

GEORGE JEPSEN
ATTORNEY GENERAL



55 Elm Street
P.O. Box 120
Hartford, CT 06141-0120

Office of the Attorney General
State of Connecticut

August 19, 2014

VIA U.S. and ELECTRONIC MAIL

Darlene Stromstad, FACHE, President and CEO
Greater Waterbury Health Network, Inc.
64 Robbins Street
Waterbury, Connecticut 06708

Chad Wable, President and CEO
Saint Mary's Health System, Inc.
56 Franklin Street
Waterbury, Connecticut 06706

Jeffrey Peterson, Senior Counsel
Tenet Healthcare Corporation
1445 Ross Avenue, Suite 1400
Dallas, Texas 75202

**Re: Scheduling Agreement for OHCA Docket Nos. 13-31838-486 and 14-31927-486 and
Attorney General Docket Nos. 13-486-01 and 14-486-02**

Dear Ms. Stromstad, Mr. Wable, and Mr. Peterson:

Thank you for meeting with representatives of the Office of the Attorney General (the "OAG") and the Department of Public Health, Office of Health Care Access ("OHCA") on July 24, 2014, regarding the scheduling of the hospital conversion dockets referenced above—specifically, the proposed joint venture between Greater Waterbury Health Network, Inc. ("GWHN") and Vanguard Health Systems, Inc. ("Vanguard") and the proposed asset purchase of Saint Mary's Health System, Inc. ("SMHS") by Tenet Healthcare Corporation ("Tenet"). Additionally, we appreciate the subsequent email, on August 1, 2014, from Ms. Stromstad detailing the current and projected financial condition of GWHN.

Pursuant to § 19a-486b, our offices propose that the parties agree to the following schedules for completion of the GWHN and SMHS hospital conversion reviews.

1. SMHS and Tenet will file their Application for Conversion at their earliest convenience, but no later than September 12, 2014.

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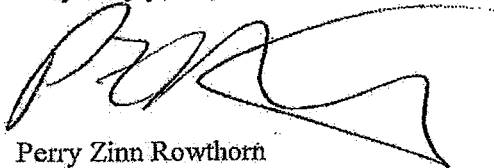
2. Our offices will plan to schedule hearings in the GWHN and the SMHS dockets on October 15, 16 and/or 17, 2014.
3. The parties agree to extend the 120 day review period set forth in Conn. Gen. Stat § 19a-486b until December 5, 2014 in the GWHN conversion. Our offices will make every effort to proceed in a manner that will permit our offices to complete the GWHN review on or before December 5, 2014. If it becomes apparent that due to unforeseen circumstances we cannot complete the GWHN review by that date, GWHN and our offices will convene at the earliest opportunity to agree upon a revised completion date provided such completion date is no later than December 17, 2014.
4. SMHS and our offices will make every effort to proceed in a manner that will permit our offices to issue the final decision in the SMHS conversion matter on or before December 5, 2014. If it becomes apparent that we cannot complete the SMHS review by that date, SMHS and our offices will convene at the earliest opportunity to agree upon a revised completion date.
5. Tenet agrees not to seek to renegotiate the proposed joint venture with GWHN before December 5, 2014, and understands that any effort to renegotiate the joint venture, which results in a material alteration of its terms, after an approval by our offices would be cause for us to reopen or rescind the approval decision. The OAG and OHCA shall have sole discretion to determine the materiality of any alteration to the terms of the joint venture.

If you agree to these scheduling terms, please sign the attached page and return the original to our offices at:

Office of the Attorney General
55 Elm Street, P.O. Box 120
Hartford, Connecticut 06141-0120
Attn: Gary W. Hawes, AAG

Department of Public Health
410 Capitol Avenue
Hartford, Connecticut 06134
Attn: Kevin Hansted, Staff Attorney

Very truly yours,



Perry Zinn Rowthorn
Deputy Attorney General
Office of the Attorney General

Very truly yours



Lisa A. Davis
Deputy Commissioner, MBA, BS, RN
Office of Health Care Access

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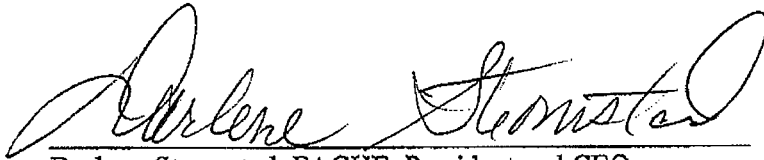
cc: Gary W. Hawes (via electronic mail)
Steven Lazarus (via electronic mail)

Anne Zucker (via electronic mail)
Robert Anthony (via electronic mail)
Collin P. Barron (via electronic mail)

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Signature Page

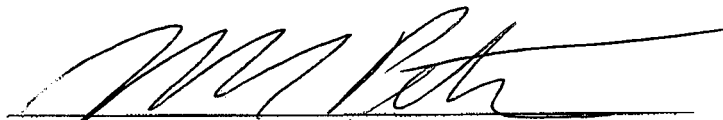


Darlene Stromstad, FACHE, President and CEO
for Greater Waterbury Health Network, Inc.

8/19/14
Date

Chad Wable, President and CEO
for Saint Mary's Health System, Inc.

Date



Jeffrey Peterson, Senior Counsel
for Tenet Healthcare Corporation and
Vanguard Health Systems, Inc.

8/20/14
Date

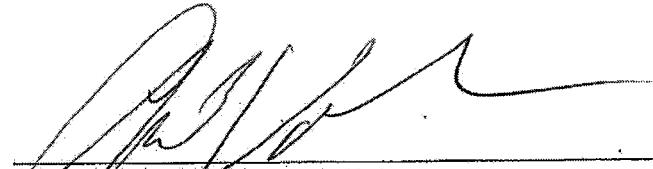
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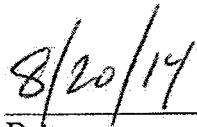
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