

NOTICE OF MATERIAL CHANGE

Date of Notice: April 14, 2023

1. Name: Mass General Brigham Incorporated

Federal TAX ID #	MA DPH Facility ID #	NPI #
04-3230035	N/A	N/A

Contact Information

3. Business Address 1: 399 Revolution Drive

4. Business Address 2: Suite 660

5. City: Somerville State: MA Zip Code: 02145

6. Business Website: www.massgeneralbrigham.org

7. Contact First Name: Laura Contact Last Name: Peabody

8. Title: Chief Legal Officer & General Counsel

9. Contact Phone: 617-278-1065 Extension:

10. Contact Email: lpeabody@partners.org

Description of Organization

11. Briefly describe your organization.

Mass General Brigham Incorporated ("MGB") is the parent organization of an integrated health care system ("MGB") founded by Brigham and Women's Hospital and Massachusetts General Hospital. In addition to its two academic medical centers, MGB includes community and specialty hospitals, a health insurance plan, community health centers, a physician network, home health and long-term care services and other health-related entities. MGB is one of the nation's leading biomedical research organizations, and its hospitals are principal teaching affiliates of Harvard Medical School.

Type of Material Change

12. Check the box that most accurately describes the proposed Material Change involving a Provider or Provider Organization:

- A Merger or affiliation with, or Acquisition of or by, a Carrier;
- A Merger with or Acquisition of or by a Hospital or a hospital system;
- Any other Acquisition, Merger, or affiliation (such as a Corporate Affiliation, Contracting Affiliation, or employment of Health Care Professionals) of, by, or with another Provider, Providers (such as multiple Health Care Professionals from the same Provider or Provider Organization), or Provider Organization that would result in an increase in annual Net Patient Service Revenue of the Provider or Provider Organization of ten million dollars or more, or in the Provider or Provider Organization having a near-majority of market share in a given service or region;
- Any Clinical Affiliation between two or more Providers or Provider Organizations that each had annual Net Patient Service Revenue of \$25 million or more in the preceding fiscal year; provided that this shall not include a Clinical Affiliation solely for the purpose of collaborating on clinical trials or graduate medical education programs; and
- Any formation of a partnership, joint venture, accountable care organization, parent corporation, management services organization, or other organization created for administering contracts with Carriers or third-party administrators or current or future contracting on behalf of one or more Providers or Provider Organizations.

13. What is the proposed effective date of the proposed Material Change? January 1, 2024

Material Change Narrative

14. *Briefly* describe the nature and objectives of the proposed Material Change, including any exchange of funds between the parties (such as any arrangement in which one party agrees to furnish the other party with a discount, rebate, or any other type of refund or remuneration in exchange for, or in any way related to, the provision of Health Care Services) and whether any changes in Health Care Services are anticipated in connection with the proposed Material Change:

See Attached Text

15. *Briefly* describe the anticipated impact of the proposed Material Change, including but not limited to any anticipated impact on reimbursement rates, care referral patterns, access to needed services, and/or quality of care:

See Attached Text

Development of the Material Change

16. Describe any other Material Changes you anticipate making in the next 12 months:

None, based on executed agreements that are in place as of the date hereof.

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:

None.

Supplemental Materials

18. Submit the following materials, if applicable, under separate cover to HPC-Notice@mass.gov.

The Health Policy Commission shall keep confidential all nonpublic information, as requested by the parties, in accordance with M.G.L. c. 6D, § 13(c), as amended by 2013 Mass. Acts, c. 38, § 20 (July 12, 2013).

- a. Copies of all current agreement(s) (with accompanying appendices and exhibits) governing the proposed Material Change (e.g., definitive agreements, affiliation agreements);
- b. A current organizational chart of your organization; and
- c. Any analytic support for your responses to Questions 14 and 15 above.

[Remainder of this page intentionally left blank]

This signed and notarized Affidavit of Truthfulness and Proper Submission is required for a complete submission.

Affidavit of Truthfulness and Proper Submission

I, the undersigned, certify that:

- 1. I have read 958 CMR 7.00, Notices of Material Change and Cost and Market Impact Reviews.
- 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, the Office of the Attorney General, and the Center for Health Information and Analysis as required.

Signed on the 14th day of April, 2023, under the pains and penalties of perjury.

Signature: *Laura Spens*
Name: Mass General Brigham Incorporated
Title: Chief Legal Officer & General Counsel

FORM MUST BE NOTARIZED IN THE SPACE PROVIDED BELOW:

Lisa Holland
Notary Signature



LISA HOLLAND
NOTARY PUBLIC
Commonwealth of Massachusetts
My Commission Expires
January 19, 2029

Copies of this application have been submitted electronically as follows:

Office of the Attorney General (1)

Center for Health Information and Analysis (1)

Attachments to April 14, 2023 Mass General Brigham

**HPC Material Change Notice for
Employment of NWEMS Providers**

14. The Emergency Department at Newton-Wellesley Hospital ("NWH"), an MGB hospital, is currently staffed by adult and pediatric emergency medicine physicians and advanced practice providers (collectively, the "EM Providers") who are employed by Newton-Wellesley Emergency Medicine Specialists, P.C. ("NWEMS"). Pursuant to a Transition Agreement dated as of March 20, 2023 between MGB affiliate Mass General Brigham Integrated Care, Inc. ("MGB iCare") and NWEMS, MGB iCare will offer employment to all of the EM Providers. On a mutually agreed upon transition date (currently expected to be January 1, 2024) those EM Providers who accept such offers will become employees of MGB iCare as members of its Enterprise Emergency Medicine Service Group and, as employees of MGB iCare will continue to provide emergency medicine services at NWH. MGB iCare will not acquire any assets or assume any liabilities of NWEMS, and no funds will change hands between NWEMS and any MGB organization as part of the above-described provider employment transition.

15. The employment of the EM Providers in MGB iCare's Enterprise Emergency Medicine Service Group will promote higher quality and better access in the provision of emergency medicine at NWH by enabling MGB's Emergency Medicine leadership to implement a consistent, community-based care model at NWH that is self-sustaining at community-level reimbursement rates and eventually to enable MGB to achieve economies of scale in the delivery of emergency medicine services across all MGB hospitals. Since the EM Providers are currently providing professional emergency medicine services at NWH, this transition to MGB employment will not result in any disruption to patient access or referral patterns for, or adversely affect the quality of, emergency services at NWH. In addition, the EM Providers already participate in MGB's network-wide contracts with the principal Massachusetts commercial payers; therefore this transition in provider employment will not result in an increase in MGB's total medical expense for services that it provides to the members of such commercial payers.