

## **Public Meeting on Proposed Change In Control and Governance of St. Joseph Health System and Adventist Health System/West**

### **Proposed Change of Control and Governance**

The Attorney General is reviewing a proposed transaction between Adventist Health System/West, a California nonprofit religious corporation, doing business as Adventist Health, and St. Joseph Health System, a California nonprofit public benefit corporation. Adventist Health System/West and St. Joseph Health System propose forming a jointly held charitable California limited liability company called ST Network, LLC, to provide healthcare delivery through existing health facilities located in the counties of Humboldt, Lake, Mendocino, Napa, Solano, and Sonoma. Adventist Health System/West is the sole member of each of the corporate health facilities participating in the proposed transaction. St. Joseph Health System is the sole member of St. Joseph Health Northern California, LLC, a charitable California limited liability company, which operates the health facilities participating in the proposed transaction. ST Network, LLC is being formed under a Master Formation Agreement between Adventist Health System/West, and St. Joseph Health System. The transaction is being reviewed under the written notice review process pursuant to Corporations Code section 5920 et seq.

Five Adventist Health System/West health facilities will be included in the ST Network, LLC:

- (1) Adventist Health Clearlake Hospital, Inc. dba Adventist Health Clear Lake, a 32 licensed bed general acute care hospital, located in Clearlake, CA;
- (2) St. Helena Hospital dba Adventist Health St. Helena, a 151 licensed bed general acute care hospital, located in St. Helena, CA;
- (3) Ukiah Adventist Hospital dba Adventist Health Ukiah Valley, a 68 licensed bed general acute care hospital, located in Ukiah, CA;
- (4) Willits Hospital, Inc. dba Adventist Health Howard Memorial, a 25 licensed bed general acute care hospital, located in Willits, CA; and
- (5) St. Helena Hospital dba Adventist Health Vallejo, a 61 licensed bed acute psychiatric hospital, located in Vallejo, CA.

Four St. Joseph Health System health facilities will be included in the ST Network, LLC:

- (1) Queen of the Valley Medical Center, a 208 licensed bed general acute care hospital, located in Napa, CA;
- (2) Santa Rosa Memorial Hospital, a 329 licensed bed general acute care hospital, located in Santa Rosa, CA;
- (3) St. Joseph Hospital, a 153 licensed general acute care hospital, located in Eureka, CA; and

(4) Redwood Memorial Hospital, a 35 licensed bed general acute care hospital, located in Fortuna, CA.

The terms of the proposed transaction are set forth in the written notices to the Attorney General from Adventist Health System/West, and St. Joseph Health System. If you would like to request a copy of the written notices on CD, please contact Scott Chan at [scott.chan@doj.ca.gov](mailto:scott.chan@doj.ca.gov) or 415-510-3430 and provide your name and mailing address. Copies of the written notices are also available for review during normal business hours, Monday through Friday, 8:00 am until 5:00 pm at the following locations:

Adventist Health Clear Lake 15630 18 <sup>th</sup> Avenue Clear Lake, CA 95422 Copies available in Administration Contact: (707) 994-6486, ext. 5820	Adventist Health St. Helena 10 Woodland Road St. Helena, CA 94574 Copies available in Administration Contact: (707) 963-3611, Ext. 5982	Adventist Health Ukiah Valley 275 Hospital Drive Ukiah, CA 95482 Copies available in Administration Contact: (707) 463-7360
Adventist Health Howard Memorial One Marcela Drive Willits, CA 95490 Copies available in Administration Contact: (707) 459-6801	Adventist Health Vallejo 525 Oregon Street Vallejo, CA 94590 Copies available in Administration Contact: (707) 648-2200, (707)-649-4925	Queen of the Valley Medical Center 1000 Trancas St. Napa, CA 94558 Copies available at the information desk Contact: (707) 252-4411, ext. 2011
Redwood Memorial Hospital 3300 Renner Drive Fortuna, CA 95540 Copies available in Administration Contact: (707) 725-3361, ext. 4353	Santa Rosa Memorial Hospital 1165 Montgomery Drive Santa Rosa, CA 95405 Copies available in Administration Contact: (707) 547-5422, (707) 547-5495	St. Joseph Hospital, Eureka 2700 Dolbeer Street Eureka, CA 95501 Copies available in Administration Contact: (707) 269-4223

Copies of the written notices are also available on the following websites:

<a href="http://www.Adventisthealth.org">www.Adventisthealth.org</a>	<a href="http://www.AdventistHealth.org">www.AdventistHealth.org</a>
<a href="http://www.AdventistHealthHowardMemorial.org">www.AdventistHealthHowardMemorial.org</a>	<a href="http://www.stjoehumboldt.org">www.stjoehumboldt.org</a>
<a href="http://www.Adventisthealth.org/sthelenah">www.Adventisthealth.org/sthelenah</a>	<a href="http://www.stjosephhealth.org">www.stjosephhealth.org</a>
<a href="http://www.AdventistHealthUkiahValley.org">www.AdventistHealthUkiahValley.org</a>	<a href="http://www.stjoesonoma.org">www.stjoesonoma.org</a>
<a href="http://www.AdventistHealthClearLake.org">www.AdventistHealthClearLake.org</a>	<a href="http://www.thequeen.org">www.thequeen.org</a>
<a href="http://www.AdventistHealthVallejo.org">www.AdventistHealthVallejo.org</a>	<a href="http://www.stjhs.org">www.stjhs.org</a>

The California Attorney General will conduct a public meeting concerning this proposed transaction on August 2, 2019, beginning at 10:00 a.m., at the City of Napa Council Chambers located at Napa City Hall, 955 School Street, Napa, CA 94559, 707-257-9503. The purpose of

the public meeting is to receive comments on the proposed transaction and its affects on the communities served by Adventist Health St. Helena, and Queen of the Valley Medical Center, and to consider comments on the Health Care Impact Statements prepared by consultants engaged by the California Attorney General in connection with the California Attorney General's review of this transaction, on prior conditions issued by the Attorney General's office pertaining to Queen of the Valley Medical Center, or consider comments on any other hospital or issue concerning the proposed transaction. The Health Care Impact Statements and prior conditions are available on the California Attorney General's website at <http://www.oag.ca.gov/charities/nonprofithosp>.

Persons may and are encouraged to present their views on the proposed transaction in writing to the California Attorney General's Office electronically via email to [scott.chan@doj.ca.gov](mailto:scott.chan@doj.ca.gov), via facsimile at (415) 415-510-3430, or by mailing a copy to Scott Chan, Deputy Attorney General, 455 Golden Gate Avenue, Suite 11000, San Francisco, CA 94102.