

# Health Care Market Oversight (HCMO) Program Notice of Material Change Transaction

The applicant must complete and submit this notice of proposed material change transaction to [hcmo.info@oha.oregon.gov](mailto:hcmo.info@oha.oregon.gov).

One important role of the Health Care Market Oversight Program is to notify the community and people living in Oregon when entities propose a material change transaction. This document will be published and serve as the public notice. If requested under public records laws, OHA will disclose all versions of this document received. Contact program staff with any questions or to request technical assistance at [hcmo.info@oha.oregon.gov](mailto:hcmo.info@oha.oregon.gov).

Note: if any entity involved in the proposed transaction has associated National Provider Identifiers (NPIs), complete and submit the NPI form.

## I. General Information about the Transaction and Entities

1. Provide the name, title, organization, and email address of the individual completing this form on behalf of the applicant.

Name	George Paul
Title	Partner
Organization	White & Case LLP
Email Address	george.paul@whitecase.com

Provide a mailing address for OHA to send a physical copy of the final order.

Name	George Paul
Address	701 Thirteenth Street, NW
Unit/ number	
City	Washington
State	D.C.
Zip	20005-3807

2. What type of material change transaction is the applicant proposing<sup>1</sup>?
 

<input type="radio"/> Merger	<input type="radio"/> Contract	<input type="radio"/> Other (specify) _____
<input checked="" type="radio"/> Acquisition	<input type="radio"/> Affiliation	

3. What is the proposed effective date of the material change transaction?

See Appendix A for a complete answer to Item 3.

<sup>1</sup> Please see OAR 409-070-0010 for definitions of transactions subject to review.

4. Briefly describe the applicant completing this notice.

*Describe the notifying applicant's business (including business lines or segments), ownership type (corporation, partnership, limited liability corporation, etc.), governance and operational structure (including ownership of or by a health care entity), annual revenues, and geographic areas of operation. For health care entities, also include provider type (hospital, physician group, etc.), facilities owned or operated, service lines, number of staff, geographic service area(s), and capacity or patients served in Oregon (e.g., number of licensed beds, number of patients, quantity of services provided annually). Include the mailing address, website(s), and Federal Tax ID(s) of the applicant.*

See Appendix A for a complete answer to Item 4.

5. Describe all other entities involved in the proposed transaction.

*For each entity, describe the entity's business (including business lines or segments), ownership type (corporation, partnership, limited liability corporation, etc.), governance and operational structure (including ownership of or by a health care entity), annual revenues, and geographic areas of operation. For health care entities, also include provider type (hospital, physician group, etc.), facilities owned or operated, service lines, number of staff, geographic service area(s), and capacity or patients served in Oregon (e.g., number of licensed beds, number of patients, quantity of services provided annually). Include the mailing address, website(s), and Federal Tax ID(s) of entities involved in the proposed transaction. Limit the response to 500 words per entity described.*

See Appendix A for a complete answer to Item 5.

6. Briefly describe the nature and objectives of the proposed material change transaction, including any changes in ownership, governance, or operational structure, any exchange of funds between the parties (such as any arrangement in which one party agrees to furnish the other party with a discount, rebate, or any other type of refund or remuneration in exchange for, or in any way related to, the provision of health care services).

See Appendix A for a complete answer to Item 6.

7. Briefly describe any anticipated operational or management changes resulting from the transaction, including changes in health care services offered, staffing changes, new investments or other initiatives, implementation of new policies and procedures, and organizational structure changes. Include a description of the transaction's impact on the financial stability of any entity involved in the transaction.

See Appendix A for a complete answer to Item 7.

## II. Impact from the Proposed Transaction

8. Describe the expected impact – increase, decrease, or no change – of the proposed transaction on access to affordable health care in Oregon. Explain your answer.

See Appendix A for a complete answer to Item 8.

9. Explain how, if at all, the proposed transaction will:
  - a. improve health outcomes for residents of this state.

See Appendix A for a complete answer to Item 9(a).

- b. benefit the public good by reducing the growth in patient costs. (If the transaction will not reduce the growth in patient costs, explain why the proposed transaction is in the best interest of the public.)

See Appendix A for a complete answer to Item 9(b).

- c. benefit the public good by increasing access to services for medically underserved populations.

See Appendix A for a complete answer to Item 9(c).

- d. benefit the public good by rectifying historical and contemporary factors contributing to health inequities or access to services.

See Appendix A for a complete answer to Item 9(d).

- 10. Will the proposed transaction result in a decrease in competition? If no, please explain. If yes, describe any anticompetitive effects that may result from the proposed transaction.

See Appendix A for a complete answer to Item 10.

11. Indicate the date and nature of any applications, forms, notices, or other materials you have submitted regarding the proposed material change to any other state or federal agency. *Indicate the date and nature of any other applications, forms, notices, or other materials provided to other state or federal agencies relative to the proposed material change, including but not limited to the Oregon Department of Consumer and Business Services, Oregon Public Health Division, Oregon Department of Justice, U.S. Department of Health and Human Services (e.g., Pioneer ACO or Medicare Shared Savings Program application), Federal Trade Commission, and U.S. Department of Justice.*

See Appendix A for a complete answer to Item 11.

12. Will the proposed material change transaction change control of a public benefit corporation or religious corporation?

No.

### III. Signature

Certification and attestation are not required. The electronic signature below should be the name entered in Question #1 and an individual who can sign on behalf of the applicant.

Electronic Signature  /s George Paul Date  June 7, 2024