

April 1, 2019

U.S. NRC Region I
2100 Renaissance Boulevard, Suite 100
King of Prussia, PA 19406-2713

Re: Notification of Transaction – Norwalk Hospital (NRC License Number 06-06941-01)

03001267

Dear Ladies and Gentlemen:

I am a senior management representative of The Norwalk Hospital ("NH"). Western Connecticut Health Network, Inc. ("WCHN") is the parent company and sole corporate member of NH. I am writing to inform you of a corporate transaction involving WCHN that we anticipate to occur on or about April 1, 2019. As explained further below, it is our understanding that this transaction could potentially be seen as an indirect "change of control" as described in 10 C.F.R. Parts 1-171 and NUREG-1556, Volume 15. Nevertheless, there will in fact be no change in WCHN's operations relating to NH, the employees of NH will continue to control daily operations, and no changes will occur in personnel or facilities.

We are providing the following information regarding the transaction as requested in NUREG-1556, Volume 15, Appendix E:

1. Description of Transaction. As a result of the transaction, WCHN will affiliate with Health Quest Systems, Inc., a New York tax-exempt corporation and integrated health network ("HQ"), through the formation of a new not-for-profit, tax-exempt parent corporation ("NewCo"). NewCo will be the sole corporate member of WCHN and HQ, and WCHN will file an amendment to its certificate of incorporation in accordance with Connecticut General Statutes § 33-1144. No transfer of ownership of any of the hospitals is contemplated as a result of the transaction. Following the transaction NH will remain a direct subsidiary of WCHN, and WCHN will become a direct subsidiary of NewCo. The affiliation is intended to preserve the services currently provided by each health system while leveraging administrative and technological efficiencies. This will allow the combined organization to allocate more resources to patient care.
2. Changes in Personnel or Duties. NH does not anticipate any changes in personnel or duties in relation to the licensed programs.
3. Changes in Organization, Location, Facilities, Equipment, or Procedures. NH does not anticipate any changes in organization, location, facilities, equipment, or procedures in relation to the licensed programs.

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wchn.org

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WCHN/RGNI MATERIALS-002

Rec'd. in LAT- 04/12/2019



Western Connecticut Health Network

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4. Surveillance Program. At present, all required surveillance has been performed, documented, and reviewed, and NH anticipates that all surveillance shall be performed in compliance with NRC regulations at the time of the transaction.
5. Records Concerning Decommission of the Facility. No records that relate to the licensed program will be transferred as a result of the transaction.
6. Transferee's Commitment. There is no transferee involved in this transaction. NH will continue to comply with all regulations, constraints, conditions, requirements, and commitments applicable to the licensed facilities.

Following the transaction, NH will continue to own, control and operate the licensed facilities at their current location and will retain the taxpayer identification numbers and Medicare provider numbers used prior to the transaction. Furthermore, the direct owner and operator of NH's licensed facilities will not change. While there is a new grandparent entity, we believe that the transaction at most constitutes an indirect "transfer of control" as described in 10 C.F.R. Parts 1-171 or NUREG-1556, Volume 15 without any practical implication. Therefore, we believe that this letter should serve as sufficient notification to your office of the nature of this transaction. However, if you require any additional information from us on the nature of the transaction, please let us know as soon as possible.

If you should have any questions regarding this transaction, please contact me at [REDACTED] via email at [REDACTED]. In the meantime, if we do not receive a response from you, we will assume that your agency does not consider any additional notifications or filings to be necessary.

Thank you for your attention to this matter.

Sincerely,

Jennifer Filippone
Vice President Network Operations
Western Connecticut Health Network
The Norwalk Hospital