

Katherine E. Kulbok
**VIRGINIA OFFICE OF THE
ATTORNEY GENERAL**
202 N. 9th Street
Richmond, Virginia 23210
Telephone: (804) 225-3643
Facsimile: (804) 786-2650
kkulbok@oag.state.va.us

Jeremy S. Williams (VA 77469)
KUTAK ROCK LLP
1021 East Cary Street, Suite 810
Richmond, Virginia 23219-4071
Telephone: (804) 644-1700
Facsimile: (804) 783-6192
jeremy.williams@kutakrock.com

*Co-Counsel for the Virginia Department
of Environmental Quality*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
VWS HOLDCO, INC., <i>et al.</i> , ¹)	
)	Case No. 25-10979 (JKS)
)	
Debtors.)	(Jointly Administered)
)	

**JOINDER OF THE VIRGINIA DEPARTMENT OF ENVIRONMENTAL
QUALITY TO THE OBJECTION OF CHESTERFIELD COUNTY, VIRGINIA TO
DEBTOR-IN-POSSESSION FINANCING MOTION**

The Virginia Department of Environmental Quality (“DEQ”), by counsel, hereby joins in with the *Objection of Chesterfield County, Virginia, to Debtor-in-Possession Financing Motion* [Doc. No. 189] filed by Chesterfield County (“Chesterfield”) and requests the same relief as set forth therein, and prays for such other and further relief as the Court deems appropriate. In addition thereto, DEQ states as follows:

JOINDER

1. DEQ specifically joins in the request of Chesterfield that if no viable path forward exists and the cases of the above-captioned debtors (the “Debtors”) are converted to Chapter 7 of the Bankruptcy Code, these matters should be transferred to the United States Bankruptcy Court

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification numbers are as follows: VWS Holdco, Inc. (5412) and Shoosmith Bros., Inc. (6914). The Debtors’ mailing address is P.O. Box 2770, Chesterfield, VA 23832.



for the Eastern District of Virginia, Richmond Division (the “Virginia Bankruptcy Court”). Under 28 U.S.C.A. § 1412, a district court may transfer a bankruptcy case or proceeding to another district “in the interest of justice or for the convenience of the parties” 28 U.S.C.A. § 1412. The standard for transfer is “‘for the convenience of the parties or in the interest of justice’ [which] codifies the doctrine of forum non conveniens.” § 2:37. Venue—Transfer or dismissal of bankruptcy case or proceedings, 1 Bankruptcy Law Manual § 2:37 (5th ed.) (citing *In re Allegheny, Inc.*, 68 B.R. 183 (Bankr. W.D. Pa. 1986). “The language is in the disjunctive; either ground is sufficient for achieving a transfer.” *Id.* (citing *In re Dunmore Homes, Inc.*, 380 B.R. 663 (Bankr. S.D. N.Y. 2008), *In re LaGuardia Associates, L.P.*, 316 B.R. 832 (Bankr. E.D. Pa. 2004) and *In re Pinehaven Associates*, 132 B.R. 982 (Bankr. E.D. N.Y. 1991)). Both standards justify transfer in this circumstance.

2. The applicable factors which the courts consider in conjunction with a request to transfer venue, including in the case of a debtor with substantial environmental concerns, favors transfer. Courts in the Third Circuit have enumerated certain factors to be considered in connection with a motion to transfer venue, including:

(1) plaintiff's choice of forum, (2) defendant's forum preference, (3) whether the claim arose elsewhere, (4) location of books and records and/or the possibility of viewing the premises if applicable, (5) the convenience of the parties as indicated by their relative physical and financial condition, (6) the convenience of the witnesses—but only to the extent that the witnesses may actually be unavailable for trial in one of the fora, (7) the enforceability of the judgment, (8) practical considerations that would make the trial easy, expeditious, or inexpensive, (9) the relative administrative difficulty in the two fora resulting from congestion of the courts' dockets, (10) the public policies of the fora, (11) the familiarity of the judge with the applicable state law, and (12) the local interest in deciding local controversies at home.

In re DHP Holdings II Corp., 435 B.R. 264, 273 (Bankr. D. Del. 2010). Assessing the factors above, the claims against the Debtors arise almost exclusively in Virginia, the Debtors' books and records are in Virginia, a Chapter 7 Trustee will undoubtedly need to be familiar with the operations, visit the location and negotiate with vendors, all of which will occur in Virginia, and the Debtors have no real operations in Delaware. All parties necessary to address the environmental calamity created by the Debtors are in Virginia. The administrative and oversight body, primarily DEQ, is located in Virginia. The collection of evidence and the ascertaining of facts to pursue litigation against the Debtors' principals will need to occur primarily in Virginia. The Judges in Virginia are familiar with applicable Virginia law on environmental regulation having dealt with numerous Chapter 11 mega cases with environmental implications, among others. Finally, the taxpayers of Virginia and the residents of Chesterfield County are the parties in interest which have the most to lose from the outcome of this Bankruptcy Case. As such, there is an overwhelming interest in having these cases administered locally, in Virginia.

3. It is for the reasons set forth above that courts treat debtors with environmental concerns differently and have transferred such bankruptcy cases to the venue of their operations. Specifically, in the case of *Standard Tank Cleaning Corp.*, the United States Bankruptcy Court for the Eastern District of New York granted the motion of the New Jersey Department of Environmental Protection to transfer venue to New Jersey. *See Standard Tank Cleaning Corp.*, 122 B.R. 174 (Bankr. E.D.N.Y. 1990). In reaching such a conclusion, Judge Duberstein noted that a majority of the debtor's creditors were in New Jersey, the debtor had a pending lawsuit in New Jersey and there was no real connection to New York. *Id.* at 177. Similarly, the Debtors' creditors here, aside from its insiders, are primarily located in Virginia. In addition, any enforcement actions, including against the principals, will be brought in Virginia. *See* 11 U.S.C. § 362(b)(4).

Other than being incorporated in Delaware, the Debtors have no real connection there. As such, the environmental concerns at issue here make this case uniquely appropriate for the transfer of venue.

WHEREFORE, based on the foregoing, DEQ respectfully requests that the Court sustain the objection of Chesterfield and to the extent this case is converted, transfer venue of this case to the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division and grant all other relief that the Court deems just and proper.

Dated: July 24, 2025

/s/ Katherine E. Kulbok
Katherine E. Kulbok
Virginia Office of the Attorney General
202 N. 9th Street
Richmond, Virginia 23210
Telephone: (804) 225-3643
Facsimile: (804) 786-2650
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and

KUTAK ROCK LLP
Jeremy S. Williams (VA 77469)
1021 East Cary Street, Suite 810
Richmond, Virginia 23219
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CERTIFICATE OF SERVICE

Pursuant to the Local Rules of this Court, I hereby certify under penalty of perjury that on July 24, 2025, a true and correct copy of the foregoing was served via the Court's ECF system to all registered participants, which includes counsel for the debtors and the U.S. Trustee.

/s/ Katherine E. Kulbok