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April 5, 2019

Mr. Michael K. Dexter  
Chief, Center for Health Systems  
Policy & Regulation  
Rhode Island Department of Health  
3 Capitol Hill  
Cannon Building – Room 410  
Providence, RI 02908



Re: Brigham Health, Inc. (“Brigham”) Change In Effective Control (“CEC”)  
Application filed January 30, 2019 (“Application”)

Dear Mr. Dexter:

We write on behalf of Care New England and its’ affiliate, Women & Infants Hospital of Rhode Island (“WIH”), in response to Rhode Island Hospital’s (“RIH”) March 20, 2019 letter concerning the Application. As noted in the Application, WIH is party to a long-term Ground Lease dated as of November 1, 1983 (“Ground Lease”) that establishes legally binding site control over its premises at 101 Dudley St., Providence, Rhode Island.

The Rhode Island Department of Health (“RIDOH”) should follow its established procedures and precedents in determining whether the Application is complete. These procedures and precedents dictate that, notwithstanding the allegations in RIH’s letter, the CEC review process should continue uninterrupted.

First, RIDOH regularly deems applications complete even in instances where an applicant lacks site control. Site control does not bear on an application’s completeness. Rather, it is an issue an applicant must address, if at all, following the completion of a review and a decision by the RIDOH Director. For instance, RIDOH regularly deems applications complete and appropriate for review where applicants commit to purchasing property, but only if an application garners regulatory approval. Here, WIH already has legally binding site control. RIDOH’s review of the Application should continue according to its established practice, and the issue of site control should not delay its completeness determination.

Second, Care New England and WIH vigorously deny that any breach of the Ground Lease will occur if this transaction is approved and completed, but, as noted above that issue

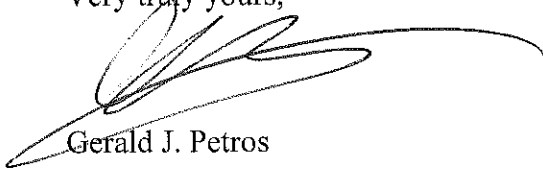
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does not bear on whether the Application is complete. If RIH contends that some aspect of the transaction described in the Application triggers rights under the Ground Lease, it can assert those rights in the appropriate forum. RIDOH is not that forum. In the meantime, RIDOH should continue its review of the Application.

If you have any questions, please contact me.

Very truly yours,



Gerald J. Petros

cc: Ryan M. Gainor, Esq.  
Patricia K. Rocha, Esq.  
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