UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
WESTERN DIVISION

In re:	:	Case No. 25-30191
The Bellevue Hospital	:	Chapter 11
	:	
Debtor.	:	Judge Mary Ann Whipple

NOTICE OF FILING MODIFICATION TO FIRST AMENDED CHAPTER 11 PLAN OF REORGANIZATION OF THE BELLEVUE HOSPITAL
(Related to Doc. 232)

Notice is given that The Bellevue Hospital, debtor and debtor in possession (the "Debtor"), has filed a *Modification to First Amended Chapter 11 Plan of Reorganization of the Bellevue Hospital* (the "Modification") (Doc. 232), which modifies the *First Amended Chapter 11 Plan of Reorganization of the Bellevue Hospital* (Doc. 227). A copy of the Modification, as filed, is attached as Exhibit A.

Respectfully submitted,

/s/ Richard K. Stovall

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SERVICE OF NOTICE OF FILING MODIFICATION TO FIRST AMENDED CHAPTER 11 PLAN OF REORGANIZATION OF THE BELLEVUE HOSPITAL

In conjunction with the filing of this notice, on April 15, 2025, I have requested service of the notice by the Debtor's claims and noticing agent, Kroll Restructuring Administration, LLC, which will file a separate certificate of service.

/s/ Richard K. Stovall
Richard K. Stovall (0029978)

EXHIBIT
A

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
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In re:	:	Case No. 25-30191
The Bellevue Hospital	:	Chapter 11
	:	
Debtor.	:	Judge Mary Ann Whipple

MODIFICATION TO FIRST AMENDED CHAPTER 11 PLAN OF REORGANIZATION OF THE BELLEVUE HOSPITAL

The Bellevue Hospital, debtor and debtor in possession, submits this *Modification to First Amended Chapter 11 Plan of Reorganization of The Bellevue Hospital* under § 1127 of the Code.[1]

The Plan shall be, and hereby is, modified as follows:

1. The definition of "Effective Date" in Article I of the Plan shall be modified to read as follows:

> *28. "Effective Date" shall mean the date which is twenty-one (21) business days after Confirmation, unless an earlier date is selected by the Debtor.*

2. The treatment of the Allowed Claim of the Senior Secured in Class 2.3 under Article IV of the Plan shall be modified to read as follows:

> *CLASS 2.3: In accordance with the consent of the Senior Secured Creditor as expressed during the Auction, the Allowed Claim of the Senior Secured Creditor shall be bifurcated into (i) an Allowed Secured Claim up to the amount of the Senior Secured Creditor Payment in this Class 2.3, and (ii) an Allowed Claim in Class 3 of this Plan up to the total amount of the Senior Obligations, regardless of when incurred, in excess of the Senior Secured Creditor Payment. The Senior Secured Creditor Payment shall be paid to the Senior Secured Creditor on the Effective Date. Upon receipt of the Senior Secured Creditor Payment, the Senior Secured Creditor shall promptly release, or consent to the prompt release, of all liens it holds in any and all assets of the Debtor, including the Senior Collateral. For the avoidance of any doubt, any portion of the Allowed Claim of the Senior Secured Creditor not satisfied by payment of the Senior Secured Creditor Payment shall be included in Class 3 hereof.*

[1] Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the *First Amended Chapter 11 Plan of Reorganization of The Bellevue Hospital* filed on April 9, 2025 (Doc. 227).

3. Paragraph 1 of Article VIII of the Plan shall be modified to read in its entirety as follows:

1. <u>General Provisions</u>. All payments or other distributions provided for by this Plan to holders of Allowed Claims in Classes 1, 2.1, 2.2, 2.3, 2.4, 2.5, and 2.6 hereof shall be made as set forth in the Plan from funds of the Debtor as of the Effective Date, funds received from the Substitute Member as the Acquisition Amount pursuant to the Amended Membership Substitution Agreement, funds generated subsequent to the Effective Date by the Debtor through its operations, and funds realized through the sale by the Debtor of any of its property. All payments or other distributions provided for by this Plan to holders of Allowed Claims in Class 3 hereof shall be made from the General Unsecured Creditors Fund and, if applicable, from the Designated Retained Actions Net Proceeds Disbursements.

4. Paragraph 4 of Article VIII of the Plan shall be modified to read in its entirety as follows:

4. <u>Disbursements of General Unsecured Creditor Fund; Designated Retained Actions Net Proceeds Disbursements</u>. No later than the ninetieth (90^{th}) day following the Effective Date the Debtor shall distribute to holders of Allowed Claims in Class 3, on the basis as provided in Article IV hereof, the balance then on hand in the General Unsecured Creditors Fund, less such Disputed Class 3 Claims Reserve as it may reasonably determine. Thereafter, and only to the extent that Allowed Claims in Class 3 have not been satisfied in full, the Debtor shall, on the first day of the third full calendar quarter following the calendar quarter in which the Effective Date falls, and continuing thereafter on a semi-annual basis,

distribute to holders of Allowed Claims in Class 3, on the basis as provided in Article IV hereof, any Designated Retained Actions Net Proceeds then in its possession, less such Disputed Class 3 Claims Reserve as it may reasonably determine.

5. Article X of the Plan shall be modified to read in its entirety as follows:

ARTICLE X
PROVISIONS REGARDING SUBSTITUTION OF MEMBER; AMENDMENT OF ARTICLES OF INCORPORATION AND CODE OF REGULATIONS OF DEBTOR

As of the Effective Date, pursuant to the terms of the Amended Member Substitution Agreement, which terms are fully incorporated herein by this reference and in exchange for the Acquisition Amount, the Substitute Member shall become the sole corporate member of the Debtor, the Articles of Incorporation of the Debtor and the Code of Regulations of the Debtor shall each be amended and restated as therein provided, and the Debtor's Board of Directors shall be comprised of the Firelands' Board of Directors. The Debtor shall be authorized to file with all appropriate Governmental Units such documentation as may be necessary to reflect any and all modifications and amendments required hereunder, the revised nature of Debtor's organizational structure, and the modification to the identity of the Substitute Member as the sole member of the Debtor. Attached to this Modification and incorporated as Exhibit D to the Plan is a schedule identifying the members of the Firelands' Board of Directors who will constitute the members of the Debtor's Board of Directors as of the Effective Date.

Except as otherwise expressly modified hereby the terms and provisions of the Plan shall remain as originally set forth and filed in Doc. 227.

THE BELLEVUE HOSPITAL

/s/ Sara K. Brokaw
By: Sara K. Brokaw, Chief Executive Officer, and President

EXHIBIT D

FIRELANDS' BOARD OF DIRECTORS

The following are the individuals currently comprising the Firelands' Board of Directors and who shall constitute the Debtor's Board of Directors as of the Effective Date[1]:

- Lee Ann Alexakos, Vice Chair
- John Bacon
- Shelly Chesbro
- Gregory D. Graves
- Roger Gundlach
- James Hart
- Bryan Kasper
- Theodore Kasper
- Richard Keller, M.D.
- James O. Miller, Board Chair
- Allen Nickles
- Jeremy Normington-Slay, President and CEO
- Paula Rengel
- James Wible
- Luvada Wilson
- Scott Campbell, M.D., Secretary
- Kevin Riley, Treasurer (non-voting)

[1] Firelands' annual meeting of its Board of Directors is April 28, 2025, and it is anticipated that Allen Nickles and James Wible will rotate off the Board, and Matt Kosier will join the Board prior to the Effective Date.