

WIGGIN AND DANA

*Counsellors at Law*

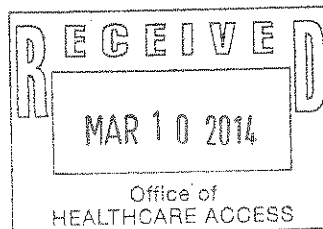
Wiggin and Dana LLP  
One Century Tower  
P.O. Box 1832  
New Haven, Connecticut  
06508-1832  
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Rebecca A. Matthews  
203.498.4502  
203.782.2889 fax  
rmatthews@wiggin.com

March 10, 2014

**VIA HAND DELIVERY**

Lisa Davis, Deputy Commissioner  
Office of Health Care Access  
Department of Public Health  
410 Capitol Avenue, MS# 13HCA  
P.O. Box 340308  
Hartford, CT 06134-0308



**Re: *Certificate of Need Determination Request  
Internal Reorganization within the Yale New Haven Health System***

Dear Deputy Commissioner Davis:

Enclosed please find a Determination Request on Form 2020 filed on behalf of Yale-New Haven Hospital, Inc., Bridgeport Hospital and Greenwich Hospital (the "Applicants"). As referenced in the Determination Request, the proposed reorganization will facilitate current plans to establish an obligated group that will enhance access to capital. Subject to review by the Office of Health Care Access, the Applicants hope to be able to effectuate the reorganization and implement the obligated group on or about April 15, 2014.

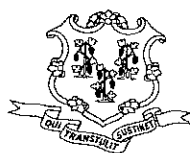
Please feel free to contact me or Nancy Rosenthal if you have any questions. Thank you in advance for your assistance with this Determination Request.

Sincerely,

A handwritten signature in cursive script, appearing to read "Rebecca A. Matthews".

Rebecca A. Matthews

cc: Nancy Rosenthal, Senior Vice President, Health Systems Development



## State of Connecticut Office of Health Care Access CON Determination Form Form 2020

All persons who are requesting a determination from OHCA as to whether a CON is required for their proposed project must complete this Form 2020. The completed form should be submitted to the Director of the Office of Health Care Access, 410 Capitol Avenue, MS#13HCA, P.O. Box 340308, Hartford, Connecticut 06134-0308.

### SECTION I. PETITIONER INFORMATION

If this proposal has more than two Petitioners, please attach a separate sheet, supplying the same information for each Petitioner in the format presented in the following table.

**Please see separate sheet for additional Petitioner.**

	Petitioner #1	Petitioner #2
Full Legal Name	Yale-New Haven Hospital, Inc.	Bridgeport Hospital
Doing Business As	Yale-New Haven Hospital	Bridgeport Hospital
Name of Parent Corporation	YNH Network Corporation/Yale-New Haven Health Services Corporation	Bridgeport Hospital & Healthcare Services, Inc./Yale-New Haven Health Services Corporation
Petitioner's Mailing Address, if Post Office (PO) Box, include a street mailing address for Certified Mail	20 York Street New Haven, CT 06510	267 Grant Street Bridgeport, CT 06610
What is the Petitioner's Status: P for profit and NP for Nonprofit	NP (Nonprofit)	NP (Nonprofit)

<b>Contact Person at Facility,</b> including Title/Position: This Individual at the facility will be the Petitioner's Designee to receive all correspondence in this matter.	Nancy Rosenthal, Senior Vice President, Health Systems Development	Nancy Rosenthal, Senior Vice President, Health Systems Development
Contact Person's Mailing Address, if PO Box, include a street mailing address for Certified Mail	c/o Greenwich Hospital 5 Perryridge Road Greenwich, CT 06830	c/o Greenwich Hospital 5 Perryridge Road Greenwich, CT 06830
Contact Person's Telephone Number	(203) 863-3908	(203) 863-3908
Contact Person's Fax Number	(203) 863-4736	(203) 863-4736
Contact Person's e-mail Address	Nancy.Rosenthal@ greenwichhospital.org	Nancy.Rosenthal@ greenwichhospital.org

	Petitioner #3	Petitioner #4
Full Legal Name	Greenwich Hospital	
Doing Business As	Greenwich Hospital	
Name of Parent Corporation	Greenwich Health Care Services, Inc./Yale-New Haven Health Services Corporation	
Petitioner's Mailing Address, if Post Office (PO) Box, include a street mailing address for Certified Mail	5 Perryridge Road Greenwich, CT 06830	
What is the Petitioner's Status: P for profit and NP for Nonprofit	NP (Nonprofit)	
<b>Contact Person at Facility,</b> including Title/Position: This Individual at the facility will be the Petitioner's Designee to receive all correspondence in this matter.	Nancy Rosenthal, Senior Vice President, Health Systems Development	
Contact Person's Mailing Address, if PO Box, include a street mailing address for Certified Mail	c/o Greenwich Hospital 5 Perryridge Road Greenwich, CT 06830	
Contact Person's Telephone Number	(203) 863-3908	
Contact Person's Fax Number	(203) 863-4736	
Contact Person's e-mail Address	Nancy.Rosenthal@ greenwichhospital.org	

## SECTION II. GENERAL PROPOSAL INFORMATION

- a. Proposal/Project Title:

**Internal Reorganization within the Yale New Haven Health System**

- b. Estimated Total Project Cost:

**There are no capital costs in connection with this project. Fees and costs relating to necessary corporate filings with the Secretary of the State are expected to total approximately \$500.**

- c. Location of proposal, identifying Street Address, Town and Zip Code:

**Petitioner Yale-New Haven Hospital, Inc. ("YNHH") operates an acute care general hospital with campuses located at 20 York Street, New Haven, Connecticut 06510 and 1450 Chapel Street, New Haven, Connecticut 06511.**

**Petitioner Bridgeport Hospital ("BH") operates an acute care general hospital located at 267 Grant Street, Bridgeport, Connecticut 06610.**

**Petitioner Greenwich Hospital ("GH") operates an acute care general hospital located at 5 Perryridge Road, Greenwich, Connecticut 06830.**

**Each of the Petitioners operate various satellite locations in their service areas (see response to Section II(d), below, and Exhibit A).**

- d. List each town this project is intended to serve:

**The Yale New Haven Health System ("YNHHS" or the "System") is a large, integrated delivery system that serves patients throughout the State of Connecticut and beyond. Through its affiliation with Yale University and the Yale School of Medicine, YNHHS has become a destination provider for tertiary and quaternary care for patients from all over the United States, as well as from foreign countries. Through its affiliated hospitals (YNHH, BH and GH), YNHHS provides outpatient and inpatient hospital services mainly to patients in the towns listed on Exhibit B.**

- e. Estimated starting date for the project:

**April 15, 2014 or as soon as possible following receipt of required approvals.**

## SECTION IV. PROPOSAL DESCRIPTION

Please provide a description of the proposed project, highlighting each of its important aspects, on at least one, but not more than two separate 8.5" X 11" sheets of paper. At a minimum each of the following elements need to be addressed, if applicable:

1. If applicable, identify the types of services currently provided and provide a copy of each Department of Public Health license held by the Petitioner.
2. Identify the types of services that are being proposed and what DPH licensure categories will be sought, if applicable.
3. Identify the current population served and the target population to be served.

**Please see description attached.**

**SECTION V. AFFIDAVIT**

**(Each Petitioner must submit a completed Affidavit.)**

Petitioner: Yale-New Haven Hospital, Inc.

Project Title: Internal Reorganization within the Yale New Haven Health System

I, James M. Staten, Chief Financial Officer  
(Name) (Position – CEO or CFO)

of Yale-New Haven Hospital, Inc. being duly sworn, depose and state that the  
(Organization Name)

information provided in this CON Determination form is true and accurate to the best of my  
knowledge.

James Staten 3-7-14  
Signature Date

Subscribed and sworn to before me on March 7, 2014

Irene Noel  
Notary Public/Commissioner of Superior Court

IRENE NOEL  
NOTARY PUBLIC  
State of Connecticut  
My Commission Expires  
May 4, 2014

My commission expires: \_\_\_\_\_

**SECTION V. AFFIDAVIT**


**(Each Petitioner must submit a completed Affidavit.)**

Petitioner: Bridgeport Hospital

Project Title: Internal Reorganization within the Yale New Haven Health System

I, William M. Jennings, President and CEO  
(Name) (Position – CEO or CFO)

of Bridgeport Hospital being duly sworn, depose and state that the  
(Organization Name)  
information provided in this CON Determination form is true and accurate to the best of my  
knowledge.

 02/04/14  
Signature Date

Subscribed and sworn to before me on \_\_\_\_\_

  
Notary Public/Commissioner of Superior Court  
*MARY FRANCES PISKULA*

My commission expires: MARCH 31, 2017



**SECTION V. AFFIDAVIT**

**(Each Petitioner must submit a completed Affidavit.)**

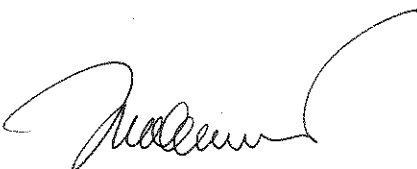
Petitioner: Greenwich Hospital

Project Title: Internal Reorganization within the Yale New Haven Health System

I, Frank A. Corvino, Chief Executive Officer  
(Name) (Position – CEO or CFO)

of Greenwich Hospital being duly sworn, depose and state that the  
(Organization Name)

information provided in this CON Determination form is true and accurate to the best of my knowledge.

 2/4/14  
Signature Date

Subscribed and sworn to before me on February 4, 2014

  
Notary Public/Commissioner of Superior Court

**AMY E ROZMUS**  
**Notary Public**  
My Commission Expires Oct. 31, 2018

My commission expires: \_\_\_\_\_

## SECTION IV: PROPOSAL DESCRIPTION

### Background and Types of Services Provided by Petitioners:

The Yale New Haven Health System (“YNHHS” or the “System”) is an integrated health care delivery system led by Yale-New Haven Health Services Corporation (“HSC”). HSC is a nonstock corporation governed by a self-perpetuating Board of Trustees.<sup>1</sup> As the “parent” of the System, HSC has ultimate authority and control over the significant activities of the System members, including the Petitioners.

Each of the Petitioners is a licensed acute care general hospital. Copies of the licenses issued by the Department of Public Health to the Petitioners are attached as Exhibit A. Petitioners provide comprehensive inpatient and outpatients services to patients from Connecticut and beyond. Most patients, however, come from the Petitioners’ primary and secondary services areas as outlined in Exhibit B.

### Summary of Proposal:

The current organizational structure of the System provides for the Petitioners to be indirect subsidiaries of HSC. An intermediate entity (each, a “Delivery Network Entity”) serves as a direct subsidiary of HSC and parent of each Petitioner. Although separately-incorporated, the Delivery Network Entities operate in tandem with the Petitioners. In fact, the Board of Trustees of each Delivery Network Entity overlaps with the Board of Trustees of its related Petitioner. More specifically:

- Yale-New Haven Hospital, Inc. (“YNHH”) has, as its direct sole member, the Delivery Network Entity known as YNH Network Corporation (“YNHNC”). By the terms of its organizational documents, the Board of Trustees of YNHNC is made up, entirely, of the members of the Executive Committee of YNHH. Accordingly, YNHNC is managed by the same individuals who manage YNHH.
- Bridgeport Hospital (“BH”) has, as its direct sole member, the Delivery Network Entity known as Bridgeport Hospital & Healthcare Services, Inc. (“BHHS”). By the terms of their organizational documents, the composition of the Board of Trustees of BHHS is the same as the composition of the Board of Trustees of BH. Accordingly, BHHS is managed by the same individuals who manage BH.
- Greenwich Hospital (“GH”) has, as its direct sole member, the Delivery Network Entity known as Greenwich Health Care Services, Inc. (“GHCSI”). By the terms of their organizational documents, the composition of the Board of Trustees of GHCSI is the same as the composition of the Board of Trustees of GH. Accordingly, GHCSI is managed by the same individuals who manage GH.

The parent and sole member of each of these Delivery Network Entities (i.e., YNHNC, BHHS and GHCSI) is HSC. As the sole member, HSC has ultimate control over both the Delivery Network Entities and the Petitioners through its power to approve the appointment of trustees and consent to fundamental actions. An organizational chart depicting the current relationships between the entities is set forth in Exhibit C.

The Petitioners now propose to merge each of the Delivery Network Entities with and into its respective hospital. As a result, the Petitioners will become direct subsidiaries of HSC. An organizational chart depicting the proposed relationships between the entities is set forth in Exhibit D.

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<sup>1</sup> HSC and the Petitioners are all nonprofit organizations governed by Boards of Directors or Trustees. For ease of reference here, we refer to Board members of all entities as “trustees.”

This change will not result in any effective change in the governance or control of the Petitioners. HSC will remain the parent of the System and will retain ultimate authority over fundamental actions of the Petitioners. The current Boards of Trustees of the Petitioners – and all current management – will remain in place without change due to the proposed reorganization.

Each Petitioner will continue to hold its existing hospital license and no change in the services provided will result from the reorganization. Combining operations will, however, increase efficiencies and reduce costs by eliminating the need to maintain corporate formalities for the Delivery Network Entities that do not maintain their own separate operations. This reorganization and simplification of the organizational structure of the System will also facilitate the proposed formation of an obligated group (“Obligated Group”). It is currently expected that HSC, along with at least two of the Petitioners (YNHH and BH), together with other members of the System, will join the Obligated Group in order to enhance credit strength and their access to capital. Assuming all approvals are in place, it is anticipated that the Obligated Group will be formed on or about April 15, 2014.

The reorganization described herein will be accomplished, in part, by amending the governing documents of each of the Petitioners to establish HSC as its sole member. For those Petitioners who elect to join the Obligated Group, additional changes will be effected to confirm the authority of HSC as Obligated Group Agent. As indicated above, the current Boards of Trustees will, however, remain in place and no changes will be made to their composition and structure due to the proposed reorganization.

Population Served:

The current population served includes adults and pediatric patients from the towns set forth on Exhibit B. Because of the unique structure of the System and its relationship with Yale University and the Yale School of Medicine, patients come from throughout Connecticut and beyond. The target population and current payor mix will not change as a result of the proposed reorganization.

No Effective Change in Ownership or Governance as Result of Reorganization: The Petitioners are all currently indirect subsidiaries of HSC and, as such, are under the ultimate control of HSC. As a result of the reorganization, each entity will continue to be controlled by HSC. In addition, no changes will be made to the trustees or officers of any of the Petitioners as a result of this reorganization. Operationally, all services will continue in the same manner as they are provided currently. There will be no change in the physical locations of services, facilities or equipment and no changes in the service areas, target populations to be served or current payor mix. Services offered to patients will remain the same and there will be no impact on other providers or on payors.

Efficiencies: Simplifying the organizational structure of the System will result in various efficiencies and cost-savings. Duplicative reporting and management structures will be eliminated. In addition, the simplified structure will facilitate the establishment of an Obligated Group that will enhance credit and optimize borrowing strength, which may be used to improve the delivery of care across the System.

Conclusion: The proposed reorganization will enhance operating efficiencies and facilitate access to cost-efficient capital without any effective change in ownership, governance or oversight. The proposed reorganization is much like other corporate restructurings that do not result in any effective change of ownership and, thus, do not require a certificate of need.<sup>2</sup>

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<sup>2</sup> Although certificate of need decisions and determinations are made on a case by case basis, OHCA has determined that internal reorganizations (for example, mergers of subsidiaries into parent entities or combinations of entities under common control) are permitted without a certificate of need where there will be no change in the Form 2020  
Revised 08/11

**EXHIBIT A**

**Licenses Issued by the Department of Public Health**

Please see attached.

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services provided and no change in ultimate control. The proposed reorganization here will similarly be effected without any change in services or change of ultimate governance or control.

**STATE OF CONNECTICUT**

**Department of Public Health**

**LICENSE**

**License No. 0040**

**General Hospital**

In accordance with the provisions of the General Statutes of Connecticut Section 19a-493:

Bridgeport Hospital of Bridgeport, CT d/b/a Bridgeport Hospital is hereby licensed to maintain and operate a General Hospital.

**Bridgeport Hospital** is located at 267 Grant Street, Bridgeport, CT 06610.

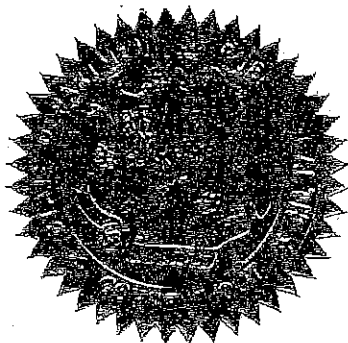
The maximum number of beds shall not exceed at any time:

10 Bassinets  
373 General Hospital Beds

This license expires **March 31, 2014** and may be revoked for cause at any time.  
Dated at Hartford, Connecticut, April 1, 2012. RENEWAL.

Satellites:

Geriatric Partial Hospital, 305 Boston Avenue, Stratford, CT  
Child Partial Hospital, 305 Boston Avenue, Stratford, CT  
Psychiatric Adult Partial Hospital Program, 305 Boston Avenue, Stratford, CT  
Fairfield Urgent Care Center, 309 Stillson Road, Fairfield, CT  
Bridgeport Hospital Primary Care Center, 226 Mill Hill Avenue, Bridgeport, CT



A handwritten signature in cursive script that reads "Jewel Mullen, MD".

Jewel Mullen, MD, MPH, MPA  
Commissioner

STATE OF CONNECTICUT

Department of Public Health

LICENSE

License No. 0045

General Hospital

In accordance with the provisions of the General Statutes of Connecticut Section 19a-493:

Greenwich Hospital of Greenwich, CT d/b/a Greenwich Hospital is hereby licensed to maintain and operate a General Hospital.

Greenwich Hospital is located at 5 Perryridge Road, Greenwich, CT 06830.

The maximum number of beds shall not exceed at any time:

32 Bassinets

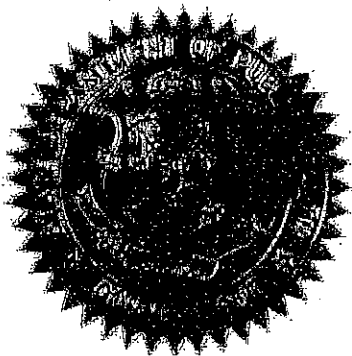
174 General Hospital Beds

This license expires **September 30, 2015** and may be revoked for cause at any time.

Dated at Hartford, Connecticut, October 1, 2013. RENEWAL.

Satellites:

The Endoscopy Center of Greenwich Hospital, 500 West Putnam Avenue, Greenwich, CT  
Greenwich Hospital-Holly Hill Campus, 55 Holly Hill Lane, Greenwich, CT



*Jewel Muller*

Jewel Muller, MD, MPH, MPA  
Commissioner

STATE OF CONNECTICUT

Department of Public Health

LICENSE

LICENSE NO. 0000044

General Hospital

In accordance with the provisions of the General Statutes of Connecticut Section 19a-493:

YALE-NEW HAVEN HOSPITAL INC., of NEW HAVEN, CT d/b/a YALE-NEW HAVEN HOSPITAL, INC. is hereby licensed to maintain and operate a General Hospital.

YALE-NEW HAVEN HOSPITAL, INC. is located at 20 YORK STREET, NEW HAVEN, CT, 06504.

The maximum number of beds shall not exceed at any time:

- 134 Bassinets
- 1407 General Hospital Beds

This license expires September 30, 2015 and may be revoked for cause at any time.

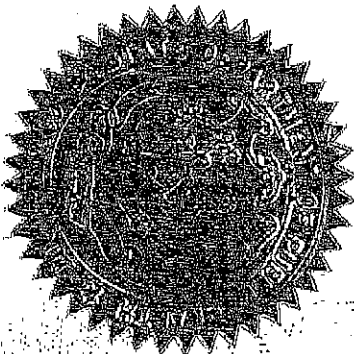
Dated at Hartford, Connecticut, October 1st, 2013

SATELLITES

- Hill Regional Career High School, 140 Legion Avenue, New Haven, CT
- Branford High School Based Health Center, 185 East Main Street, Branford, CT
- Wales Middle School, 185 Dumasus Road, Branford, CT
- James Hillhouse High School Based Health Center, 480 Sherman Parkway, New Haven, CT
- Weller Building, 425 George Street, New Haven, CT
- Yale-New Haven Psychiatric Hospital, 184 Liberty Street, New Haven, CT
- Yale-New Haven Shoreline Medical Center, 111 Gouge Lane, Gullford, CT
- Pediatric Dentistry Center, 1 Long Wharf Drive, New Haven, CT
- YNHASC Temple Surgical Center, 80 Temple Street, New Haven, CT
- YNHASC Woman's Surgical Center, 40 Temple Street, New Haven, CT
- Mauro-Sheridan School Based Health Center, 191 Fountain Street, New Haven, CT
- Yale-New Haven Hospital Dental Center, 2160 Dowell Avenue, Hamden, CT
- Murphy School Based Health Center, 14 Brushy Plain Road, Branford, CT
- YNHCH at Bridgeport, 267 Grant Street, 6th Floor, Bridgeport, CT
- Pediatric Primary Care Center, 216 Mill Hill Avenue, Bridgeport, CT
- Yale-New Haven Hospital-Saint Raphael Campus, 1450 Chapel Street, New Haven, CT
- Adolescent Day Hospital, 646 George Street, New Haven, CT
- Psychiatric Day Hospital, 1294 Chapel Street, New Haven, CT
- Children's Psychiatric Day Hospital, 1480 Chapel Street, New Haven, CT
- Elder Care Clinic, Aewater Clinic, 26 Aewater Street, New Haven, CT
- Elder Care Clinic/Tower One, 18 Tower Lane, New Haven, CT
- Elder Care Clinic/Casa Olona, 133 Sylvan Avenue, New Haven, CT
- Elder Care Clinic/Edith Johnson Tower, 114 Bristol Street, New Haven, CT
- Adult Psychiatric PHP and Continuing Care, 1294 Chapel Street, New Haven, CT
- Elder Care Clinic/Sunside, 200 Oak Street, West Haven, CT
- Troun Magner Academy School-Based Health Center, 259 Edgewood Avenue, New Haven, CT
- Adult PHP, 1100 Sherman Avenue, Hamden, CT
- Project Without Care at Witness, 674 Washington Avenue, West Haven, CT
- Barnard Environmental Studies Magnet School, 170 Derby Avenue, New Haven, CT
- "Sm Bus 2 Go" Dental Mobile Van, 60 Commerce Street, East Haven, CT
- Project Eldercare, 2080 Whitley Avenue, Suite 150, Hamden, CT
- Shoreline Child and Adolescent Mental Health Services, 21 Business Park Drive, Branford, CT

*Jewel Mullen, MD*

Jewel Mullen, MD, MPH, MPA  
Commissioner



**EXHIBIT B**

**Primary and Secondary Service Areas**

Please see attached.



**Bridgeport Hospital**

**PSA**

Bridgeport, CT  
Easton, CT  
Fairfield, CT  
Milford, CT  
Monroe, CT  
Shelton, CT  
Stratford, CT  
Trumbull, CT

**SSA**

Ansonia, CT  
Beacon Falls, CT  
Derby, CT  
Newtown, CT  
Orange, CT  
Oxford, CT  
Seymour, CT  
Weston, CT  
Westport, CT

**Greenwich Hospital**

**PSA**

Armonk, NY  
Bedford, NY  
Darien, CT  
Greenwich, CT  
Harrison, NY  
Larchmont, NY  
Mamaroneck, NY  
New Canaan, CT  
Port Chester, NY  
Pound Ridge, NY  
Rye, NY  
Stamford, CT

**SSA**

New Rochelle, NY  
Norwalk, CT  
Pelham, NY  
Purchase, NY  
Scarsdale, NY  
Weston, CT  
Westport, CT  
White Plains, NY  
West Harrison, NY  
Wilton, CT

**YNHH**

**PSA**

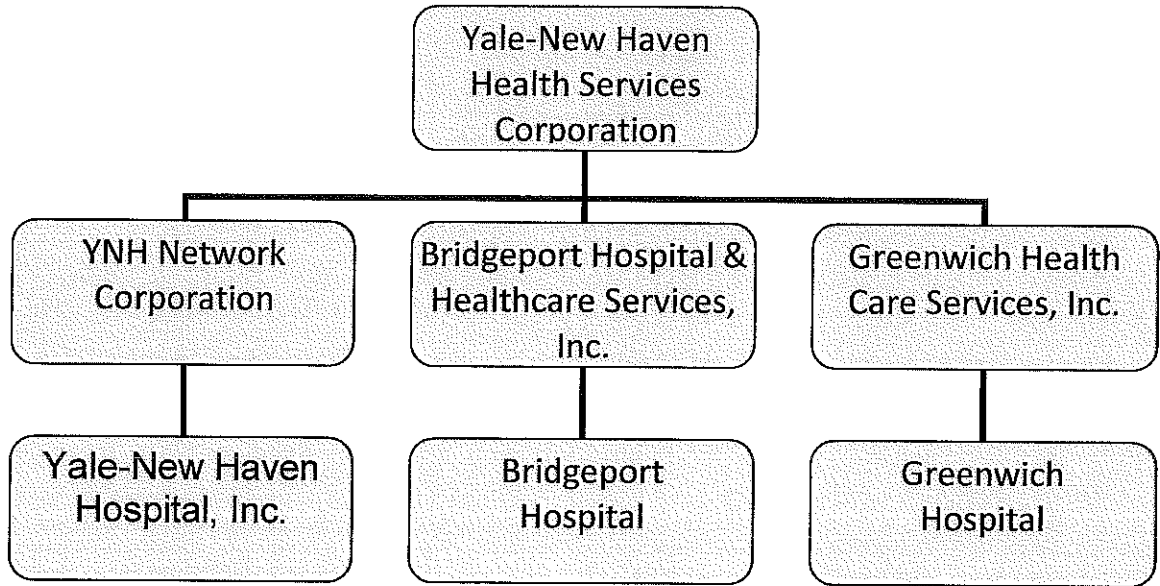
Ansonia, CT  
Beacon Falls, CT  
Bethany, CT  
Branford, CT  
Bridgeport, CT  
Cheshire, CT  
Chester, CT  
Clinton, CT  
Deep River, CT  
Derby, CT  
Durham, CT  
East Haven, CT  
East Lyme, CT  
Easton, CT  
Essex, CT  
Fairfield, CT  
Groton, CT  
Groton, CT  
Guilford, CT  
Haddam, CT  
Hamden, CT  
Killingworth, CT  
Ledyard, CT  
Madison, CT  
Meriden, CT  
Middlefield, CT  
Milford, CT  
Monroe, CT  
Montville, CT  
Naugatuck, CT  
New Haven, CT  
New London, CT  
North Branford, CT  
North Haven, CT  
Old Lyme, CT  
Old Saybrook, CT  
Orange, CT  
Oxford, CT  
Prospect, CT  
Salem, CT  
Seymour, CT  
Shelton, CT  
Stratford, CT  
Trumbull, CT  
Wallingford, CT  
Waterford, CT  
West Haven, CT  
Westbrook, CT  
Woodbridge, CT

**SSA**

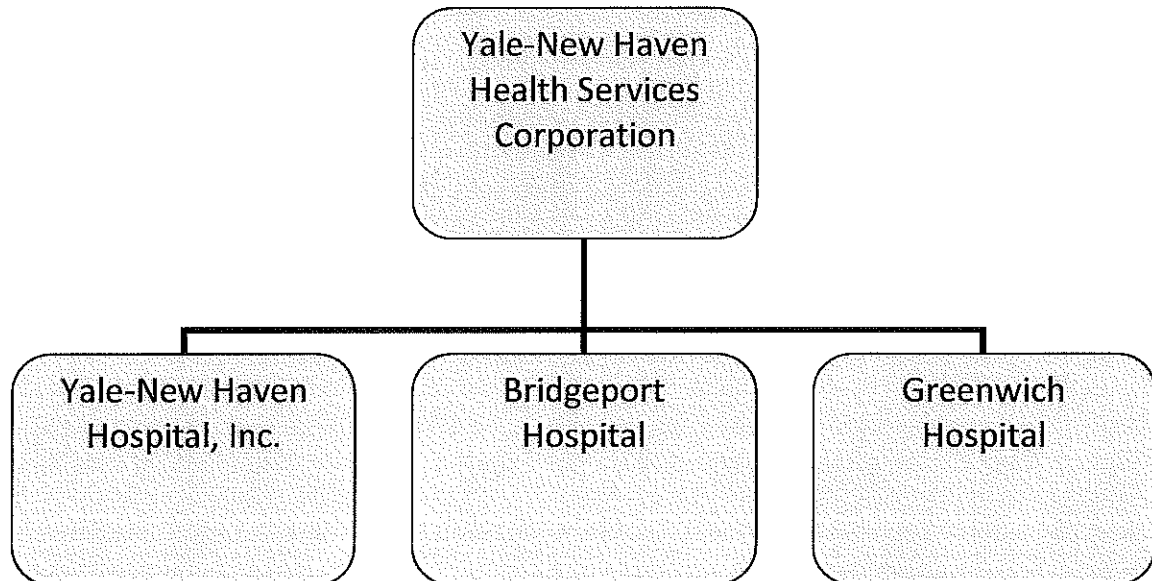
Berlin, CT  
Bethel, CT  
Bethlehem, CT  
Bozrah, CT  
Brookfield, CT  
Canterbury, CT  
Colchester, CT  
Cromwell, CT  
Darien, CT  
East Haddam, CT  
East Hampton, CT  
Goshen, CT  
Lisbon, CT  
Litchfield, CT  
Middlebury, CT  
Middletown, CT  
New Canaan, CT  
New Fairfield, CT  
Newtown, CT  
North Stonington, CT  
Norwalk, CT  
Norwich, CT  
Plainfield, CT  
Preston, CT  
Redding, CT  
Sherman, CT  
Southbury, CT  
Southington, CT  
Sprague, CT  
Sterling, CT  
Stonington, CT  
Thomaston, CT  
Voluntown, CT  
Waterbury, CT  
Watertown, CT  
Weston, CT  
Westport, CT  
Wilton, CT  
Wolcott, CT  
Woodbury, CT

EXHIBIT C

Current Organizational Structure



## EXHIBIT D

Proposed Organizational Structure

Note: The organizational charts attached hereto as Exhibit C and Exhibit D are simplified charts showing only the relationships of the Petitioners to HSC. The Yale New Haven Health System includes various other entities, most of which are not "health care facilities" under Conn. Gen. Stat. §19a-630 and are not, therefore, subject to Conn. Gen. Stat. §19a-638(a)(2).

The merger of the Delivery Network Entities into their respective hospitals (i.e., the merger of YNH Network Corporation into Yale-New Haven Hospital, Inc., the merger of Bridgeport Hospital & Healthcare Services, Inc. into Bridgeport Hospital, and the merger of Greenwich Health Care Services, Inc. into Greenwich Hospital) will, by operation of law, result in the subsidiaries of the Delivery Network Entities becoming subsidiaries of their respective hospitals. This includes some entities that operate or hold ownership interests in licensed outpatient surgical facilities. More specifically:

- Yale-New Haven Ambulatory Services Corporation, which is now a subsidiary of YNH Network Corporation, will, as a result of the merger of YNH Network Corporation into Yale-New Haven Hospital, Inc., become a subsidiary of Yale-New Haven Hospital, Inc. Yale-New Haven Ambulatory Services Corporation holds interests in two licensed outpatient surgical facilities: Shoreline Surgery Center, LLC and SSC II, LLC.
- Greenwich Ambulatory Surgery Center, LLC, which is now a subsidiary of Greenwich Health Care Services, Inc., will, as a result of the merger of Greenwich Health Care Services, Inc. into Greenwich Hospital, become a subsidiary of Greenwich Hospital. Greenwich Ambulatory Surgery Center, LLC holds an interest in Orthopaedic & Neurosurgery Center of Greenwich, LLC, a licensed outpatient surgical facility.

## Greer, Leslie

---

**From:** Hansted, Kevin  
**Sent:** Wednesday, March 12, 2014 1:02 PM  
**To:** Greer, Leslie  
**Cc:** Martone, Kim  
**Subject:** FW: Determination 14-31904-DTR

Leslie,

Please add this to the 14-31904-DTR record.

Thank you

Kevin T. Hansted  
Staff Attorney  
Department of Public Health  
Office of Health Care Access  
410 Capitol Ave., MS #13HCA  
P.O. Box 340308  
Hartford, CT 06134  
Phone: 860-418-7044

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**From:** Rosenthal, Nancy [<mailto:Nancy.Rosenthal@greenwichhospital.org>]  
**Sent:** Wednesday, March 12, 2014 12:33 PM  
**To:** Hansted, Kevin  
**Subject:** Determination 14-31904-DTR

Please let me know if you have any further questions.

1. By effect of the merger of YNHH Network Corp with and into YNHH, YNHH will become the sole member of YNHASC.
2. SSC - no change
3. SSC II- no change
4. GH ASC - By effect of the merger, GH will become the sole member of GH ASC.
5. Ortho & Neuro of GH - No change.

Nancy

**Nancy Rosenthal**  
Senior Vice President-Health Systems Development

**Greenwich Hospital**  
5 Perryridge Rd.

Greenwich, CT 06830  
Phone:(203) 863-3908

[Nancy.Rosenthal@greenwichhospital.org](mailto:Nancy.Rosenthal@greenwichhospital.org)

[www.greenwichhospital.org](http://www.greenwichhospital.org)

Please consider the **environment**  
before printing this email.

This message originates from the Yale New Haven Health System. The information contained in this message may be privileged and confidential. If you are the intended recipient you must maintain this message in a secure and confidential manner. If you are not the intended recipient, please notify the sender immediately and destroy this message. Thank you.

## Greer, Leslie

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**From:** Hansted, Kevin  
**Sent:** Wednesday, March 12, 2014 1:03 PM  
**To:** Greer, Leslie  
**Cc:** Martone, Kim  
**Subject:** FW: Determination 14-31904-DTR

Please also add this to the 14-31904-DTR record.

Thank you

Kevin T. Hansted  
Staff Attorney  
Department of Public Health  
Office of Health Care Access  
410 Capitol Ave., MS #13HCA  
P.O. Box 340308  
Hartford, CT 06134  
Phone: 860-418-7044

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**From:** Hansted, Kevin  
**Sent:** Wednesday, March 12, 2014 9:29 AM  
**To:** Rosenthal, Nancy ([Nancy.Rosenthal@greenwichhospital.org](mailto:Nancy.Rosenthal@greenwichhospital.org))  
**Subject:** Determination 14-31904-DTR

Good morning Nancy,

I reviewed your Determination request and I am unclear as to one issue. Will the action as proposed have an impact or change the governance or controlling body of any of the following:

1. Yale-New Haven Ambulatory Services Corporation
2. Shoreline Surgery Center, LLC
3. SSC II, LLC
4. Greenwich Ambulatory Surgery Center, LLC
5. Orthopaedic & Neurosurgery Center of Greenwich, LLC

Kevin T. Hansted  
Staff Attorney  
Department of Public Health  
Office of Health Care Access  
410 Capitol Ave., MS #13HCA



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## Greer, Leslie

---

**From:** Hansted, Kevin  
**Sent:** Thursday, March 13, 2014 7:22 AM  
**To:** Greer, Leslie  
**Cc:** Martone, Kim  
**Subject:** FW: Determination 14-31904-DTR

Leslie, here is another email to add to the record.

Thank you.

Kevin T. Hansted  
Staff Attorney  
Department of Public Health  
Office of Health Care Access  
410 Capitol Ave., MS #13HCA  
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Hartford, CT 06134  
Phone: 860-418-7044

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---

**From:** Rosenthal, Nancy [<mailto:Nancy.Rosenthal@greenwichhospital.org>]  
**Sent:** Wednesday, March 12, 2014 3:36 PM  
**To:** Hansted, Kevin  
**Subject:** RE: Determination 14-31904-DTR

Kevin,

There will be no changes in the Boards as a result of this action.

**Nancy Rosenthal**  
Senior Vice President-Health Systems Development

**Greenwich Hospital**  
5 Perryridge Rd.  
Greenwich, CT 06830  
Phone:(203) 863-3908

[Nancy.Rosenthal@greenwichhospital.org](mailto:Nancy.Rosenthal@greenwichhospital.org)

[www.greenwichhospital.org](http://www.greenwichhospital.org)

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**From:** Hansted, Kevin [<mailto:Kevin.Hansted@ct.gov>]  
**Sent:** Wednesday, March 12, 2014 1:12 PM  
**To:** Rosenthal, Nancy  
**Subject:** RE: Determination 14-31904-DTR

Thank you Nancy. With respect to YNHASC, will there be a change in the YNHASC board members as a result of the merger of YNHH Network Corp with and into YNHH?

Also, with respect to GH ASC, will there be a change in the GH ASC board members as a result of the merger?

Kevin T. Hansted  
Staff Attorney  
Department of Public Health  
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**From:** Rosenthal, Nancy [<mailto:Nancy.Rosenthal@greenwichhospital.org>]  
**Sent:** Wednesday, March 12, 2014 12:33 PM  
**To:** Hansted, Kevin  
**Subject:** Determination 14-31904-DTR

Please let me know if you have any further questions.

1. By effect of the merger of YNHH Network Corp with and into YNHH, YNHH will become the sole member of YNHASC.
2. SSC - no change
3. SSC II- no change
4. GH ASC - By effect of the merger, GH will become the sole member of GH ASC.
5. Ortho & Neuro of GH - No change.

Nancy

**Nancy Rosenthal**  
Senior Vice President-Health Systems Development

**Greenwich Hospital**  
5 Perryridge Rd.  
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[Nancy.Rosenthal@greenwichhospital.org](mailto:Nancy.Rosenthal@greenwichhospital.org)

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## Greer, Leslie

---

**From:** Hansted, Kevin  
**Sent:** Thursday, March 13, 2014 8:46 AM  
**To:** Greer, Leslie  
**Cc:** Martone, Kim  
**Subject:** FW: Determination 14-31904-DTR

Leslie, this is the last email to be added to the record.

Kevin T. Hansted  
Staff Attorney  
Department of Public Health  
Office of Health Care Access  
410 Capitol Ave., MS #13HCA  
P.O. Box 340308  
Hartford, CT 06134  
Phone: 860-418-7044

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---

**From:** Rosenthal, Nancy [mailto:Nancy.Rosenthal@greenwichhospital.org]  
**Sent:** Thursday, March 13, 2014 8:10 AM  
**To:** Hansted, Kevin  
**Subject:** Re: Determination 14-31904-DTR

No other health care facilities will be impacted.

Nancy

Sent from my iPad

On Mar 13, 2014, at 7:06 AM, "Hansted, Kevin" <[Kevin.Hansted@ct.gov](mailto:Kevin.Hansted@ct.gov)> wrote:

Thank you. One last question, are there any other "health care facilities" besides Yale-New Haven Ambulatory Services Corporation, Shoreline Surgery Center, LLC, SSC II, LLC, Greenwich Ambulatory Surgery Center, LLC, and Orthopaedic & Neurosurgery Center of Greenwich, LLC that would be impacted by the mergers?

Kevin T. Hansted  
Staff Attorney  
Department of Public Health  
Office of Health Care Access  
410 Capitol Ave., MS #13HCA  
P.O. Box 340308  
Hartford, CT 06134

Phone: 860-418-7044

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**From:** Rosenthal, Nancy [<mailto:Nancy.Rosenthal@greenwichhospital.org>]  
**Sent:** Wednesday, March 12, 2014 3:36 PM  
**To:** Hansted, Kevin  
**Subject:** RE: Determination 14-31904-DTR

Kevin,

There will be no changes in the Boards as a result of this action.

**Nancy Rosenthal**  
Senior Vice President-Health Systems Development

**Greenwich Hospital**  
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Greenwich, CT 06830  
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**Sent:** Wednesday, March 12, 2014 1:12 PM  
**To:** Rosenthal, Nancy  
**Subject:** RE: Determination 14-31904-DTR

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Also, with respect to GH ASC, will there be a change in the GH ASC board members as a result of the merger?

Kevin T. Hansted  
Staff Attorney  
Department of Public Health  
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**From:** Rosenthal, Nancy [<mailto:Nancy.Rosenthal@greenwichhospital.org>]

**Sent:** Wednesday, March 12, 2014 12:33 PM

**To:** Hansted, Kevin

**Subject:** Determination 14-31904-DTR

Please let me know if you have any further questions.

1. By effect of the merger of YNHH Network Corp with and into YNHH, YNHH will become the sole member of YNHASC.
2. SSC - no change
3. SSC II- no change
4. GH ASC - By effect of the merger, GH will become the sole member of GH ASC.
5. Ortho & Neuro of GH - No change.

Nancy

**Nancy Rosenthal**

Senior Vice President-Health Systems Development

**Greenwich Hospital**

5 Perryridge Rd.

Greenwich, CT 06830

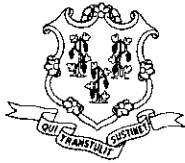
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**STATE OF CONNECTICUT**  
DEPARTMENT OF PUBLIC HEALTH  
*Office of Health Care Access*

March 13, 2014

VIA FACSIMILE ONLY

Ms. Nancy Rosenthal  
Senior Vice President, Health Systems Development  
Yale-New Haven Hospital, Inc.  
20 York Street  
New Haven, CT 06510

RE: Certificate of Need Determination Report Number 14-31904-DTR  
Yale-New Haven Hospital, Inc. / Bridgeport Hospital / Greenwich Hospital  
Reorganization within the Yale New Haven Health System

Dear Ms. Rosenthal:

On March 10, 2014, the Office of Health Care Access ("OHCA") received your Certificate of Need ("CON") Determination request on behalf of Yale-New Haven Hospital, Inc., Bridgeport Hospital and Greenwich Hospital with respect to the reorganization within the Yale New Haven Health System.<sup>1</sup>

Yale-New Haven Hospital, Inc., Bridgeport Hospital and Greenwich Hospital have represented the following with respect to the proposed reorganization:

The Yale New Haven Health System ("YNHHS") is an integrated health care delivery system led by Yale-New Haven Health Services Corporation ("HSC"). HSC is the parent of YNHHS and has ultimate authority and control over the activities of Yale-New Haven Hospital, Inc., Bridgeport Hospital, and Greenwich Hospital. The current organizational structure provides for Yale-New Haven Hospital, Inc., Bridgeport Hospital, and Greenwich Hospital to be indirect subsidiaries of HSC. Yale-New Haven Hospital, Inc., Bridgeport Hospital, and Greenwich Hospital each have an intermediate parent (each, a "Delivery Network Entity") that serves as a direct subsidiary of HSC. The Board of Trustees of each Delivery Network Entity overlaps the Board of Trustees for Yale-New Haven Hospital, Inc., Bridgeport Hospital, and Greenwich Hospital, respectively. HSC is the parent and sole member of each of the Delivery Network Entities. More specifically:

- YNH Network Corporation serves as the Delivery Network Entity for Yale-New Haven Hospital, Inc. YNH Network Corporation's Board of Trustees is made up of the same members as Yale-New Haven Hospital, Inc.'s Executive Committee. Accordingly, YNH Network Corporation and Yale-New Haven Hospital, Inc. have the same management.
- Bridgeport Hospital & Healthcare Services, Inc. is the Delivery Network Entity for Bridgeport Hospital. Bridgeport Hospital & Healthcare Services, Inc. and Bridgeport Hospital's Board of Trustees are composed of the same individuals. Therefore, they share the same management.

---

<sup>1</sup> Pre and post-transaction organizational charts are attached hereto.

*An Equal Opportunity Provider*

*(If you require aid/accommodation to participate fully and fairly, contact us either by phone, fax or email)*

410 Capitol Ave., MS#13HCA, P.O.Box 340308, Hartford, CT 06134-0308  
Telephone: (860) 418-7001 Fax: (860) 418-7053 Email: OHCA@ct.gov



- Greenwich Health Care Services, Inc. acts as the Delivery Network Entity for Greenwich Hospital. Greenwich Health Care Services, Inc. and Greenwich Hospital's Board of Trustees are composed of the same individuals. Therefore, they share the same management.

Yale-New Haven Hospital, Inc., Bridgeport Hospital and Greenwich Hospital are proposing to merge each of their Delivery Network Entities with and into their respective hospitals. As a result, Yale-New Haven Hospital, Inc., Bridgeport Hospital and Greenwich Hospital will become direct subsidiaries of HSC. The mergers will not result in any effective change in the governance or control of Yale-New Haven Hospital, Inc., Bridgeport Hospital or Greenwich Hospital. The current Boards of Trustees for Yale-New Haven Hospital, Inc., Bridgeport Hospital and Greenwich Hospital will remain in place with each hospital retaining its existing hospital license. The current services offered, current target populations and current payor mixes will remain unchanged.

As a result of the aforementioned mergers, Yale-New Haven Ambulatory Services Corporation, which is now a subsidiary of YNH Network Corporation, will become a subsidiary of Yale-New Haven Hospital, Inc. Yale-New Haven Ambulatory Services Corporation holds an interest in two licensed outpatient surgical facilities: Shoreline Surgery Center, LLC and SSC II, LLC. There will be no change to the Boards of Directors for Shoreline Surgery Center, LLC or SSC II, LLC.

Also as a result of the aforementioned mergers, Greenwich Ambulatory Surgery Center, LLC, which is now a subsidiary of Greenwich Health Care Services, Inc., will become a subsidiary of Greenwich Hospital. Greenwich Ambulatory Surgery Center, LLC holds an interest in Orthopaedic & Neurosurgery Center of Greenwich, LLC, a licensed outpatient surgical facility. There will be no change to the Board of Directors for Orthopaedic & Neurosurgery Center of Greenwich, LLC.

No other health care facilities, as defined by Connecticut General Statutes § 19a-630(10), will be impacted by the reorganization.

Connecticut General Statutes § 19a-638(a)(2) requires CON authorization for a "transfer of ownership of a health care facility". Connecticut General Statutes § 19a-630(14) defines a transfer of ownership as "a transfer that impacts or changes the governance or controlling body of a health care facility or institution..." Based upon the representations made by Yale-New Haven Hospital, Inc., Bridgeport Hospital and Greenwich Hospital, the proposed reorganization will not result in any changes to the governance or controlling bodies of any of the health care facilities involved. Therefore, OHCA hereby determines that a CON *is not required* for the proposal as described.

Sincerely,

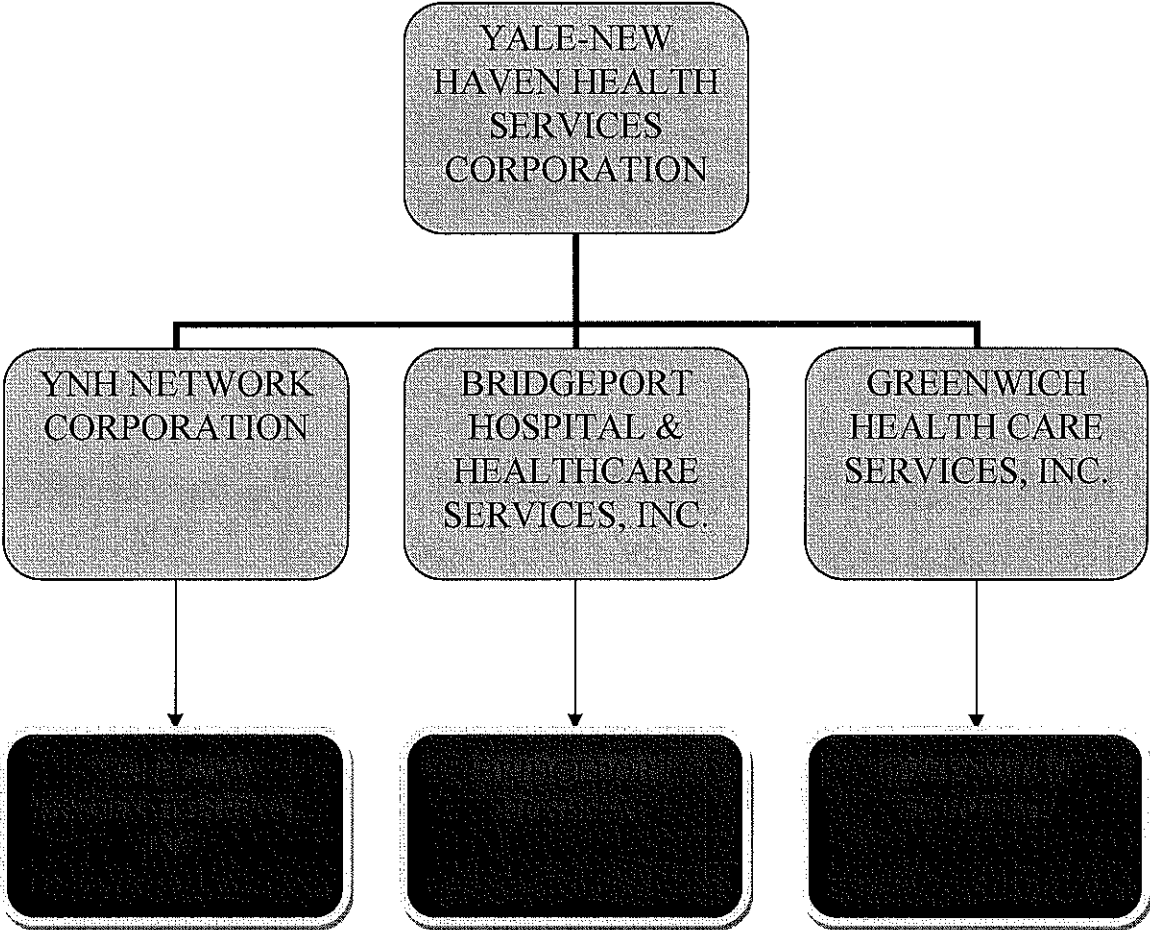


Kimberly R. Martone  
Director of Operations

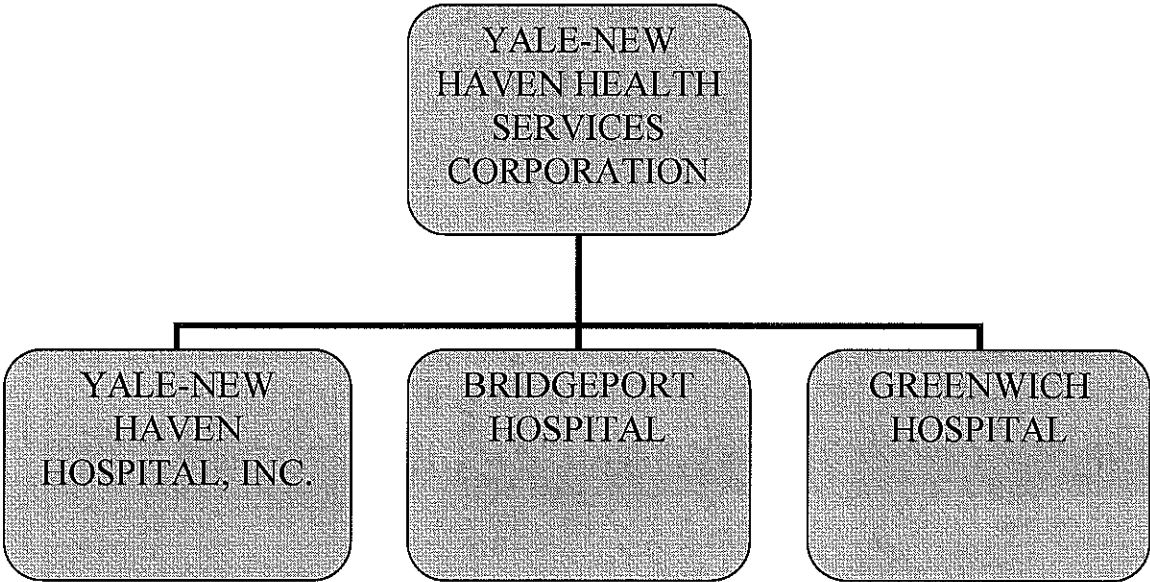
Attachments

C: Rose McLellan, License and Applications Supervisor, DPH, DHSR

**CURRENT ORGANIZATIONAL STRUCTURE**



**PROPOSED ORGANIZATIONAL STRUCTURE**



\* \* \* COMMUNICATION RESULT REPORT ( MAR. 13. 2014 10:07AM ) \* \* \*

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STATE OF CONNECTICUT  
DEPARTMENT OF PUBLIC HEALTH  
OFFICE OF HEALTH CARE ACCESS

FAX SHEET

TO: NANCY ROSENTHAL  
203 863 4736

FAX: \_\_\_\_\_

AGENCY: YALE-NEW HAVEN HOSPITAL

FROM: OHCA

DATE: 3/13/14 Time: \_\_\_\_\_

NUMBER OF PAGES: 5  
*(including transmittal sheet)*

**Comments:**  
Determination for DN; 14-31904 Reorganization within the Yale-New Haven Health System

**PLEASE PHONE Barbara K. Olejarz IF THERE ARE ANY TRANSMISSION PROBLEMS.**

Phone: (860) 418-7001

Fax: (860) 418-7053

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