

**STATE OF CONNECTICUT**  
OFFICE OF HEALTH CARE ACCESS

M. JODI RELL  
GOVERNOR

CRISTINE A. VOGEL  
COMMISSIONER

May 27, 2009

Charles B. Kime, M.D., President  
Orthopedic Associates of Hartford, P.C.  
85 Seymour Street, Suite 607  
Hartford, CT 06102

Re: CON Determination Request; Report Number: 08-31374-DTR  
Transfer 15% membership to Constitution Surgery Centers, LLC  
Orthopedic Associates Surgery Center, LLC

Dear Dr. Kime:

On May 14, 2009, the Office of Health Care Access ("OHCA") received your Certificate of Need ("CON") Determination request regarding the transfer of 15% of the membership of Orthopedic Associates Surgery Center, LLC to Constitution Surgery Center, LLC. OHCA has reviewed this matter and makes the following findings:

1. Orthopedic Associates Surgery Center LLC ("OASC, LLC") is the legal entity that holds the Department of Public Health Outpatient Surgical Facility license (License 0280) for an outpatient surgery center located at 1111 Cromwell Avenue in Rocky Hill.
2. Orthopedic Associates of Hartford, P.C. ("OAH, P.C.") is an orthopedic physician group and wholly owns 100% membership interest in the legal entity, OASC, LLC. OAH, P.C. is exclusively owned by licensed physicians.
3. Constitution Surgery Centers, LLC ("CSC, LLC") currently manages the Center.
4. OAH, P.C. intends to transfer 15% of its membership interest in OASC, LLC to CSC, LLC.
5. After the planned transfer of membership interest, OASC, LLC will be owned 85% by OAH, P.C. and 15% by CSC, LLC.
6. There is no capital expenditure associated with the proposal.
7. Subsection (c) of Section 19a-493b states, in part, that a transfer or change of ownership or control shall not be required if the following is met:

***An Equal Opportunity Employer***

410 Capitol Ave., MS#13HCA, P.O. Box 340308, Hartford, CT 06134-0308  
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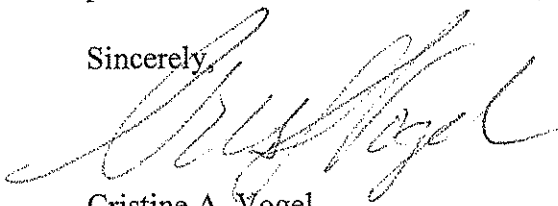
- (1) Prior to any such transfer or change of ownership or control, the outpatient surgical facility shall be owned and controlled exclusively by persons licensed pursuant to section 20-13, either directly or through a limited liability company, formed pursuant to chapter 613, a corporation, formed pursuant to chapters 601 and 602, or a limited liability partnership, formed pursuant to chapter 614, that is exclusively owned by persons licensed pursuant to section 20-13, or is under the interim control of an estate executor or conservator pending transfer of an ownership interest or control to a person licensed under section 20-13, and*
- (2) after any such transfer or change of ownership or control, persons licensed pursuant to section 20-13, a limited liability company, formed pursuant to chapter 613, a corporation, formed pursuant to chapters 601 and 602, or a limited liability partnership, formed pursuant to chapter 614, that is exclusively owned by persons licensed pursuant to section 20-13, shall own and control no less than a sixty per cent interest in the outpatient surgical facility."*

Based on the above, OHCA finds that prior to the transfer of ownership OASC, LLC was wholly owned and controlled OAH, P.C., a professional corporation owned entirely by its licensed physicians and after the planned transfer of 15% membership interest in OASC, LLC, from OAH, P.C. to CSC, LLC, 85% of the membership interest in OASC, LLC will continue to belong to a OAH, P.C., a professional corporation owned entirely by its licensed physicians

OHCA concludes that the transfer of 15% membership interests of OASC, LLC to Connecticut Surgery Center, LLC does not require a Certificate of Need as the transfer satisfies the conditions of Subsection (c) of Section 19a-493b of the Connecticut General Statutes, as referenced above.

Thank you for providing OHCA with the information concerning the ownership of the Orthopedic Associates Surgery Center, LLC. If you have any questions regarding this letter, please contact Karen Roberts, Compliance Officer at OHCA at (860) 418-7001.

Sincerely,



Cristine A. Vogel  
Commissioner

CAV:kr

Copy: Rose McLellan, Licensing Examination Assistant, DHSR, DPH