

Stephen A. McCartin (TX 13344700)  
**FOLEY & LARDNER LLP**  
2021 McKinney Avenue, Ste. 1600  
Dallas, Texas 75201  
Telephone: (214) 999.3000  
Facsimile: (214) 999.4667  
[smccartin@foley.com](mailto:smccartin@foley.com)

**COUNSEL TO THE EDGEMERE  
RESIDENTS' TRUST**

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

In re:	§	Chapter 11
Northwest Senior Housing Corporation, <i>et al.</i> , <sup>1</sup>	§	Case No. 22-30659 (MLV)
Debtors.	§	(Jointly Administered)

**EDGEMERE RESIDENTS' TRUST 2023 ANNUAL REPORT**

**NO HEARING WILL BE CONDUCTED ON THIS MATTER.  
THE TRUST'S ANNUAL REPORT IS BEING FILED FOR  
INFORMATIONAL PURPOSES ONLY.**

NOW COMES, Stephen A. McCartin, the Trustee of the Edgemere Residents' Trust (the "Trustee"), and files this 2023 Annual Report.

**I.  
BACKGROUND**

1. On April 14, 2022 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court

<sup>1</sup> The Debtors in these chapter 11 cases (the "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) (together, the "Debtors"). The Debtors' mailing address is 8523 Thackery Street, Dallas, Texas 75225.



for the Northern District of Texas (the “**Court**”), commencing the above-captioned cases (the “**Chapter 11 Cases**”).

2. On April 7, 2023, the Court entered Findings of Fact, Conclusions of Law, and Order Confirming Chapter 11 Plan of Plan Sponsors [Docket Nos. 1393, 1394] (the “**Confirmation Order**”), confirming the Fourth Amended Chapter 11 Plan of the Plan Sponsors Dated February 17, 2023 [Docket No. 1241] (the “**Plan**”).

3. The Edgemere Residents’ Trust (the “**Trust**”) was created pursuant to the terms of the Plan. The Trust Advisory Board appointed Stephen A. McCartin as Trustee of the Trust.

4. The Trust Agreement requires the Trustee to provide an annual report to the Trust Advisory Board, with a copy filed with this Court.

5. The 2023 annual report is attached hereto as **Exhibit A**.

Dated: February 8, 2024

Respectfully submitted,

/s/ Stephen A. McCartin

Stephen A. McCartin

Texas Bar No. 13344700

Foley & Lardner LLP

2021 McKinney Avenue, Suite 1600

Dallas, TX 75201-3340

Telephone: 214.999.3000

Facismile: 214.999.4667

[smccartin@foley.com](mailto:smccartin@foley.com)

**COUNSEL TO THE EDGEMERE  
RESIDENTS’ TRUST**

**CERTIFICATE OF SERVICE**

I hereby certify that, on February 8, 2024, a true and correct copy of the foregoing document was served electronically by the Court's PACER system.

*/s/ Stephen A. McCartin*

\_\_\_\_\_  
Stephen A. McCartin

# **Exhibit A**

***EDGEMERE RESIDENTS' TRUST***  
***2023 ANNUAL REPORT***

Filed by:

Stephen A. McCartin, Trustee  
Foley & Lardner LLP  
2021 McKinney Avenue  
Suite 1600  
Dallas, TX 75201  
[smccartin@foley.com](mailto:smccartin@foley.com)

## *Abbreviations and definitions*

The following table shows the abbreviations and terms that may be used in this report:

Abbreviation or definition	Meaning
Edgemere	Northwest Senior Housing Corporation d/b/a Edgemere
Trustee of the Residents' Trust	Stephen A. McCartin of Foley & Lardner, LLP 2021 McKinney Ave., Suite 1600 Dallas, TX 75219 <a href="mailto:smccartin@foley.com">smccartin@foley.com</a>
Trust Advisory Board Members	Erle Nye, Chairman Admiral James Eckelbuger Ward Wueste
Trust Accounting Firm	Lain Faulkner Attn: Aniza Rowe 400 N. St. Paul Suite 600 Dallas, TX 75201 <a href="mailto:arowe@lainfaulkner.com">arowe@lainfaulkner.com</a>

## *Key Messages*

### *Why I've filed this report*

The Edgemere Residents' Trust Agreement requires the Trustee to provide an annual report to the Trust Advisory Board and to file the report with the Bankruptcy Court in the Edgemere bankruptcy proceeding.

Please get in touch with Steve McCartin at [smccartin@foley.com](mailto:smccartin@foley.com) if you would like copies of any prior reports or have any questions on this matter.

### *What you need to do*

This report is for your information only and you don't need to do anything.

## ***Background to the Bankruptcy***

On April 14, 2022 Edgemere filed its bankruptcy proceeding.

On April 7, 2023 the Court confirmed a Plan of Reorganization<sup>1</sup> which approved a settlement with Lifespace Communities, Inc. (“Lifespace”) in which Lifespace agreed to pay \$143,410,608 to the Residents’ Trust over eighteen (18) years, which the Trust will use to pay its administrative expenses and for the refund of deposits of former and current residents (now Trust beneficiaries). The Trust Advisory Board appointed Steve McCartin as Trustee of the Trust. The Residents’ Trust Agreement requires the Trustee to provide the Trust Advisory Board an annual report, a copy of which must be filed with the Court until the case is closed.

### ***2023 Annual Report***

The 2023 annual report is attached hereto as Exhibit A.

---

<sup>1</sup> The Plan should be consulted for specific terms and conditions.

# **EXHIBIT A**

**Edgemere Residents Trust**  
**Summary of Cash Transactions**  
**12/31/23**

	June 2023	July 2023	August 2023	September 2023	October 2023	November 2023	December 2023	Total 2023	CUMULATIVE TRANSACTIONS @ 12/31/23
Beginning Balance	-							-	-
Funding - Lifespace Trust	52,460,094.00							52,460,094.00	52,460,094.00
Interest / Dividends / Investment Income (Loss)	(11,976.42)	197,792.41	236,926.09	236,674.73	220,664.44	173,052.62	167,437.56	1,220,571.43	1,220,571.43
<b>TOTAL RECEIPTS</b>	<b>52,448,117.58</b>	<b>197,792.41</b>	<b>236,926.09</b>	<b>236,674.73</b>	<b>220,664.44</b>	<b>173,052.62</b>	<b>167,437.56</b>	<b>53,680,665.43</b>	<b>53,680,665.43</b>
Administrative Expenses	(590.78)		(38.30)	(6,290.30)	(10,568.55)	(2,745.36)	(2,939.77)	(23,173.06)	(23,173.06)
Professional Fees & Expenses									
Foley & Lardner				(56,899.94)			(294,552.43)	(351,452.37)	(351,452.37)
Steve McCartin, Trustee							(100,000.00)	(100,000.00)	(100,000.00)
Lain Faulkner		(11,757.00)		(59,705.45)	(14,071.10)	(8,353.70)	(5,167.49)	(99,054.74)	(99,054.74)
Distributions:									
Resident Refunds Claims:									
Former Residents				(13,081,304.07)	(1,274,185.46)	(2,277,936.00)	665,163.00	(15,968,262.53)	(15,968,262.53)
Hardship		(29,535.50)	(15,301.00)	(15,301.00)	(15,301.00)	(15,301.00)	(15,301.00)	(106,040.50)	(106,040.50)
Subsidy		(106,256.00)	(53,128.00)	(58,109.00)	(49,551.00)	(62,231.00)	(60,460.00)	(389,735.00)	(389,735.00)
<b>TOTAL DISBURSEMENTS</b>	<b>(590.78)</b>	<b>(147,548.50)</b>	<b>(68,467.30)</b>	<b>(13,277,609.76)</b>	<b>(1,363,677.11)</b>	<b>(2,366,567.06)</b>	<b>186,742.31</b>	<b>(17,037,718.20)</b>	<b>(17,037,718.20)</b>
<b>NET CASH FLOW</b>	<b>52,447,526.80</b>	<b>50,243.91</b>	<b>168,458.79</b>	<b>(13,040,935.03)</b>	<b>(1,143,012.67)</b>	<b>(2,193,514.44)</b>	<b>354,179.87</b>	<b>36,642,947.23</b>	
<b>ENDING CASH BALANCE (Note 1)</b>									<b>36,642,947.23</b>

Note 1: Summary of balances by account:

Veritex - Operating	722,341.80
Stifel	35,920,605.43
<b>TOTAL</b>	<b>36,642,947.23</b>