



The Commonwealth of Massachusetts  
Executive Office of Health and Human Services  
Department of Public Health  
250 Washington Street, Boston, MA 02108-4619

MAURA T. HEALEY  
Governor

KIMBERLEY DRISCOLL  
Lieutenant Governor

KATHLEEN E. WALSH  
Secretary

ROBERT GOLDSTEIN, MD, PhD  
Commissioner

Tel: 617-624-6000  
[www.mass.gov/dph](http://www.mass.gov/dph)

July 31, 2024

Kathleen G. Healy  
Legal Counsel  
Robinson and Cole  
One Boston Place, 25<sup>th</sup> floor  
Boston, MA 02108

VIA Email: [khealy@rc.com](mailto:khealy@rc.com)

Notice of Final Action: UMass Memorial Health Care, Inc- UMMHC-24021420

Dear Attorney Healy,

At their meeting of July 17, 2024, the Commissioner and the Public Health Council, acting together as the Department, voted pursuant to M.G.L. c.111, §25C and the regulations adopted thereunder, to approve the Determination of Need (DoN) application filed by UMass Memorial Health Care, Inc. for the Transfer of Ownership of Milford Regional Healthcare, Inc. This Notice of Final Action incorporates by reference the Staff Report and the Public Health Council proceedings concerning this application.

This application was reviewed pursuant to M.G.L. c. 111, §25C and the regulatory provisions of 105 CMR 100.000 et seq. Based upon a review of the materials submitted, the Department found that the Applicant has met each DoN factor and approves this Determination of Need application subject to all standard conditions (105 CMR 100.310) and pursuant to 105 CMR 100.360, subject to Other Conditions listed below. The Total Value for the Proposed Project is \$368,744,992.00.

In compliance with the provisions of 105 CMR 100.310(A)(2) and (11), the Holder shall submit an acknowledgment of receipt to the Department (attached) and include a written attestation of participation or intent to participate in MassHealth.

In compliance with 105 CMR 100.310(A)(12), which requires a report to the Department, at a minimum on an annual basis, including the measures related to achievement of the DoN factors for a period of five years from completion of the Proposed Project, the Holder shall address its assertions with respect to all the applicable factors.

Please notify the DoN Program at [DPH.DON@mass.gov](mailto:DPH.DON@mass.gov) confirming the Project's completion (closure of transaction and licensure/approval date) to determine the annual DoN reporting timeline.

### **Other Conditions to the DoN**

In establishing Conditions, the DoN Program (“Program”) notes the Holder stated throughout the DoN Application the intent to allow care to be maintained, enhanced, and expanded in the MRMC’s community to provide local access to high-quality care at a lower cost for the community.

1. To establish adherence to this intention as outlined at the public hearing on the proposed transfer of ownership, as a condition of approval, the Holder must maintain all essential services at MRMC for a minimum of 5 years post DoN approval.
2. In doing so and to allow for Program monitoring of the Applicant's commitment to maintaining all essential services after the acquisition of MRMC, the Holder must report on the following at MRMC:
  - a. On a quarterly basis, the Holder will inform the Program of any anticipated material or prolonged reduction of any essential service at MRMC during the upcoming quarter, and the rationale for such reduction. The Holder will provide an analysis of utilization patterns over a minimum of the previous five years, budgeted and actual Full Time Equivalent (FTE) staffing for each of the services referenced for reduction, a data supported assessment of community need, and a justification for the reduction the service, including alternatives considered and alternative sites where access can be reasonably assured for its Patient Panel.

Following a notice of anticipated reduction of any service at MRMC, the Holder may be referred to the Public Health Council for review of the long-term implications of such reduction and compliance with the DoN approval.

- b. The Applicant has expressed its intent to increase services at the UMMHC Tri-River and Water Street sites. As part of the Holders Annual reporting, the Holder shall report on initiatives undertaken to achieve the intended goal of increasing services at the UMMHC Tri- River and Water Street sites, that includes which specialty services have been added or eliminated.
    - c. The Holder will provide MRMC with the opportunity to participate in a number of the following UMMHC programs to increase access and reduce the overall cost of care: Hospital at Home, Mobile Integrated Health, Road to Care, and EMR technology enhancements. As part of its annual reporting, the Holder shall report on specific actions taken to improve access to these and similar programs that, if applicable, incorporates the rationale for not moving forward with these initiatives, including implementation of the EMR.
  3. The Holder shall provide, in its annual report to the Department, reporting on its proposed measures to assess the impact of the Proposed Project, including (1) clinical quality metrics such as patient mortality; (2) patient safety, as measured by Patient Safety Indicator (PSI) events; (3) patient experience scores, as measured through patient survey responses; and (4) health equity, as measured by the MassHealth health equity incentive

program metrics.

Ongoing compliance with the conditions and all terms of the DoN is, pursuant to the Regulation, a precondition to the filing of any future DoN by the Holder.

Sincerely,

*Dennis Renaud*

Dennis Renaud  
Director, Determination of Need Program

cc:

Antonio Sousa, Acting Director, Bureau of Health Care Safety and Quality  
Rebecca Kaye, General Counsel's Office  
Stephen Davis, Director, Division of Health Care Facility Licensure and Certification  
Judy Bernice, Division of Health Care Facility Licensure and Certification  
Hilary Ward, Health Care Facility Licensure and Certification  
Samuel Louis, Office of Health Equity  
Jennica Allen, Division of Community Health Planning and Engagement  
Elizabeth Maffei, Division of Community Health Planning and Engagement  
Katelyn Teague, Division of Community Health Planning and Engagement  
Katherine Mills, Health Policy Commission  
Roxanne Rocco, Center for Medicaid and Medicare Services  
Christopher King, Executive Office of Health and Human Services  
Tomaso Calicchio, Executive Office of Health and Human Services  
Hai Nguyen, Executive Office of Health and Human Services  
Karina Mejias, Executive Office of Health and Human Services  
Pavel Terpelets, Executive Office of Health and Human Services  
Elizabeth Almanzor, Center for Health Information Analysis