



Vendor FAQ About the National Organization's Chapter 11 Filing

National Vendor Questions

1. Why should I continue doing business with the BSA?

The BSA expects to operate as usual throughout the restructuring – including paying vendors under the normal terms of our contracts for any goods and services delivered to our organization on or after February 18, 2020, the day of our Chapter 11 filings.

2. Can I change the terms of my contract or require cash on delivery?

There is absolutely no reason to change the terms of your contract with our organization. The national organization expects to operate as usual throughout the restructuring – including paying all vendors under the normal terms of our contracts for any goods and services delivered to our organization from February 18, 2020 forward.

3. How do I know whether my claims will be affected by the restructuring?

If your contract or PO is with the national organization, any payment you may be owed for goods and services delivered prior to February 18, 2020, the day of our Chapter 11 filings, will be addressed as part of the Chapter 11 process. In most instances, these claims will not be paid until the end of the case. It is too early to speculate on specific payment terms.

4. Do you expect to file an Essential Vendor Motion as part of your Chapter 11 case? If so, how can I be included?

The national organization will file a limited Essential Vendor Motion to help expedite certain payments to vendors whose goods and services are truly essential to our ability to operate as usual during the Chapter 11 process. The Bankruptcy Court has high standards regarding which vendors may be considered “essential,” which is why we cannot offer these terms to all of our partners. Those who are included in the Essential Vendor Motion will receive additional information as soon as the motion is approved. This motion is filed with the Court and available for all vendors via our restructuring website, www.OfficialBSAClaims.com.

5. How can I get on the Essential / Critical Vendor list?

At this time, there is no list of vendors who will be covered under the BSA's Essential Vendor Motion. These decisions will be made after the order has been granted, in accordance with the legal standards outlined in the United States Bankruptcy Code. Importantly, one key factor in making these determinations will be vendors' willingness to cooperate with us through the process.

6. The letter I received from the national organization said that, in most instances, claims for goods and services delivered prior to the national organization's Chapter 11 filing will not be paid until the end of the case and may not be paid in full. What are the exceptions? How can I expedite payment for what my company is owed?

There are two potential exceptions that could expedite payment of these “pre-petition” claims:





- The Bankruptcy Code gives priority to vendors whose goods were received during the 20 days immediately prior to the Chapter 11 filing (February 18, 2020). The national organization expects that such claims will be given the appropriate priority in our Chapter 11 case.
- While all of our vendors are important to our efforts, the national organization has filed a limited Essential Vendor Motion to help expedite certain payments to vendors whose goods and services are truly essential to our ability to operate as usual during the Chapter 11 process. The Bankruptcy Court has high standards regarding which vendors may be considered “essential,” which is why we cannot offer these terms to all of our partners. Those who are included in the Essential Vendor Motion will receive additional information as soon as the motion is approved. This motion is filed with the Court and available for all vendors via the Omni Agent Solutions website, www.OfficialBSAClaims.com.

7. What if I provided services to the national organization within 20 days of the Chapter 11 filing – will those claims also be prioritized in the Chapter 11 case?

No. According to the U.S. Bankruptcy Code, administrative priority is only given to claims involving the delivery of goods.

8. What is my current / pre-petition balance?

We cannot provide current balances outstanding at this time because we are in the process of reviewing all of our records and separating pre-petition and post-petition invoices. Within a few months, we will be filing a “Schedule of Assets and Liabilities” with the U.S. Bankruptcy Court. In that document, we will list balances we believe are owed to our creditors, including our vendors.

9. I have unpaid invoices dated before the bankruptcy date (i.e., pre-petition invoices). What should I do?

At the moment, you don't need to do anything. Once the Bankruptcy Court has confirmed the procedures and deadlines for filing claims, all national vendors will receive a proof-of-claim form along with instructions about how to file a claim.

10. Will I need a claim form or will I automatically be paid for the outstanding, pre-petition amounts owed to me?

The BSA cannot advise you on what next steps you should take. We can assure you that all national vendors will receive a proof-of-claim form in the mail along with instructions about filing a claim. If you have a question about the information you receive, these questions would be best directed to your own attorney.

11. If the BSA is not able to pay me 100% of what I am owed for goods and services delivered prior to the filing, what payment can I expect?

If your contract or PO is with the national organization, any payment you may be owed for goods and services delivered prior to filing will be addressed as part of the Chapter 11 case. In most instances, these claims will not be paid until the end of the case. It is too early to speculate on specific payment terms.

12. How can I be sure I will be paid for goods and services delivered after the filings?

Put simply, for the Bankruptcy Code affords administrative priority status to goods and services delivered while we are under the Court's protection.





13. Will vendors have the same contact at the BSA moving forward?

You should continue to work with your usual contacts on all future orders and other ongoing businesses. If you have specific questions related to the Chapter 11 process, the fastest way to get answers is to contact our dedicated restructuring hotline at 1-866-907-BSA1.

14. I contract with the BSA's high-adventure facilities – will my contracts/POs be impacted as a result of this restructuring?

Our high-adventure facilities are operated by the national organization, which means that any payment you may be owed for goods and services delivered prior to the Chapter 11 filings will be addressed as part of the Chapter 11 process. The Bankruptcy Code gives priority to vendors whose goods were received during the 20 days immediately prior to the Chapter 11 filing (February 18, 2020). The national organization expects that such claims will be given the appropriate priority in our Chapter 11 case.

15. Where can I go if I have additional questions about the restructuring?

We have established a dedicated website at www.BSArestructuring.org that contains additional information about our financial restructuring. You may also contact our restructuring hotline at 1-866-907-BSA1. This is the fastest way to get answers to your questions.

Local Council Vendor Questions

1. Will this restructuring have any impact on my local council's ability to continue doing business with me? Will contracts/POs with local councils be impacted by the restructuring?

Local councils are not part of the national organization's Chapter 11 filings. If your contract or PO is with a local council, nothing about the national organization's Chapter 11 process will change your payment terms, regardless of when the goods or services were delivered.

2. If I deliver to a local council, how do I know which entity is responsible for my payment?

These determinations are based on which organization signed your contract or issued your purchase order. If your purchase order or contract is with your local council, nothing about the national organization's Chapter 11 process will change your payment terms, regardless of when the goods or services were delivered. If your purchase order or contract is with the national organization, any payments you are owed for goods and services delivered prior to the national organization's Chapter 11 filing will be addressed through the Chapter 11 process.

3. If the national organization signed my contract/issued my PO, but I delivered to a local council, can't the local council step up to pay me without the delay? Shouldn't the local council stand by these commitments after accepting the goods or service?

Unfortunately, local councils are not legally able to make these payments during the Chapter 11 process. If your purchase order or contract is with the national organization, any payments you are owed for goods and services delivered prior to the national organization's Chapter 11 filing will be addressed through the restructuring process.





4. Is it possible my local council will join the restructuring process at a later date? Can I change the terms of my agreement or require cash on delivery to protect my interests?

Local councils are not expected to join the case. Local councils are legally separate, distinct and financially independent from the national organization.

5. If I deliver to a local council but am currently contracted by the national organization, can I sign a new contract or get a new purchase order with the local organization for future deliveries to avoid any additional risk of working with an organization in bankruptcy?

There is no reason to take this step. The Bankruptcy Code affords administrative priority status to goods and services delivered while the national organization is under the Court's protection.

6. Where can I go if I have additional questions about the restructuring?

The national organization has established a dedicated website at www.BSArestructuring.org that contains additional information about its financial restructuring. You may also contact the restructuring hotline at 1-866-907-BSA1. This is the fastest way to get answers to your questions.

