



Office of Health Care Access Certificate of Need Application

Agreed Settlement

Applicant: Stamford Health System, Inc.

Docket Number: 06-30756-CON

Project Title: The Proposal of Stamford Health System, Inc., to Terminate Its Existing Long-term Care Services at the Tandet Center in Stamford and the Establishment of Mill River Foundation, Inc., as the License Holder and Operator of the Tandet Center

Statutory References: Sections 19a-638 and 19a-639 of the C.G.S.

Filing Date: January 22, 2007

Presiding Officer: Cristine A. Vogel, Commissioner

Decision Date: May 7, 2007

Default Date: May 22, 2007

Staff Assigned: Jack A. Huber

Project Description: Stamford Health System, Inc., proposes to terminate its existing long-term care services at The Center for Continuing Care of Greater Stamford, Inc. d/b/a/The William and Sally Tandet Center for Continuing Care (“Tandet Center”) in Stamford and the establishment of Mill River Foundation, Inc., as the license holder and operator of the Tandet Center.

Nature of Proceedings: On January 22, 2007, the Office of Health Care Access (“OHCA”) received the Certificate of Need (“CON”) application of Stamford Health System, Inc. (“Applicant”) seeking authorization to terminate its existing long-term care services at The Center for Continuing Care of Greater Stamford, Inc. d/b/a/The William and Sally Tandet Center for Continuing Care (“Tandet Center”) in Stamford and the establishment of Mill River Foundation, Inc., as the license holder and operator of the

Tandet Center. The Applicant is a health care facility or institution as defined by Section 19a-630 of the Connecticut General Statutes (“C.G.S.”). OHCA determined that the legal rights, duties or privileges of Mill River Foundation will be specifically affected by OHCA’s decision in this case. Consequently, OHCA deems it appropriate to provide party status to Mill River Foundation, Inc., in this matter pursuant to Section 19a-643-37 of OHCA’s Regulations.

A notice to the public concerning OHCA’s receipt of the Applicant’s Letter of Intent to file its CON application was published in *The Advocate* (Stamford) on June 23, 2006, pursuant to Sections 19a-638, and 19a-639, C.G.S.

OHCA’s authority to review and approve, modify or deny the CON application is established by Sections 19a-638 and 19a-639, C.G.S. The provisions of these sections as well as the principles and guidelines set forth in Section 19a-637, C.G.S., were fully considered by OHCA in its review.

Findings of Fact

Clear Public Need Impact of the Applicant’s Current Utilization Statistics Contribution of the Proposal to the Accessibility and Quality of Health Care Delivery in the Region

1. Stamford Health System, Inc., (“Applicant”) is the parent company and sole member of the following entities: (*May 26, 2006, Letter of Intent, page 10 and October 3, 2006, Initial CON submission, page 2*)
 - The Stamford Hospital: Located at the corner of Shelburne Road and West Broad Street in Stamford, the Hospital is a Connecticut non-stock corporation, operating a 305 licensed bed acute care facility; and
 - The Center for Continuing Care of Greater Stamford, Inc. d/b/a The William and Sally Tandet Center for Continuing Care (“Tandet Center”): Located at 146 West Broad Street in Stamford, the long-term care facility is a Connecticut non-stock corporation, operating a 130 bed licensed skilled nursing home.
2. The Applicant is seeking authorization to terminate its existing long-term care services at the Tandet Center and to sell all of its rights, title and interest in the Tandet Center to Mill River Foundation, Inc. (“MRF”). With the proposed transaction MRF will become the license holder and operator of the Tandet Center. (*October 3, 2006, Initial CON submission, page 2 and Exhibit 9, pages 216 through 272*)
3. The Tandet Center has been in existence since 1988 and is located on the main campus of The Stamford Hospital. (*October 3, 2006, Initial CON submission, pages 2 and 4*)

4. The Tandet Center serves the residents of Stamford, Greenwich, Darien, New Canaan and Norwalk: *(October 3, 2006, Initial CON submission, pages 2 and 4)*
5. The total number of patient days experienced by the Tandet Center annually is 45,488, 43,244 and 40,843 for fiscal years (“FY”) 2003 through 2005, respectively. *(March 28, 2007, Additional information received from the Applicant, page 1)*
6. The Tandet Center offers sub-acute medical and rehabilitative services, long-term care services and dementia care services. Within its array of services the facility offers the following: wound care management, physical therapy, occupational therapy, speech therapy, intravenous therapy, total parenteral nutrition and continuous ambulatory peritoneal dialysis. *(October 3, 2006, Initial CON submission, page 2)*
7. Mill River Foundation, Inc. is registered as a domestic, non-profit corporation with the Georgia Secretary of State and was established on November 14, 2005. MRF is also registered to conduct business in Connecticut. *(October 3, 2006, Initial CON submission, page 14 and January 22, 2007, Completeness Responses, page 3 and Tab 5b)*
8. MRF was established for the purpose of acquiring, owning, maintaining, operating and managing nursing homes and other health care facilities designed to provide nursing care and other care services to serve the needs of the elderly. *(October 3, 2006, Initial CON submission, Attachment 4, pages 119 through 122, and Attachment 18, page 602 through 617)*
9. MRF’s mailing address is 925 North Point Parkway, Suite 440, Alpharetta, GA, 30005-5210. *(April 17, 2007, Additional information submitted by the Applicant, page 1)*
10. MRF filed a determination letter request for tax-exempt status with the Internal Revenue Service (“IRS”) under Code Section 501(c)(3) on September 18, 2006. *(October 3, 2006, Initial CON submission, page 14)*
11. MRF anticipates that the IRS will provide the requisite approval for the 501(c)(3) status by May 31, 2007. MRF further indicates that upon IRS approval, MRF’s tax-exempt status for federal income tax purposes will be retroactive to the September 2006 filing date. *(October 3, 2006, Initial CON submission, page 14 and January 22, 2007, Incompleteness Responses, pages 2 and 3)*
12. MRF has been working to secure all approvals necessary to complete the acquisition of the Tandet Center by mid-2007. *(January 22, 2007, Completeness Responses, page 4)*
13. The Applicant indicates that the need for the proposed transaction is based on the following factors: *(October 3, 2006, Initial CON submission, pages 2 and 3)*
 - The Applicant’s overall strategic plan to:
 - Focus on improvement and expansion of core competencies in providing inpatient and outpatient hospital services;
 - Transition its non-core business to a specialty provider that is better equipped to operate a skilled nursing facility;

- Operating losses that have been incurred by the Tandet Center and the Stamford Health System; and
- The Applicant's intention to:
 - Avoid displacement and disruption of services to Tandet Center residents; and
 - Maintain the Tandet Center as a long-term care provider in the community.

14. In FY 2003, the Stamford Health System sustained an operating loss of \$18.7 million. *(FY 2004 Audited Financial Statements for the Stamford Health System, page 4)*

15. Through the implementation of the Stamford Health System's strategic plan, the Applicant achieved a financial turnaround in FY 2005 that resulted in an overall gain from operations of approximately \$10.5 million. *(October 3, 2006, Initial CON submission, page 3)*

16. The Applicant's actual overall revenue from operations, total operating expense and gain/loss from operations from FY 2003 through FY 2006 are as follows: *(FY 2004 Audited Financial Statements for the Stamford Health System, page 4 and FY 2006 Audited Financial Statements for the Stamford Health System, page 4)*

Table 1: Stamford Health System's Actual Financial Results

Description	FY 2003	FY 2004	FY 2005	FY 2006
Revenue from Operations	\$264,764,761	\$292,588,818	\$320,792,000	\$357,052,000
Total Operating Expense	\$283,469,948	\$291,491,365	\$310,316,000	\$342,498,000
Gain/Loss from Operations	(\$18,705,187)	\$1,097,453	\$10,476,000	\$14,554,000

17. The Applicant indicates that the provisions of providing long-term care differs greatly from those provisions of providing acute care services and that Stamford Health System, Inc., has found it necessary to provide a disproportionate amount of managerial resources to operate the Tandet Center. *(October 3, 2006, Initial CON submission, pages 2 and 3)*

18. The Tandet Center's actual revenue from operations, total operating expense and gain/lose from operations between FY 2003 through FY 2006 are as follows: *(FY 2004 Audited Financial Statements for The Center for Continuing Care of Greater Stamford, page 3 and FY 2006 Audited Financial Statements for The Center for Continuing Care of Greater Stamford, page 3)*

Table 2: Tandet Center's Actual Financial Results

Description	FY 2003	FY 2004	FY 2005	FY 2006
Revenue from Operations	\$13,889,768	\$10,640,967	\$12,203,022	\$12,019,477
Total Operating Expense	\$14,425,386	\$15,982,418	\$14,685,698	\$16,059,945
Gain/Loss from Operations	(\$535,618)	(\$5,341,451)	(\$2,482,676)	(\$4,040,468)

19. The Applicant indicates that the Tandet Center's operating losses have negatively affected its ability to improve Stamford Hospital's operations. *(October 3, 2006, Initial CON submission, pages 4 and 5)*

20. In 2004, the Applicant engaged a broker in the long-term care industry to conduct a nationwide search to identify reputable buyers and negotiate terms that would maximize the value of the facility. The Applicant indicated that MRF emerged as the only viable non-profit purchaser for the Tandet Center. *(October 3, 2006, Initial CON submission, page 4)*
21. In March 2006, the SHS Board of Directors authorized management to move forward with the closure of the Tandet Center unless a sale could be completed in a timely manner. *(October 3, 2006, Initial CON submission, pages 4 and 15)*
22. The parties in this transaction do not anticipate any interruption or reduction in the level of long-term care services currently provided at the Tandet Center. *(October 3, 2006, Initial CON submission, page 4)*
23. Under the terms of the proposed acquisition, MRF will contract with AltaCare Corporation (“AltaCare”), a subsidiary of HP/Holdings, Inc., for management services relating to the day-to-day operation of the Tandet Center. *(October 3, 2006, Initial CON submission, page 4)*
24. AltaCare was formed in 2003 to be a single purpose management company for various nursing homes that its parent or shareholders of the parent owned or controlled. Currently, AltaCare is a provider of long-term care services to approximately 50 skilled nursing homes across the United States. *(October 3, 2006, Initial CON submission, page 4 and January 22, 2007, Completeness Responses, Tab 2, page 4)*
25. The Applicant indicates that no officer or director of any AltaCare affiliated entity is an officer or director of the Mill River Foundation, Inc. *(January 22, 2007, Completeness Responses, Tab 2, page 5)*
26. AltaCare will provide payroll, tax, human resources, informational services, technology and accounting, billing and collection support to the facility through regional managers and staff located at AltaCare’s Alpharetta-based headquarters in Georgia. *(October 3, 2006, Initial CON submission, page 9)*
27. The Applicant indicates that AltaCare should be able to achieve various operating efficiencies at the Tandet Center by reducing overhead expenditures and outside contracting costs, improving purchasing plans and pursuing a planned expansion of the facility’s programmatic offerings. *(October 3, 2006, Initial CON submission, page 4)*
28. The Tandet Center will remain at its present location. *(October 3, 2006, Initial CON submission, page 4)*
29. MRF will acquire the rights to continue to use the Tandet Center name. *(October 3, 2006, Initial CON submission, Exhibit 9, pages 216 through 272)*
30. The Applicant indicates that there will be no displacement of patients currently residing in the facility. *(October 3, 2006, Initial CON submission, page 4)*

31. The facility's current management team, composed of the administrator, medical director and nursing director, will remain at the facility after MRF acquires the Tandet Center. *(October 3, 2006, Initial CON submission, page 6)*
32. MRF will assume most, if not all, payer contracts connected to the Tandet Center, including Medicare and Medicaid provider agreements, Anthem BC/BS, Oxford and Cigna. *(May 26, 2006, Letter of Intent, page 11)*
33. MRF will enter into a separate ground lease with the Applicant for the land upon which the Tandet Center resides for a term of 40 years, with an option to renew. *(October 3, 2006, Initial CON submission, page 13 and Exhibit 17, pages 541 through 601)*
34. The proposal will enable the Tandet Center to continue to serve its current and target populations in Fairfield County. *(May 26, 2006, Letter of Intent, page 11)*
35. If the proposed sale of the Center is not consummated, the Applicant intends to move forward with its plan to close the Tandet Center. *(October 3, 2006, Initial CON submission, pages 4 and 5)*

Financial Feasibility and Cost Effectiveness of the Proposal and its Impact on the Rates and Financial Condition of the Applicant
Impact of the Proposal on the Interests of Consumers of Health Care Services and the Payers for Such Services
Consideration of Other Section 19a-637, C.G.S. Principles and Guidelines

36. The proposal's total capital expenditure is \$5,450,000 and consists of the following components: *(October 3, 2006, Initial CON submission, page 10)*
 - \$5,000,000 in the purchase price of the Tandet Center;
 - \$350,000 in legal fees and "other" costs; and
 - \$100,000 in acquisition of non-medical, administrative equipment.
37. MRF indicates that the proposal's funding sources are as follows: *(October 3, 2006, Initial CON submission, pages 10 and 11)*
 - Conventional loan through a tax-exempt bond issuance of \$7,850,000, which will be applied to the following:
 - \$5,450,000 for the Tandet Center acquisition;
 - \$2,000,000 in operating reserves in the form of a revolving line of credit; and
 - \$400,000 in debt service reserves.
 - MRF operating funds of \$500,000; and
 - MRF contributions of \$10,000.

38. MRF has provided letters of interest from prospective lending institutions regarding the conventional loans being sought to fund the majority of the proposal. *(October 3, 2006, Initial CON submission, page 13)*
39. MRF has commissioned a feasibility study of the Tandet Center acquisition through a third party. The study, which will include a need assessment and a market share analysis, is scheduled to be completed as part of the tax-exempt bond financing process. *(October 3, 2006, Initial CON submission, page 6 and January 22, 2007, Completeness Responses, page 2)*
40. The current and projected payer mix percentages for the first three years of operating the acquired Tandet Center are as follows: *(October 3, 2006, Initial CON submission, page 14)*

Table 3: Tandet Center's Current and Projected Payer Mix

Description	Current	Year 1	Year 2	Year 3
Medicare	22%	25%	28%	30%
Medicaid	54%	55%	57%	58%
TriCare (CHAMPUS)	0%	0%	0%	0%
Total Government	75%	80%	85%	88%
Commercial Insurers	4%	2%	2%	2%
Uninsured	21%	18%	13%	10%
Workers Compensation	0%	0%	0%	0%
Total Non-Government	25%	20%	15%	12%
Total Payer Mix	100.0%	100.0%	100.0%	100.0%

41. MRF's projections regarding revenue from operations, total operating expense and gain/loss from operations associated with the acquired Tandet Center for the first three years of operation are presented in the table below: *(October 3, 2006, Initial CON submission, pages 13 through 15 and Exhibit 20, page 619)*

Table 4: MRF's Projected Financial for the Tandet Center

Description	Year 1*	Year 2*	Year 3*
Revenue from Operations	\$11,417,296	\$12,373,495	\$13,363,374
Total Operating Expense	\$11,791,575	\$12,425,677	\$13,271,176
(Loss)/Gain from Operations	(\$374,279)	(\$52,182)	\$92,188

Note: *Mill River Foundations' fiscal operating year for the Tandet Center will commence January 1st and conclude December 31st of each year.

42. There is no State Health Plan in existence at this time. *(October 3, 2006, Initial CON submission, page 2)*
43. The Applicant has adduced evidence that this proposal is consistent with their long-range plan. *(October 3, 2006, Initial CON submission, page 2)*
44. The Applicant has no current teaching and research responsibilities connected with the Tandet Center. *(October 3, 2006, Initial CON submission, page 8)*
45. There are no distinguishing characteristics of the patient/physician mix. *(October 3, 2006, Initial CON submission, page 8)*

46. Ongoing evaluations of the Tandet Center's operating expenses have achieved the following productivity improvements and costs containment measures: *(October 3, 2006, Initial CON submission, page 8)*
- Renegotiated contracts have led to operating cost reduction of approximately 10%; and
 - A review of nurse staffing has resulted in a decrease in the use of staff overtime and use of per diem staff.
47. The Applicant states the proposal will be cost effective in that the proposal will allow a needed nursing home to remain available to the public. *(October 3, 2006, Initial CON submission, page 15)*
48. The Applicant's proposal will result in no change in the technical, financial and managerial competence of the Applicant to provide efficient and adequate service to the public. *(October 3, 2006, Initial CON submission, pages 6 and 7)*
49. The proposed rates are sufficient to cover the proposed capital expenditure and operating costs associated with the proposal. *(October 3, 2006, Initial CON submission, pages 13 through 15 and Exhibit 20, page 619)*

Rationale

The Office of Health Care Access ("OHCA") approaches community and regional need for Certificate of Need ("CON") proposals on a case by case basis. CON applications do not lend themselves to general applicability due to a variety of factors, which may affect any given proposal; e.g. the characteristics of the population to be served, the nature of the existing services, the specific types of services proposed to be offered, the current utilization of services and the financial feasibility of the proposal.

Stamford Health System, Inc., ("Applicant"), proposes the termination of its existing long-term care services at The Center for Continuing Care of Greater Stamford, Inc. d/b/a/The William and Sally Tandet Center for Continuing Care ("Tandet Center") in Stamford and the establishment of Mill River Foundation, Inc., as the license holder and operator of the Tandet Center.

The Applicant is the parent company and sole member of The Stamford Hospital and the Tandet Center. The Tandet Center is a Connecticut non-stock corporation operating a 130 bed licensed skilled nursing home. The facility is located on the main campus of The Stamford Hospital at 146 West Broad Street in Stamford. The Tandet Center, which has been in existence since 1988, offers sub-acute medical and rehabilitative services, long-term care services and dementia care services.

Mill River Foundation, Inc. ("MRF") is registered as a domestic, non-profit corporation with the Georgia Secretary of State and is also registered to conduct business in Connecticut. MRF was established November 14, 2005, in order to acquire, own, and operate nursing homes and other health care facilities designed to provide health services

for the elderly. Under the terms of the proposed acquisition, MRF will contract with AltaCare Corporation (“AltaCare”), a subsidiary of HP/Holdings, Inc., for management services relating to the day-to-day operation of the Tandet Center. OHCA finds that the proposal will allow a needed nursing home to remain available to the public. Consequently, the Applicant’s proposal with stipulation is acceptable to OHCA.

In addition, the establishment of Mill River Foundation, Inc., as the license holder and operator of the Tandet Center will enable the facility to achieve various operating efficiencies that are currently hampered by the facility not being part of an organization exclusively devoted to long-term care. The proposed management services contract will permit improved facility efficiencies and expanded services within the region.

The CON proposal is financially feasible. The capital expenditure associated with MRF’s acquisition of the Tandet Center is \$5,450,000. The total capital expenditure represents the purchase price of the Tandet Center, legal fees associated with the facility acquisition and equipment costs intended to improve the operation of the facility. The acquisition will be financed through a combination of MRF operating funds and tax-exempted bond financing. MRF has provided letters of interest from prospective lending institutions with regard to the conventional loan financing. OHCA finds that the proposal will allow the Applicant to stem the losses connected with its continued operation of the Tandet Center. Additionally, OHCA finds that the proposal will improve access as well as improve efficiencies at the Tandet Center through enhanced management services.

Based upon the foregoing Findings and Rationale, the Certificate of Need application of Stamford Health System, Inc. to terminate its existing long-term care services at The Center for Continuing Care of Greater Stamford, Inc. d/b/a/The William and Sally Tandet Center for Continuing Care in Stamford and the establishment of Mill River Foundation, Inc., as the license holder and operator of the Tandet Center, at a capital expenditure of \$5,450,000 is hereby GRANTED with stipulations.

Order

Now therefore, the Office of Health Care Access and Stamford Health System, Inc. (“Applicant”) hereby stipulate and agree to the terms of settlement with respect to the Applicant’s request to terminate its existing long-term care services at The Center for Continuing Care of Greater Stamford, Inc. d/b/a/The William and Sally Tandet Center for Continuing Care in Stamford and the establishment of Mill River Foundation, Inc., as the license holder and operator of the Tandet Center, at a total capital expenditure of \$5,450,000, as follows:

1. The Applicant’s request for a Certificate of Need regarding its proposal to terminate its existing long-term care services at The Center for Continuing Care of Greater Stamford, Inc. d/b/a/The William and Sally Tandet Center for Continuing Care (“Tandet Center”) in Stamford and the establishment of Mill River Foundation, Inc., as the license holder and operator of the Tandet Center, at a total capital expenditure of \$5,450,000, is hereby approved.
2. Mill River Foundation, Inc., shall request and receive a determination from the Internal Revenue Service that it is an exempt organization under Internal Revenue Service Code Section 501(c)(3) prior to operating the facility known as the Tandet Center. Once Mill River Foundation receives this determination from the Internal Revenue Service, Mill River Foundation shall submit a copy of the determination to the Office of Health Care Access.
3. Mill River Foundation, Inc., shall at all times maintain its status as an exempt organization under Internal Revenue Service Code Section 501(c)(3). If at any time Mill River Foundation does not maintain its status as an exempt organization under Internal Revenue Service Code Section 501(c)(3), this Certificate of Need shall be terminated and Mill River Foundation shall be required to inform the Connecticut Department of Social Services and the Office of Health Care Access of the change in its exempt status under Internal Revenue Service Code Section 501(c)(3).
4. Mill River Foundation, Inc., agrees that its operation as an organization, and its operation of the facility known as the Tandet Center, will at all times be in compliance with all the requirements for organizations recognized as exempt under Internal Revenue Service Code Section 501(c)(3).
5. Mill River Foundation, Inc., agrees to create and abide by a conflict of interest policy that is identical or substantially identical to that set out in the Internal Revenue Service’s Instructions to Form 1023, (Rev. June 2006), Appendix A; which shall be submitted to the Office of Health Care Access and the Office of Health Care Access shall review and approve such policy prior to Mill River Foundation’s operation of the facility known as the Tandet Center.
6. Mill River Foundation, Inc., shall commission and receive through a third party, the results of a feasibility study of the Tandet Center acquisition. The feasibility report

shall be completed as part of the financing process associated with the Tandet Center acquisition prior to the issuance of the tax-exempt bonds. The feasibility report will include a need assessment and a market share analysis regarding the operation of the Tandet Center. The feasibility report shall be submitted to the Office of Health Care Access and the Office of Health Care Access shall review and approve such feasibility report prior to Mill River Foundation's acquisition of the Tandet Center.

7. Mill River Foundation, Inc., agrees that for a period of 3 fiscal years, to annually provide the Connecticut Department of Social Services and the Office of Health Care Access a financial statement including an audit report of a certified public accountant within five months of the close of its fiscal year; and a certification under oath by an authorized representative that there is no other controlling interest in the Mill River Foundation by another entity, as defined under federal Medicare and Medicaid law.
8. Mill River Foundation, Inc., agrees that for a period of 3 fiscal years, to annually provide to the Connecticut Department of Social Services and the Office of Health Care Access a copy of its IRS Form 990, as submitted to the IRS.
9. Mill River Foundation, Inc., agrees that all fees paid to outside organizations for management services shall be paid under arms-length agreements to unrelated parties and must be approved by the Commissioner of the Connecticut Department of Social Services in accordance with the factors set forth in Regulations of Connecticut State Agencies, Section 17-311-52(g). No fee may be paid that exceeds that approved by the Commissioner of the Connecticut Department of Social Services regardless of the payor of nursing home services for which management services are provided.
10. Mill River Foundation, Inc., agrees to utilize a nursing home management services provider that is certified by the Connecticut Department of Public Health to provide such services as set forth in Public Act 06-195, Section 23, as codified in Section 19a-561 of the Connecticut General Statutes.
11. The authorization shall expire on July 1, 2008. Should the termination of existing long-term care services at the Tandet Center by Stamford Health System and the establishment of Mill River Foundation, Inc., as the license holder and operator of the Tandet Center not be completed by that date, the Applicant must seek further approval from the Office of Health Care Access to complete the project beyond that date.
12. Mill River Foundation, Inc. shall not exceed the approved capital expenditure of \$5,450,000. In the event that Mill River Foundation, Inc. learns of potential cost increases or expect that the final project costs will exceed those approved, Mill River Foundation, Inc. shall file with the Office of Health Care Access a request for approval of the revised project budget.

13. The Office of Health Care Access and Stamford Health System, Inc. agree that this Agreed Settlement represents a final agreement between the Office of Health Care Access and Stamford Health System, Inc. with respect to this request. The signing of this Agreed Settlement resolves all objections, claims and disputes, which may have been raised by the Applicant with regard to Docket Number: 06-30756-CON.

14. This Agreed Settlement is an order of the Office of Health Care Access with all the rights and obligations attendant thereto, and the Office of Health Care Access may enforce this Agreed Settlement pursuant to the provisions of Sections 19a-642 and 19a-653 of the Connecticut General Statutes at the Applicant's expense, if the Applicant fails to comply with its terms.

May 3, 2007

Date

Signed by Brian Grissler

Duly Authorized Agent for
Stamford Health System, Inc.

May 2, 2007

Date

Julie Mittleider

Duly Authorized Agent for
Mill River Foundation, Inc.

The above Agreed Settlement is hereby accepted and so ordered by the Office of Health Care Access on April 27, 2007.

May 7, 2007

Date

Signed by Cristine A. Vogel

Cristine A. Vogel
Commissioner

CAV:jah