



NC DEPARTMENT OF HEALTH AND HUMAN SERVICES

ROY COOPER • Governor
MANDY COHEN, MD, MPH • Secretary
MARK PAYNE • Director, Division of Health Service Regulation

VIA EMAIL ONLY

December 9, 2020

Kathryn L. Steffen
kathryn.steffen@arentfox.com

Exempt from Review – Acquisition of Facility

Record #: 3446
Date of Request: December 4, 2020
Facility Name: Brighton Gardens of Greensboro
Type of Facility: ACH
FID #: 970066
Acquisition by: SJV 1 Greensboro, LLC
Business #: 3326
County: Guilford

Dear Ms. Steffen:

The Healthcare Planning and Certificate of Need Section, Division of Health Service Regulation (Agency) determined that the project described above is exempt from certificate of need (CON) review in accordance with G.S. 131E-184(a)(8). Therefore, the above referenced business may proceed to acquire the health service facility identified above without first obtaining a CON. The Agency’s determination is limited to the question of whether the above referenced business would have to obtain a CON if the current owners of the health service facility do in fact sell it to the business listed above. 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.”

If the business listed above does acquire the facility, you should contact the Agency’s Adult Care Licensure Section to obtain instructions for changing ownership of the existing facility.

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 regarding whether a certificate of need would be required. If you have any questions concerning this matter, please feel free to contact this office.

Sincerely,

Celia C. Inman
Celia C. Inman
Project Analyst

Martha J. Pittman
for
Lisa Pittman
Assistant Chief, Certificate of Need

cc: Adult Care Licensure Section, DHSR

NC DEPARTMENT OF HEALTH AND HUMAN SERVICES • DIVISION OF HEALTH SERVICE REGULATION
HEALTHCARE PLANNING AND CERTIFICATE OF NEED SECTION

LOCATION: 809 Ruggles Drive, Edgerton Building, Raleigh, NC 27603
MAILING ADDRESS: 809 Ruggles Drive, 2704 Mail Service Center, Raleigh, NC 27699-2704
https://info.ncdhhs.gov/dhsr/ • TEL: 919-855-3873

December 4, 2020

VIA FEDERAL EXPRESS
VIA EMAIL (MARTHA.FRISONE@DHHS.NC.GOV)

Martha Frisone
Chief, Healthcare Planning and Certificate of Need
Division of Health Service Regulation
Healthcare Planning and Certificate of Need Section
Department of Health and Human Services
809 Ruggles Drive
Raleigh, NC 27603

Kathryn L. Steffen

Associate
202.715.8480 DIRECT
202.857.6395 FAX
kathryn.steffen@arentfox.com

Reference Number
026216.00649

Re: REQUEST FOR CERTIFICATE OF NEED EXEMPTION – ADULT CARE
HOME SALE OF REAL PROPERTY AND CHANGE OF OWNERSHIP

Current Licensee: HCP Greensboro NC OpCo, LLC

Proposed Licensee: SJV 1 Greensboro OpCo LLC

License No.: HAL-041-084

Dear Ms. Frisone:

We are writing to request an exemption from Certificate of Need review pursuant to N.C.G.S.A. § 131E-184 in connection with a transaction involving the transfer of ownership of the adult care home known as Brighton Gardens of Greensboro, located at 1208 New Garden Road, Greensboro, NC 27410 (the “Facility”). The licensed operator of the Facility is HCP Greensboro NC OpCo, LLC (the “Current Licensee”), and the owner of the real property comprising the Facility is HCP MA4 Greensboro NC, LP (the “Current Real Property Owner”). The Current Licensee contracts with Sunrise Senior Living Management, Inc. (“Sunrise”), to manage the Facility.

On or about January 4, 2021 (the “Effective Date”), the Current Real Property Owner will sell the real property comprising the Facility to SJV 1 Greensboro LLC (the “New Real Property Owner”). The New Real Property Owner will then lease the Facility to SJV 1 Greensboro OpCo LLC (the “Proposed Licensee”). We understand that the Proposed Licensee will submit a licensure application to effectuate a change of ownership to the Adult Care Licensure Section of the Department of Health and Human Services in the near future. The Current Licensee will continue to operate the Facility pursuant to an interim sublease with the Proposed Licensee until an adult care home license is issued to the Proposed Licensee, at which time the interim sublease between the Proposed Licensee and the Current Licensee will terminate.

AFDOCS/23266063.1

Sunrise will continue to manage the Facility after the change of ownership. For the interim period, Sunrise will be engaged by the Current Licensee pursuant to an interim management agreement. When the interim sublease terminates, the interim management arrangement will also terminate, and Sunrise will manage the Facility pursuant to a management agreement with the Proposed Licensee.

If you have any questions or would like to discuss this transaction in greater detail, please do not hesitate to contact me.

We look forward to working with you throughout this process.

Sincerely,



Kathryn L. Steffen

From: [Frisone, Martha](#)
To: [Waller, Martha K](#)
Subject: Fwd: [External] Brighton Gardens of Greensboro - Notice of Transaction and Request for CON Exemption
Date: Friday, December 4, 2020 10:22:53 PM
Attachments: [North Carolina - Greensboro- CON Exemption Request.pdf](#)

Get [Outlook for iOS](#)

From: Steffen, Kathryn L. <Kathryn.Steffen@arentfox.com>
Sent: Friday, December 4, 2020 10:20:42 PM
To: Frisone, Martha <martha.frisone@dhhs.nc.gov>
Subject: [External] Brighton Gardens of Greensboro - Notice of Transaction and Request for CON Exemption

CAUTION: External email. Do not click links or open attachments unless you verify. Send all suspicious email as an attachment to [Report Spam](#).

Good evening, Ms. Frisone,

Attached please find a letter requesting CON exemption in connection with an upcoming transaction involving the above-referenced facility. A hard copy has been sent to your attention via Federal Express.

If you have any questions, please let me know.

Thank you,

Kate

Kathryn L. Steffen
Associate

 [Read Our Blog](#) |  [Follow Us on Twitter](#)

Arent Fox LLP | Attorneys at Law
1717 K Street, NW
Washington, DC 20006
202.715.8480 **DIRECT** | 202.857.6395 **FAX**
kathryn.steffen@arentfox.com | www.arentfox.com

CONFIDENTIALITY NOTICE: This e-mail and any attachments are for the exclusive and confidential use of the intended recipient. If you received this in error, please do not read, distribute, or take action in reliance upon this message. Instead, please notify us immediately by return e-mail and promptly delete this message and its attachments from your computer system. We do not waive attorney-client or work product privilege by the transmission of this message.

Email correspondence to and from this address is subject to the North Carolina Public Records Law and may be disclosed to third parties by an authorized State official. Unauthorized disclosure of juvenile, health, legally privileged, or otherwise confidential information,

including confidential information relating to an ongoing State procurement effort, is prohibited by law. If you have received this email in error, please notify the sender immediately and delete all records of this email.