

Hill, Carol

From: Miller, Paige <pmiller@babbc.com>
Sent: Thursday, April 14, 2016 4:39 PM
To: Hill, Carol
Cc: Hanson, Latischa
Subject: [External_Sender] Control No. 589380 - Evanston Hospital Corporation d/b/a Evanston Regional Hospital
Attachments: CHS CP2 - WY RAM - Evanston Regional Hospital - Change of Control Filing.pdf

Ms. Hill,

Please find attached correspondence relating to the Radioactive Materials License for Evanston Hospital Corporation d/b/a Evanston Regional Hospital (Control No. 589380; License No. 49-27532-01). Please let me know if you require additional information.

Regards,
Paige Miller

A. Paige Miller
Attorney

Phone 615.252.3886
Fax 615.248.3046
Email pmiller@babbc.com
Web Site www.babbc.com

Roundabout Plaza
1600 Division Street, Suite 700
Nashville, TN 37203

BRADLEY ARANT
BOULT CUMMINGS LLP

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PUBLIC

☐ Immediate Release
☒ Normal Release

NON-PUBLIC

☐ A.3 Sensitive-Security Related
☐ A.7 Sensitive Internal
☐ Other: _____

Reviewer: MTZ Date: 4/22/16



A. Paige Miller
Direct: (615) 252-3886
Fax: (615) 248-3046
pmiller@babc.com

April 14, 2016

VIA EMAIL (carol.hill@nrc.gov)

Carol Hill
U.S. NRC Region IV
1600 East Lamar Boulevard
Arlington, Texas 76011-4511

Re: Change of Control Form for Proposed Spin-off Transaction (Control Number 589380)

Dear Ms. Hill:

I am writing on behalf of our client, Community Health Systems, Inc. ("CHSI"), and its subsidiary, Evanston Hospital Corporation, which owns and operates Evanston Regional Hospital in Evanston, Wyoming (the "Facility"). The Facility holds a radioactive materials license (License Number 49-27532-01) issued by the NRC. In our letter dated November 2, 2015, we provided notice of a proposed transaction involving CHSI and certain of its subsidiaries (the "Proposed Spin-off Transaction"). On February 2, 2016, due to uncertainty surrounding the closing date of the Proposed Spin-off Transaction, we asked the United States Nuclear Regulatory Commission, Region IV Office (the "NRC") to void the Facility's amendment request. On February 4, 2016, the NRC issued a letter of voidance without prejudice. Enclosed for your reference as Exhibit A are copies of the letters that prefaced this correspondence which explain the Proposed Spin-off Transaction in more detail.

The purpose of this letter is to provide notice to the NRC that the Proposed Spin-off is expected to occur on **April 29, 2016**, and to reinstate our request to amend the Facility's radioactive materials license. Based on prior communications with the NRC, we understand that the Proposed Spin-off Transaction requires the submission of a change of control form on behalf of the Facility. Therefore, we have enclosed as Exhibit B a change of control form for the Facility. Please be advised that, upon the closing of the Proposed Spin-off Transaction, we will provide notice to the NRC to confirm the closing date.

Thank you for your attention to this matter. If you have any questions or if you require any additional information, please do not hesitate to contact me at (615) 252-3886 or pmiller@babc.com.

Very truly yours,

BRADLEY ARANT BOULT CUMMINGS LLP

By: 
A. Paige Miller

Enclosures

cc: Travis G. Lloyd (via email: tlloyd@babc.com)
Kevin M. Howard (via email: kevin_howard@chs.net)
Latischa Hanson (via email: latischa.hanson@nrc.gov)

7/3815175.1

590696

EXHIBIT B

CHANGE OF CONTROL FORM FOR EVANSTON HOSPITAL CORPORATION

Please see attached.



BRADLEY ARANT
BOULT CUMMINGS
LLP

A. Paige Miller
Direct: (615) 252-3886
Fax: (615) 248-3046
pmiller@babbc.com

November 4, 2015

VIA FEDERAL EXPRESS

U.S. NRC Region IV
1600 East Lamar Boulevard
Arlington, Texas 76011-4511

Re: Notice of Proposed Spin-off Transaction

Dear Sir or Madam:

I am writing on behalf of our client, Community Health Systems, Inc. ("CHSI"), and its subsidiary, Evanston Hospital Corporation, which owns and operates Evanston Regional Hospital in Evanston, Wyoming (the "Provider"). The purpose of this letter is to provide notice of a proposed transaction involving CHSI and certain of its subsidiaries, including the Provider. As described more fully below, the proposed transaction will not result in any change in the direct ownership of the Provider, nor will it result in any change in the Provider's legal business name, federal tax identification number, Medicare provider number, or local governing body. Accordingly, the proposed transaction will not constitute a transfer of control for Wyoming radioactive materials license purposes; however, we are providing this letter to ensure that the United States Nuclear Regulatory Commission, Region IV Office (the "NRC") is provided with notice of the proposed transaction.

CHSI is a publicly traded corporation and one of the nation's leading operators of general acute care hospitals. CHSI's affiliates currently own, operate, or lease 198 hospitals and various other health care facilities in 29 states, including one hospital in Wyoming. The Proposed Spin-off Transaction will result in the creation of a new independent, publicly traded company, Quorum Healthcare Corporation ("QHC"), and changes in the ownership structure of various health care facilities owned and operated by subsidiaries of CHSI. More specifically, 38 hospitals and other health care facilities in 16 states currently operated by subsidiaries of CHSI, along with Quorum Health Resources, LLC, a leading hospital management and consulting business, will be spun off and transferred to QHC (the "Proposed Spin-off Transaction"). As a result, at the closing of the Proposed Spin-off Transaction, QHC will become the affected facilities' ultimate parent company. The Proposed Spin-off Transaction is expected to be completed in the first quarter of 2016, subject to certain customary conditions.

It is planned that the Provider will be included in the Proposed Spin-off Transaction. The Provider holds a radioactive materials license (License Number 49-27532-01) issued by the NRC. Enclosed as Exhibit A is an ownership chart showing the ownership structure of the Provider before and after the closing of the Proposed Spin-off Transaction. As you can see, the Proposed Spin-off Transaction will not result in any change in the direct ownership of the legal entity that owns and operates the Provider. Instead, the Proposed Spin-off Transaction will result in a change in the upstream ownership structure of the legal entity that owns and operates the Provider. The legal entity that owns and operates the Provider will retain its assets, legal business name, and federal tax identification number. Accordingly, the Proposed Spin-off Transaction will not result in a change of ownership of the Provider for Medicare purposes. In addition, no change in the

7/3742267.2

EXHIBIT A

OWNERSHIP STRUCTURE CHART

Please see attached.



package id
0059393

ship date
Thu, Nov 05 2015

to
U.S. NRC Region IV
1600 E LAMAR BLVD
ARLINGTON, TX 76011-
4511
United States
615-252-3578

residential address
No

return label
No

from
Paige Miller (01015)
Bradley Arant Boul
Cummings LLP
1600 Division Street
Suite 700
Nashville, TN 37203
United States
33886
billing
Community Health Sys...
Inc.-TNFRA - Project CP
(020304-301232)

operator
Michelle Flanagan
33578
mflanagan@babco.com
create time
11/05/15, 9:40AM

vendor
FedEx
tracking number
781655453895
service
FedEx Priority Overnight®
packaging
FedEx® Envelope
signature
Direct signature required
courtesy quote
17.38

*Quote may not reflect all
accessorial charges*

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**UNITED STATES
NUCLEAR REGULATORY COMMISSION**

REGION IV
1600 E. LAMAR BLVD.
ARLINGTON, TX 76011-4511

February 4, 2016

Mr. George Wynn, Chief Executive Officer
Evanston Hospital Corporation
dba Evanston Regional Hospital
190 Arrowhead Drive
Evanston, WY 82930

**SUBJECT: VOID LETTER CONCERNING AMENDMENT REQUEST CONTROL NUMBER
589380**

Dear Mr. Wynn:

The Nuclear Regulatory Commission (NRC) has received your notification of change of ownership in your letter dated November 4, 2015. A review of the amendment request conducted by this office identified the need to obtain additional information from your company. E-mail correspondence was received from you on February 3, 2016, notifying the NRC of the delay of the completion of the Proposed Spin-Off Transaction.

Due to the delay of the completion of the Proposed Spin-Off Transaction, your amendment request is being voided without prejudice. You can submit your notification of change of ownership when you have more definitive information when the Proposed Spin-Off Transaction will be completed to: US NRC Region IV, ATTN: DNMS Licensing Assistant, 1600 East Lamar Boulevard, Arlington, TX 76011-4511, and the NRC will reactivate your amendment request and will complete the review process.

In accordance with 10 CFR 2.390 of the NRC's "Rules of Practice," a copy of this letter will be available electronically for public inspection in the NRC Public Document Room or from the NRC's document system (ADAMS). ADAMS is accessible from the NRC Web site at <http://www.nrc.gov/reading-rm/adams.html>.

Thank you for your cooperation.

Sincerely,

/RA/

Latischa Hanson, Health Physicist
Nuclear Materials Safety Branch B

Docket: 030-33981
Control: 589380

Licensee's Name

-2-

EVANSTON HOSPITAL CORPORATION d/b/a EVANSTON REGIONAL HOSPITAL

Information Required for Change of Control and/or Change of Ownership
(Includes Change of Name)

Source: NUREG-1556, Volume 15

Please provide the following information concerning changes of control (transferor and/or transferee, as appropriate). If any items are not applicable, state so.

1. Provide a complete description of the transaction (i.e., transfer of stocks or assets, or merger). Indicate whether the name has changed and include the new name. Include the name and telephone number of a licensee contact who NRC may contact if more information is needed.

A. Description of the transaction:

Please see attached cover letter.

B. ☒ No name change

☐ New name of licensed organization: _____

C. ☒ No change in contact

☐ New contact: _____

☐ New telephone number: _____

2. Describe any changes in personnel or duties that relate to the licensed program. Include training and experience for new personnel.

A. ☒ No changes in personnel having control over licensed activities.

☐ Changes in personnel having control over licensed activities (e.g. officers of a corporation):

B. ☒ No changes in personnel named in the license.

☐ Changes in personnel named in the license (e.g. RSO, AUs) - include training, experience and responsibilities:

3. Describe, in detail, any changes in the organization, location, facilities, equipment or procedures that relate to the licensed program.

☐ Organization:

☐ Equipment:

☐ Location:

☐ Procedures:

4.A. The surveillance program continues to be completed with daily & monthly quality control evaluation and documentation. The information is shared at the quarterly meetings and reviewed by the physicist. The wipe test and surveys are completed per guidelines and documented within the quality program. The process and procedure for the surveillance program will not change with the change in control.

B. All calibration, leak tests, surveys, etc. are documentation and retained and the process will not be altered at the time of transfer.



DATE

04/20/2016

NAME AND ADDRESS OF APPLICANT AND/OR LICENSEE

Evanston Hospital Corporation
dba Evanston Regional Hospital
ATTN: George Wynn
Chief Executive Officer
190 Arrowhead Drive
Evanston, Wyoming 82930

LICENSE NUMBER

49-27532-01

MAIL CONTROL NUMBER

590696

LICENSING AND/OR TECHNICAL REVIEWER

JAB

This is to acknowledge the receipt of your:

☒ LETTER and/or ☐ APPLICATION

DATED: 04/14/2016

The initial processing, which included an administrative review, has been performed.

☒ AMENDMENT ☐ TERMINATION ☐ NEW LICENSE ☐ RENEWAL

- ☐ There were no administrative omissions identified during our initial review.
- ☐ This is to acknowledge receipt of your application for renewal of the material(s) license identified above. Your application is deemed timely filed, and accordingly, the license will not expire until final action has been taken by this office.
- ☐ Your application for a new NRC license did not include your taxpayer identification number. Please fill out NRC Form 531, located at the following link:

<http://www.nrc.gov/reading-rm/doc-collections/forms/nrc531.pdf>

Send the completed NRC Form 531, by facsimile, to the following number: (301) 415-5387

A copy of your action has been emailed to our License Fee and Accounts Receivable Branch, in our Headquarters office in Rockville, MD. You will be contacted separately if there is a fee issue involved.

Your application has been assigned the above listed **MAIL CONTROL NUMBER**. When calling to inquire about this action, please refer to this control number. Your application has been forwarded to a technical reviewer. Please note that the technical review, which is normally completed within 180 days for a renewal application (90 days for all other requests), may identify additional omissions or require additional information. If you have any questions concerning the processing of your application, our contact information is listed below:

Region IV
U. S. Nuclear Regulatory Commission
DNMS/NMSB - B
1600 E. Lamar Boulevard
Arlington, TX 76011-4511
(817) 200-1140

✓ 4-20-16

BETWEEN:

Accounts Receivable/Payable
and
Regional Licensing Branches

[FOR ARPB USE]
INFORMATION FROM WBL

Program Code: 02121
Status Code: Pending Amendment
Fee Category: 7C
Exp. Date:
Fee Comments:
Decom Fin Assur Req: N

License Fee Worksheet - License Fee Transmittal

A. REGION

1. APPLICATION ATTACHED

Applicant/Licensee: EVANSTON HOSPITAL CORPORATION
Received Date: 04/14/2016
Docket Number: 3033981
Mail Control Number: 590696
License Number: 49-27532-01
Action Type: Amendment

2. FEE ATTACHED

Amount: _____

Check No.: _____

3. COMMENTS

Signed: _____

Date: _____

Jennifer Budgas
4-20-16

B. LICENSE FEE MANAGEMENT BRANCH (Check when milestone 03 is entered / /)

1. Fee Category and Amount: _____

2. Correct Fee Paid. Application may be processed for:

Amendment: _____

Renewal: _____

License: _____

3. OTHER _____

Signed: _____

Date: _____