

RYAN SMITH & CARBINE, LTD.

ATTORNEYS AT LAW

MEAD BUILDING
98 MERCHANTS ROW
P.O. BOX 310
RUTLAND, VERMONT 05702-0310

TELEPHONE (802) 786-1000
FACSIMILE (802) 786-1100

WRITER'S DIRECT DIAL:

802/786-1025
Writer's e-mail
tmd@rsclaw.com

NEW YORK OFFICE:
RYAN SMITH & CARBINE, P.C.
511 GLEN STREET
GLENS FALLS, NEW YORK 12801

TELEPHONE (518) 499-1272
FACSIMILE (518) 499-1273

PLEASE REPLY TO: VERMONT NEW YORK

R. JOSEPH O'ROURKE
JOHN J. ZAWISTOSKI
THOMAS M. DOWLING
ALLAN R. KEYES
HARRY R. RYAN
GLENN S. MORGAN
JAMES B. ANDERSON ▲
WILLIAM A. O'ROURKE, III
ELIZABETH A. GLYNN
ANDREW H. MAASS
JOHN A. SERAFINO
MARK F. WERLE ▲
MARION T. FERGUSON
CORINA N. SCHAFFNER-FEGARD
TAMMY B. DENTON
THOMAS S. VALENTE ▲
ERIN J. GILMORE
FRANCESCA BOVE
STEPHANIE P. ROMEO
ERIC J. MORGAN
ANTONIN I.Z. ROBBASON
STEPHEN C.H. CASSARINO
▲ ALSO ADMITTED IN NEW YORK

March 5, 2018

Ms. Donna Jerry, Senior Health Policy Analyst
State of Vermont
Green Mountain Care Board
89 Main Street
Montpelier, VT 05602-3101

Via E-mail & Overnight Mail

RE: GMCB – 002-18 CON – Request of Kindred Healthcare, Inc. for Certificate of
Need with Respect to an Internal Corporate Reorganization

REQUEST FOR EXPEDITED REVIEW OF CERTIFICATE OF NEED APPLICATION

Dear Ms. Jerry:

This letter is to request expedited review of the Certificate of Need (“CON”) Application of Kindred Healthcare, Inc. (“Kindred”) with respect to its internal corporate restructuring.

The proposed project does not substantially alter services. In fact, there will be no change in services at the two (2) Vermont Skilled Nursing Facilities, Birchwood Terrace and Starr Farm Nursing Center (the “SNF Facilities”), involved in the internal corporate restructuring as set forth in the CON Request.

In support of that request; Kindred states that this project is consistent with Green Mountain Care Board Rule 4.304 (1)-(2).

Rule 4.304 (1). An applicant seeking expedited review of an application must show, and the Board must determine, that:

(a) the application is likely to be uncontested and the proposed project does not substantially alter services;

...

(e) the application involves any other project that is likely to be uncontested, is consistent with the policies expressed in 18 V.S.A. 9431(a), and may be reviewed appropriately in an abbreviated process.

The application is likely to be uncontested. We are not aware of any person that would object to the corporate restructuring.

The application is consistent with the policies expressed in 18 V.S.A. §9431(a) and may be reviewed in an abbreviated process. 18 V.S.A. §9431(a) provides in pertinent part that “. . . it is declared to be the public policy of this state . . . that all new health care projects be offered or developed in a manner which avoids unnecessary duplication and contains or reduces increases in the cost of delivering services, while at the same time maintaining and improving the quality of an access to health care services, and promoting rational allocation of health care resources in the state; . . .”.

This proposal meets the above criteria because:

- (i) There will be no unnecessary duplication of services. The SNF Facilities will continue to operate in the same manner after the internal corporate restructuring as they did prior to the internal corporate restructuring.
- (ii) The SNF Facilities will maintain and improve the quality of access to healthcare services after the internal corporate restructuring as they did prior to the internal corporate restructuring.

Rule 4.304 (2). A project does not “substantially alter services” if:

(a) the project raises no significant health care policy or planning concerns; and

The internal corporate reorganization by Kindred raises no significant health care policy or planning concerns. Both of the SNF Facilities will provide the same services after the corporate reorganization as they currently offer.

(b)(i) the expenditures associated with the proposed project or action do not have a significant impact on the services provided, the cost of health care or the financial strength of the applicant.

There will be no expenditures by the SNF Facilities. The only expenditures will be by Kindred with none of the expenditures affecting the SNF Facilities.

If you have any questions, please call me.

Sincerely,

A handwritten signature in blue ink, appearing to read "Thomas M. Dowling". The signature is fluid and cursive, with a large initial "T" and "M".

Thomas M. Dowling
TMD/ljm

Cc: Rahul Narula, Esq.
Jeffrey P. Stodghill, V.P. and General Counsel
Shireen T. Hart, Esq.