



**North Carolina Department of Health and Human Services
Division of Health Service Regulation**

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July 11, 2014

Kenneth L. Burgess
301 Fayetteville Street, Suite 1900
Raleigh, NC 27601

Exempt from Review – Acquisition of Facility

Facility: WestCare LifePath Palliative Care and Hospice
Acquisition by: DLP Harris Regional Hospital, LLC
County: Jackson
FID #: 140066

Dear Mr. Burgess:

In response to your letter of June 23, 2014, the above referenced proposal is exempt from certificate of need review in accordance with G.S 131E-184(a)(8). Therefore, DLP Harris Regional Hospital, LLC, may proceed to acquire the above referenced health service facility without first obtaining a certificate of need. However, you need to contact the Acute and Home Care Licensure and Certification Section of the Division of Health Service Regulation to obtain instructions for changing ownership of the existing facility. Note that pursuant to G.S. 131E-181(b): *“A recipient of a certificate of need, or any person who may subsequently acquire, in any manner whatsoever permitted by law, the service for which that certificate of need was issued, is required to materially comply with the representations made in its application for that certificate of need.”*

It should be noted that this Agency's position is based solely on the facts represented by you and that any change in facts as represented would require further consideration by this Agency and a separate determination. If you have any questions concerning this matter, please feel free to contact this office.

Sincerely,

Julie Halatek
Project Analyst

Martha J. Frisone, Interim Chief
Certificate of Need Section

cc: Medical Facilities Planning Branch, DHSR
Acute and Home Care Licensure and Certification Section, DHSR



Certificate of Need Section

www.ncdhhs.gov

Telephone: 919-855-3873 • Fax: 919-733-8139

Location: Edgerton Building • 809 Ruggles Drive • Raleigh, NC 27603

Mailing Address: 2704 Mail Service Center • Raleigh, NC 27699-2704

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Welle

Poyner Spruill ^{LLP}



June 23, 2014

Kenneth L. Burgess
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Via Hand Delivery

Ms. Martha Frisone
Acting Chief
Certificate of Need Section
Division of Health Service Regulation
N.C. Department of Health and Human Services
809 Ruggles Drive
Raleigh, NC 27603

RE: Notice of Exempt Acquisition of an Existing Health Care Facility and Request for No Review Determination: Acquisition of WestCare LifePath Palliative Care and Hospice (FID #140066)

Dear Ms. Frisone:

Our firm represents DLP Harris Regional Hospital, LLC ("DLP Harris") and DLP Healthcare, LLC ("DLP Healthcare"). We are providing this letter pursuant to N.C. Gen. Stat. § 131E-184(a)(8) to inform the Certificate of Need Section ("CON Section") that DLP Harris proposes to acquire ownership and control of substantially all of the assets of WestCare LifePath Palliative Care and Hospice ("WestCare Hospice"), located in Sylva, North Carolina. As you are probably aware, WestCare Hospice is a Medicare-certified, licensed hospice agency (Lic. No. HOS4650), which is licensed to Harris Regional Hospital, Inc. In turn, Harris Regional Hospital, Inc. is owned by WestCare, Inc.

DLP Harris and WestCare, Inc. will enter into an asset purchase agreement pursuant to which DLP Harris will acquire all of the assets of WestCare, Inc., including Harris Regional Hospital, Inc. and WestCare Hospice. Both WestCare, Inc. and Harris Regional Hospital, Inc. are North Carolina nonprofit corporations. DLP Harris is a Delaware limited liability corporation authorized to do business in North Carolina and is a related entity to DLP Healthcare. DLP Healthcare is a joint venture between Duke Quality Network, Inc. (a wholly-controlled affiliate of Duke University Health System, Inc.) and DLP Partner, LLC, a Delaware company which is a related entity to LifePoint Hospitals, Inc., a publicly-traded company that operates 61 hospital campuses in 20 states. An organizational chart depicting the post-closing corporate ownership structure is attached for your convenience.

DLP Healthcare was formed for the purpose of strengthening and improving the delivery of healthcare services throughout North Carolina and the surrounding regions by creating flexible affiliation options for community hospitals. DLP Healthcare currently has affiliation and/or joint ownership arrangements with other North Carolina community hospitals.

As previously noted, in the proposed transaction, DLP Harris will acquire ownership and control of all of the assets of WestCare Hospice. A hospice office is an existing health service facility as defined under North Carolina's Certificate of Need Law at N.C. Gen. Stat. § 131E-176(9b). The Certificate of Need Law provides that, upon receiving prior written notice, the CON Section shall exempt from CON review the

Ms. Martha Frisone
Acting Chief, CON Section
June 23, 2014
Page 2

Poyner Spruill^{LLP}

acquisition of "an existing health service facility, including equipment owned by the health service facility at the time of acquisition." N.C. Gen. Stat. § 131E-184(a)(8).


The purpose of this letter is to serve as the prior written notice required by that statutory provision. Accordingly, we would appreciate receiving written confirmation that DLP Harris's proposed transaction whereby it will acquire ownership of the assets of WestCare LifePath Palliative Care and Hospice, as described herein, is exempt from CON review.

Thank you in advance for your prompt consideration of this request. The parties wish to close the proposed transaction on or about July 31, 2014, and we request a response from you before that time, if possible.

Please contact us if you have questions or need any additional information.

With best regards, I am

Very truly yours,



Kenneth L. Burgess
Partner

Enclosure

cc: (via e-mail, w/ enclosure)
Cory A. Brown, Esq., Counsel for DLP Healthcare
Christy Gudaitis, Esq., Counsel for Duke
Jennifer Peters, Esq., Counsel for LifePoint

State of North Carolina

Department of Health and Human Services Division of Health Service Regulation

*Effective February 17, 2014, this license is issued to
Harris Regional Hospital, Inc.*

*to operate a hospice known as
WestCare LifePath Palliative Care and Hospice*

*located at 26 WestCare Drive
City of Sylva, North Carolina, Jackson County.*

*This license is issued subject to the statutes of the
State of North Carolina, is not transferable and shall expire
Midnight, December 31, 2014.*

Facility ID: 140066

License Number: HOS4650

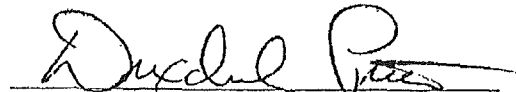
Hospice Services

Authorized by:



Secretary, N.C. Department of Health and
Human Services





Director, Division of Health Service Regulation

DLP HEALTHCARE, LLC

DLP Partner, LLC
97%

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