 11 cases include: Regional Housing & Community Services Corporation, RHCSC Columbus AL Holdings LLC, RHCSC Columbus Health Holdings LLC, RHCSC Douglas AL Holdings LLC, RHCSC Douglas Health Holdings LLC, RHCSC Gainesville AL Holdings LLC, RHCSC Gainesville Health Holdings LLC, RHCSC Montgomery I AL Holdings LLC, RHCSC Montgomery I Health Holdings LLC, RHCSC



the above-styled jointly administered case (the “**Case**”), to approve a compromise of controversies as embodied in that certain Release and Settlement Agreement (the “**Agreement**”), the form of which was filed with the Court on October 8, 2021 [Dkt. No. 72], and the exhibits to which were filed with the Court on October 13, 2021 [Dkt. Nos. 75 and 76], by, between and among (1) the Debtors, (2) UMB Bank, N.A., as successor trustee (the “**Bond Trustee**”), (3) Ecofin Direct Municipal Opportunities Fund, LP (f/k/a Tortoise Direct Municipal Opportunities Fund, LP) and Ecofin Tax-Advantaged Social Impact Fund, Inc. (together, the “**Bondholders**”), and (4) ALG Senior, LLC (“**ALG**” and, collectively with the Debtors, the Bond Trustee, and the Bondholders, the “**Parties**”), all as more fully defined and set forth in the Agreement.

Parties entitled to notice were provided with due and proper notice of the Motion, the deadline to file a response in opposition thereto, and the hearing scheduled for October 14, 2021 (the “**Hearing**”), to consider the Motion and any timely filed response thereto. No objections were filed to the Motion. Accordingly, the Hearing proceeded as scheduled, and counsel for the Parties, as well as other interested parties, appeared at the Hearing. After considering the Motion, the argument of counsel at the Hearing, and all other matters of record, the Court finds that no further notice or hearing on the Motion is required, and that good cause exists to grant the relief sought in the Motion. Accordingly, the Court hereby finds and concludes as follows:

Montgomery II AL Holdings LLC, RHCSC Montgomery II Health Holdings LLC, RHCSC Rome AL Holdings LLC, RHCSC Rome Health Holdings LLC, RHCSC Savannah AL Holdings LLC, RHCSC Savannah Health Holdings LLC, RHCSC Social Circle AL Holdings LLC, and RHCSC Social Circle Health Holdings LLC.

FINDINGS OF FACT AND CONCLUSIONS OF LAW²

Jurisdiction, Final Order and Statutory Predicates

A. The Court has jurisdiction over the Motion to approve the Agreement, and the relief requested therein, pursuant to 28 U.S.C. §§ 157 and 1334, and this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of this case and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409.

B. This Order constitutes a final and immediately appealable order within the meaning of 28 U.S.C. § 158(a).

C. The predicates for the relief sought in the Motion are Fed. R. Bankr. P. 9019(a) and 11 U.S.C. § 105(a).

Notice of the Motion

D. The Debtors have provided due and adequate notice of the Motion, the Hearing, the Agreement, and a reasonable opportunity to object or be heard with respect to the Motion and the relief requested therein to all interested parties. Such notice was good and sufficient under the particular circumstances, and no further notice is necessary.

Sound Business Judgment and Reasonableness

E. The relief requested in the Motion is fair, reasonable and in the best interests of the Debtors, their respective estates and their creditors. The Debtors have demonstrated good, sufficient and sound business purposes and justifications for the relief requested in the Motion and the approval of the transactions contemplated thereby. The settlement and compromise embodied

² The findings and conclusions set forth herein constitute the Court's findings of fact and conclusions of law pursuant to Rule 7052 of the Federal Rule of Bankruptcy Procedure, as made applicable to this proceeding pursuant to Rule 9014 of the Federal Rule of Bankruptcy Procedure. To the extent any of the following findings of fact constitute conclusions of law, they are adopted as such. To the extent any of the following conclusions of law constitute findings of fact, they are adopted as such.

in the Agreement is consistent with the reasonable range of litigation outcomes if the Debtors were to litigate the matters resolved pursuant to this Order. Settling on the terms set forth in the Agreement will preserve the Debtors' resources, provide the Debtors with financial stability through the Case, and result in an equitable resolution among the Parties. The Agreement was negotiated in good faith between and among the Parties. Accordingly, the Debtors have demonstrated that entry into the Agreement is in the best interests of the Debtors, their respective estates and their creditors.

For the foregoing reasons and after due deliberation, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED, and the form of Agreement is APPROVED (subject to any non-material changes that made be made to same prior to execution). Any and all objections to the Agreement, asserted at the Hearing or otherwise, are denied and expressly overruled.

2. The failure to specifically include any particular provision of the Agreement in this Order shall not diminish or impair the effectiveness of such provision, it being the intent of the Court that the Agreement be authorized and approved in its entirety.

3. Pursuant to Fed. R. Bankr. P. 9019(a), the settlement and release of claims as set forth in the Agreement is hereby approved, and the Debtors are authorized to enter into the Agreement in substantially the same form as filed on October 8, 2021 and undertake all acts as are necessary to consummate the transactions contemplated by the Agreement in accordance with its terms, and to execute and deliver all documents as may be required to effectuate the transactions contemplated by the Agreement, subject only to the conditions specified in the Agreement.

4. All persons or entities, including all creditors of the Debtors, the Debtors, and their respective estates, are hereby bound by the terms and provisions of the Agreement and this Order

and thus are hereby barred and precluded from asserting or pursuing any claims or causes of action against any of the parties to the Agreement that are released under the Agreement.

5. This Order shall be binding and enforceable upon any successor to the Debtors, including, but not limited to, any Chapter 11 or Chapter 7 Trustee, or any trustee or agent appointed pursuant to a plan confirmed in these cases and upon the Parties, their respective successors and assigns, as well as all creditors, parties-in-interest, individuals, entities and affected parties, notwithstanding any agreement, law, doctrine, document or other evidence that may state to the contrary.

6. This Court shall retain jurisdiction to interpret and enforce the provisions of this Order and the Agreement in all respects, and to adjudicate, if necessary, all disputes arising under or relating to or affecting any of the transactions contemplated under the Agreement.

END OF DOCUMENT

Prepared and presented by:

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