

JOSH STEIN
ATTORNEY GENERAL



CIVIL INVESTIGATIVE DEMAND

**TO: Eugene A. Woods, CEO
Charlotte-Mecklenburg Hospital Authority
d/b/a Atrium and f/k/a Carolinas Healthcare System
1000 Blythe Boulevard
Charlotte, NC 28203**

Pursuant to N.C.G.S. §§ 75-9 and 75-10, you are required to produce to the undersigned at the address shown below, on or before 5:00 p.m. on March 16, 2018, the following:

{1} All documents, created or received on or after January 1, 2015, consisting of or referring to any draft or final study, analysis, presentation, memo, plan, proposal, suggestion, recommendation, consideration or explanation that refers or relates to a potential combination of the Charlotte-Mecklenburg Hospital Authority with any other health care provider that includes one or more hospitals. Such documents include but are not limited to those created by (a) the Charlotte-Mecklenburg Hospital Authority and any affiliate or subsidiary thereof, including but not limited to Managed Health Resources, Inc.; or (b) any expert, analyst, consultant, or consulting firm. The documents sought by this paragraph include, but are not limited to, documents that state any reasons to pursue such a combination, documents that mention antitrust or other regulatory issues that such a combination might raise, and all documents that state any anticipated or possible business results or competitive effects of such a combination.

{2} All documents consisting of or referring to meeting minutes, any draft and final presentation, and any other communication by the Charlotte-Mecklenburg Hospital Authority or any of its officers, agents or employees, with the Charlotte-Mecklenburg Hospital Authority's Board of Commissioners or Board of Advisors, as well as with any individual member of the Charlotte-Mecklenburg Hospital Authority Board of Governors or Board of Advisors, related to any proposed combination of the Charlotte-Mecklenburg Hospital Authority and UNC Health Care System.

{3} All draft and final talking points, press releases, copies of any audio or video press conferences or press interviews, and internal and external communications with or about press or media generally, or any press or media outlet specifically, related to the proposed combination of the Charlotte-Mecklenburg Hospital Authority and UNC Health Care System.

{4} All documents related to who is planned, predicted, or anticipated to control each individual entity, as well as the proposed combined entity, (a) upon consummation of the proposed combination of the Charlotte-Mecklenburg Hospital Authority and UNC Health Care System, and (b) at any and all times in the future. The documents sought by this paragraph include but are not limited to those showing by name, current title and proposed title, (i) the board chair and board of directors of the proposed combined entity, (ii) the actual or proposed composition and manner of selection, dismissal and replacement of the board chair and board members, (iii) the top ten (by responsibility) executive positions in the combined entity, and (iv) the manners of selection, dismissal and replacement of the top ten executive positions, with the proposed duration of each such board and executive position.

{5} Separately for each hospital that the Charlotte-Mecklenburg Hospital Authority has undertaken to manage or acquired at any time after January 1, 2007, documents that show or state in summary fashion (1) such hospital's commercial managed-care reimbursement rates, by payor, prior to the affiliation or acquisition, (2) such hospital's commercial managed-care reimbursement rates and changes thereto, by payor, at all times after the affiliation or acquisition, and/or (3) whether and by how much such hospital's managed-care reimbursement rates, by payor, changed at any time from the hospital's pre-affiliation or acquisition rates. "Reimbursement rates" includes contract rates for DRGs, daily rates, and contract rates that are keyed to chargemaster rates or discounts therefrom. To any extent that summarizing documents do not exist for a given year, please produce documents or data sufficient to allow the efficient and accurate calculation of these rates for each year since the agreement, including but not limited to pre-affiliation or acquisition managed care contracts, and all post-affiliation or acquisition managed care contracts, with Aetna, Blue Cross Blue Shield of North Carolina, Cigna, MedCost and United Healthcare. To any extent that summarizing documents do not exist for a given year, please produce documents or data sufficient to allow the efficient and accurate calculation of these rates for each year since the affiliation or acquisition.

Definitions and Instructions:


"Combination" means and includes any partial or complete merger, acquisition, affiliation, management agreement, shared services agreement, joint venture, joint operating company, or any other mechanism by which the Charlotte-Mecklenburg Hospital Authority and any other entity may jointly provide or manage the provision of healthcare services.

"Documents" means and includes paper copies, electronically stored data or media in whatever form, and tangible things, and includes but is not limited to draft, partial, and final versions.

For any responsive documents that you contend are privileged, provide with your response a log setting forth the author(s) and recipients(s) of the document, the date, subject and a description sufficient to show the nature of the communication and the nature of any privilege asserted.

This 15th day of February, 2018.

JOSHUA H. STEIN
Attorney General

By:  _____

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