

NOTICE OF MATERIAL CHANGE

Date of Notice: 10/22/14

1.	Name:	Southboro Medical Group, Inc.
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2.	Federal TAX ID #	MA DPH Facility ID #	NPI #
	04-2487729	N/A	1568473635

Contact Information					
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3.	Business Address 1:	24 Newton Street				
4.	Business Address 2:					
5.	City:	Southboro	State:	MA	Zip Code:	01772
5.	Business Website:	www.southboromedical.com				

7.	Contact First Name:	Michael	Contact Last Name:	Gallagher
8.	Title:	Executive Director and Chief Financial Officer		
9.	Contact Phone:	508-460-3020	Extension:	
10.	Contact Email:	Michael.gallagher@southboromedical.com		

Description of Organization	
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11.	<i>Briefly</i> describe your organization.
	See attached.

Type of Material Change	
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12.	Check the box that most accurately describes the proposed material change:	
	<input type="checkbox"/> Merger or affiliation with a carrier <input type="checkbox"/> Acquisition of or acquisition by a carrier <input type="checkbox"/> Merger with or acquisition of or by a hospital or a hospital system <input checked="" type="checkbox"/> Any other acquisition, merger, or affiliation between a provider organization and another provider organization where such acquisition, merger, or affiliation would result in an increase in annual net patient service revenue of the provider or provider organization of more than \$10,000,000 <input type="checkbox"/> Any clinical affiliation between a provider or provider organization with another provider or provider organization which itself has an annual net patient service revenue of more than \$25,000,000 <input type="checkbox"/> Formation of a partnership, joint venture, common entity, accountable care organization, or parent corporation created for the purpose of contracting on behalf of more than one provider or provider organizations	
13.	What is the proposed effective date of the proposed material change?	January 1, 2015

Material Change Narrative	
14.	<p><i>Briefly describe the nature and objectives of the proposed material change:</i></p> <p>Southboro and Reliant Medical Group, Inc., another Massachusetts Chapter 180, 501(c)(3) organization, shall merge effective as of January 1, 2015, with Reliant being the surviving entity. Under the merger, the physicians and employees currently employed by Southboro will become Reliant physicians and employees.</p> <p>This merger is an important step in improving access for patients in the Central and Metro West regions of Massachusetts to coordinated primary and specialty care. This merger will build upon the commitment of both Reliant and Southboro to their patients to provide the right care, in the right place, at the right time.</p>
15.	<p><i>Briefly describe the anticipated impact of the proposed material change:</i></p> <p>Southboro believes that the impact of this merger will be to increase patients' access to coordinated primary and specialty care, particularly in the Metro West region of Massachusetts. It will allow the unified organization to create a continuum of care in which patients can be treated in community settings. Current Southboro patients will be able to continue seeing their Southboro physicians and more easily access Reliant's network of providers. Finally, this merger will allow both of the current entities to form an organization better able to control costs, increase efficiencies and provide outcomes-based care under accountable care payment methodologies.</p>

Development of the Material Change	
16.	Describe any other material changes you anticipate making in the next 12 months:
	Southboro has neither definitive plans nor has entered into any agreements that would result in a material change in the next 12 months.
17.	Indicate the date and nature of any applications, forms, notices or other materials you have submitted regarding the proposed material change to any other state or federal agency:
	No other materials have been submitted or proposed to any other state or federal agency at this time.

Affidavit of Truthfulness and Proper Submission

I, the undersigned, certify that:

1. I have read the Health Policy Commission Bulletin 2013-1, **Interim Guidance for Providers and Provider Organizations Relative to Notice of Material Change to the Health Policy Commission**.
2. I have read this Notice of Material Change and the information contained therein is accurate and true.
3. I have submitted the required copies of this Notice to the Health Policy Commission and to all relevant agencies (see below*) as required.

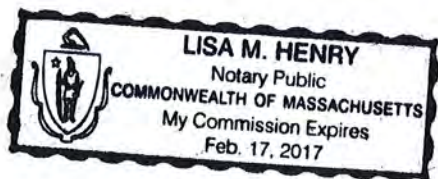
Signed on the 22 day of October, 2014, under the pains and penalties of perjury.

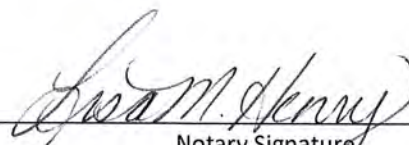
Signature:  _____

Name: Alan Lobovits, MD _____

Title: President _____

FORM MUST BE NOTARIZED IN THE SPACE PROVIDED BELOW:



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Notary Signature

Copies of this application have been submitted electronically as follows:

Office of the Attorney General (1)

Center for Health Information and Analysis (1)

Supplement for HPC Notice of Material Change –Southboro-Reliant Merger

11. Brief Description of Organization

Southboro is a Massachusetts Chapter 180 corporation that is recognized as a tax-exempt organization under Internal Revenue Code § 501(c)(3). Southboro was founded in 1972 and is currently one of the largest multi-specialty group practices in the MetroWest region. As a leader in offering high-quality, efficient medical care, Southboro provides both primary care and specialty services, including obstetrical care. Southboro also provides ancillary services, including urgent care, lab, imaging and optical services.

Southboro currently employs 70 physicians and 24 non-physician providers. Southboro offers care at four locations in MetroWest.

Southboro's physician members exercise all of the powers granted to members by Chapter 180 (Southboro is withdrawing from participation in Atrius Health, Inc. contemporaneously with the proposed merger with Reliant Medical Group, which withdrawal will remove Atrius Health as the corporate member of Southboro). Southboro is governed by a Board of Trustees composed equally of physicians (who must be members) and community representatives.