



Department of Health

Three Capitol Hill  
Providence, RI 02908-5097

TTY: 711

**MINUTES OF MEETING**  
**HEALTH SERVICES COUNCIL**

**DATE:** 31 October 2017

**TIME:** 2:00 PM

**LOCATION:** Department Operations Center  
Rhode Island Department of Health

**ATTENDANCE:**

Name	Present	Absent	Excused
Victoria M. Almeida, Esq. (Chair)	X		
John J. Barry III	X		
Stephen Boyle	X		
Raymond C. Coia, Esq. (Secretary)	X		
John X. Donahue	X		
Linda Johnson	X		
Lisa Lasky, CPA	X		
Jeanette S. Matrone, RN, PhD (Vice Chair)			X
Tara Provencal	X		
John Sepe	X		

**Staff:** Michael K. Dexter, Morgan Enroth, Margaret Gradie, Kendall Jerzyk (Intern), Stephen Morris, Esq., Sandra Powell, Paula Pullano, Sullivan Roberts

**Public:** (Attached)

**1. Call to Order, Approval of Minutes, Conflict of Interest Forms and Extension for the Minutes Availability**

The meeting was called to order at 2:04 PM. The Chair noted that conflict of interest forms are available to any member who may have a conflict. Minutes of the Health Services Council meeting of 10 October 2017 were adopted as submitted. A motion was made and passed by a vote of nine in favor and none opposed (9-0) that the availability of minutes for this meeting be extended beyond the time frame as provided for under the Open Meetings Act. Those members voting in favor were: Ms. Almeida, Mr. Barry, Mr. Boyle, Mr. Coia, Mr. Donahue, Ms. Johnson, Ms. Lasky, Ms. Provencal and Mr. Sepe.



## 2. General Order of Business

The next item on agenda was the application of **Bannister Operations Associates, LLC** d/b/a Bannister Center for Rehabilitation and Health Care (whose members have common ownership with Centers for Care LLC d/b/a Centers Health Care) for the Change of Effective Control of Park View Operations Associates, LLC d/b/a Park View Center for Rehabilitation and Health Care, a 66-bed Nursing Facility located at 31 Parade Street in Providence

Representatives of the applicant delivered a presentation and answered Council members' questions.

Bannister Operations Associates, LLC d/b/a Bannister  
Center for Rehabilitation & Health Care

Change in Effective Control Application for Park View  
Center for Rehabilitation & Health Care

October 31, 2017



A motion was made by Mr. Donahue, seconded by Mr. Barry and Mr. Boyle and approved by a vote of 7 in favor, none opposed, and two recused (7-0-2) to recommend that the application be approved subject to the standard conditions of approval. Those members voting in favor included: Mr. Barry, Mr. Boyle, Mr. Coia, Mr. Donahue, Ms. Johnson, Ms. Lasky, and Ms. Provencal. Those members recused included: Ms. Almeida and Mr. Sepe.

The next item on agenda was the application of **Prime Healthcare Foundation, Inc.;** **Prime Healthcare Services – Landmark, LLC;** and **Prime Healthcare Management II, Inc.** for the Change in Effective Control of Landmark Medical Center located at 115 Cass Avenue in Woonsocket; and Rehabilitation Hospital of Rhode Island located at 116 Eddie Dowling Highway in North Smithfield.

Representatives of the applicant delivered a presentation and answered Council members' questions.



## Prime Healthcare Services – Landmark, LLC

Change in Effective Control Application, October 31, 2017

*Saving hospitals. Saving jobs. Saving lives.*

An expert engaged by the Rhode Island Department of Health delivered a presentation on a legal review on the proposed transaction. The expert discussed several unanswered questions still held on the proposed transaction.



Public comment in opposition to the application was made by Elizabeth Ward. Ms. Ward addressed a current federal investigation involving the applicant and concerns with the applicant's character.

Public comment in opposition to the application was made by Lisa Baldelli Hunt, Mayor of Woonsocket. Mayor Hunt discussed the negative impacts the proposal could have on the fragile economic state of Woonsocket and brought up concerns with the applicant's character.

Public comment in opposition to the application was made by John DeSimone, Esq., City Solicitor of Woonsocket. Mr. DeSimone discussed the lack effort the applicant has put in with regard to communications with the City of Woonsocket. He discussed concerns with the applicant's character and concerns with several of the unanswered questions brought forward by the expert. Mr. DeSimone also discussed the Consent Agreement between the applicant and the Rhode Island Department of Health and how reflected the applicant's character.



STATE OF RHODE ISLAND  
DEPARTMENT OF HEALTH

**CONSENT AGREEMENT**

WHEREAS, this matter is before the Rhode Island Department of Health ("RIDOH"), pursuant to the authority conferred upon the Director of Health (the "Director") under the provisions of R.I. General Laws § 23-17 and § 23-17.14, R23-17.14-10(C), the Rules and Regulations Pertaining to Hospital Governance ("HCA Regulations"), R23-17-102(B), the Rules and Regulations for Licensing of Hospitals, and R23-17-REHAB, the Rules and Regulations for Licensing of Nonaccredited Hospital Outlets; and

WHEREAS, Section 1.10 of the HCA Regulations defines a Controlling Interest as "any transfer by a person or partner of an ownership or membership interest or authority in a hospital, or the assets thereof, whether by purchase, merger, consolidation, lease, gift, joint venture, sale, or other disposition which results in a change of ownership or control or possession of twenty percent (20%) or greater of the number of voting rights or interests of the hospital or of the assets of the hospital or persons to which, by virtue of such transfer, a person, together with all persons affiliated with such person, holds or owns, in the aggregate, twenty percent (20%) or greater of the membership or voting rights or interests of the hospital or of the assets of the hospital, or the issuance, acquisition or contribution of a partner which results in a new partner gaining or acquiring a controlling interest in the hospital, or any change in ownership which results in a new person gaining or acquiring a controlling vote in the hospital"; and

WHEREAS, pursuant to RIDG § 23-17.14-5 and Section 2.0 of the HCA Regulations, any hospital conversion shall require prior review and approval from RIDOH in accordance with the provisions of Chapter 23-17.14 of the Rhode Island General Laws, as amended, and the HCA Regulations; and

Council members' requested answers to the expert's unanswered questions be addressed by the applicant and by the Rhode Island Attorney General prior to taking any further action on the application.

A motion was made by Mr. Coia to continue the application to November 14, 2017 for further discussion until the requested information and answers were received, seconded by Ms. Almeida and Mr. Donahue and approved by a vote of nine in favor and none opposed (9-0). Those members voting in favor included: Ms. Almeida, Mr. Barry, Mr. Boyle, Mr. Coia, Mr. Donahue, Ms. Lasky, Ms. Johnson, Ms. Provencal, and Mr. Sepe.

### 3. Adjournment

There being no further business, the meeting was adjourned at 4:10 PM.

Respectfully submitted,



Morgan Enroth  
Health Economics Specialist  
Center for Health Systems Policy and Regulation

