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March 20, 2015

RECEIVED

VIA FED EX

Rosemary Chiavetta, Secretary
Secretary's Bureau
Pennsylvania Public Utility Commission
400 North Street, 2nd Floor
Harrisburg, PA 17120

MAR 20 2015

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Re: Petition for Acknowledgement and Approval of Change of Control for Certificate of Public Convenience for Motor Common Carrier of Persons in Paratransit Service Held by Memorial Hospital, Inc. of Towanda, Pennsylvania – PUC Authority No. A-00117028

Dear Ms. Chiavetta:

Following my telephone conversation with Robert Bingaman yesterday regarding our notice sent to the Public Utility Commission via letter dated February 9, 2015 concerning Memorial Hospital, Inc. of Towanda, Pennsylvania's ("Memorial") change of control in connection with its affiliation The Guthrie Clinic (the "Affiliation") effective April 1, 2015, Mr. Bingaman requested that Memorial submit a petition seeking PUC's acknowledgement and approval of the change of control. Accordingly, please find enclosed a petition to such effect together with the initial letter we filed with the PUC.

Please let me know if you have any questions or require any additional information.

Sincerely,

STEVENS & LEE

Harriet Franklin

Harriet Franklin

LG

Enclosures

cc: Joseph A. Scopelliti, M.D., President and CEO, The Guthrie Clinic
Gary A. Baker, President and CEO, Memorial Hospital of Towanda, Inc.
Michael D. Ecker, Esquire, Eckert, Seamans, Cherin & Mellott, LLC

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Wilkes-Barre • Princeton • Cherry Hill • New York • Wilmington

A PROFESSIONAL CORPORATION

IN RE: MEMORIAL HOSPITAL, INC. : PENNSYLVANIA PUBLIC UTILITY
OF TOWANDA, PENNSYLVANIA, a : COMMISSION
Pennsylvania nonprofit corporation :
("Petitioner") :
:
:
:

RECEIVED

PETITION FOR ACKNOWLEDGEMENT AND
APPROVAL OF CHANGE OF CONTROL

MAR 20 2015

TO THE PENNSYLVANIA PUBLIC UTILITY COMMISSION:

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

The Petitioner respectfully represents the following:

1. Petitioner is a Pennsylvania nonprofit corporation that has been recognized by the Internal Revenue Service ("IRS") to be a charitable organization described in Section 501(c)(3) of the Internal Revenue Code ("Code").

2. Petitioner is a licensed 41-bed acute care hospital and a licensed 68-bed hospital-based skilled nursing facility located at 91 Hospital Drive, Towanda, PA 18848.

3. Petitioner holds a *Certificate of Public Convenience, PUC Authority* No. A-00117028, to operate as a Motor Common Carrier of Persons in Paratransit Service (the "Certificate").

4. The Guthrie Clinic ("Guthrie") is a Pennsylvania nonprofit corporation and tax-exempt organization that has been determined by the IRS to be a charitable organization described in Section 501(c)(3) of the Code.

5. Guthrie serves as the parent organization of an integrated health care system located in North Central Pennsylvania and the Southern Tier of New York.

6. Petitioner and Guthrie entered into a certain Affiliation Agreement dated April 16, 2014.

7. The affiliation by and between Petitioner and Guthrie will occur as of 12:01 A.M. on April 1, 2015 (the "Effective Date").

8. Petitioner filed a letter with Pennsylvania Public Utility Commission notifying the Commission of the Affiliation transaction on February 9, 2015, and was advised on March 19, 2015 to file this Petition. A copy of the February 9, 2015 letter is attached to this Petition for reference.

9. Upon the Effective Date:

(a) Memorial will undergo a change in control transaction whereby Guthrie will become the sole corporate member of Memorial.

(b) Memorial will continue to be a Pennsylvania nonprofit corporation, to be a licensed acute care hospital and long term care facility, and to hold the Certificate; it will offer the same services it currently provides in connection with the Certificate.

(c) Memorial will amend its name to be "Guthrie Towanda Memorial Hospital."

WHEREFORE, it is respectfully requested that the Pennsylvania Public Utility Commission acknowledge and approve the change of control of Memorial Hospital, Inc. of Towanda, Pennsylvania and acknowledge its change in name to Guthrie Towanda Memorial Hospital.

Dated: March 20, 2015

STEVENS & LEE, P.C.

By: Harriet Franklin

Harriet Franklin ^{CG}
Attorney I.D. No. 51910
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MAR 20 2015

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

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February 9, 2015

VIA FIRST CLASS MAIL

Rosemary Chiavetta
Secretary's Bureau
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
2nd Floor, Room-N201
400 North Street
Harrisburg, PA 17120

Re: Affiliation of The Guthrie Clinic and Memorial Hospital, Inc. of Towanda, PA
Certificate of Public Convenience held by The Memorial Hospital, Inc. of
Towanda – Application A-00117028

Dear Ms. Chiavetta:

This letter serves as written notice of the affiliation by and between Memorial Hospital of Towanda, Inc. of Towanda, Pennsylvania (“Memorial”) and The Guthrie Clinic (“Guthrie”), which will occur as of 12:01 A.M. on April 1, 2015 (the “Effective Date”). As of the Effective Date, Memorial will undergo a change in control transaction whereby Guthrie will become the sole corporate member of Memorial.

Memorial, the entity holding the above referenced Certificate of Public Convenience, is a Pennsylvania nonprofit corporation that owns and operates an acute care licensed hospital located at 91 Hospital Drive, Towanda, PA 18848. Upon the Effective Date, Memorial will begin operating the services in connection with the above referenced Certificate of Public Convenience as the “Guthrie Towanda Memorial Hospital.”

Guthrie is a Pennsylvania nonprofit corporation that serves as the parent of an integrated health care system located in North Central Pennsylvania and the Southern Tier of New York.

Upon the Effective Date, Memorial will remain a nonprofit corporation and will continue to own and operate its acute care licensed hospital. Memorial will continue to offer the same services it currently provides in connection with the above referenced Certificate of Public Convenience.

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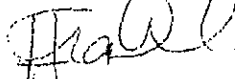
February 9, 2015
Page 2

The parties anticipate that the affiliation will enable them to continue their charitable missions and appropriately adapt to meet the current and future healthcare needs of the communities they serve.

If you have any questions or require the completion of any additional forms in order to effectuate the foregoing, please feel free to contact me. We appreciate your courtesy and consideration in this matter.

Sincerely,

STEVENS & LEE



Harriet Franklin

cc: Joseph A. Scopelliti, M.D., President and CEO, The Guthrie Clinic
Gary A. Baker, President and CEO, Memorial Hospital of Towanda, Inc.
Michael D. Ecker, Esquire, Eckert, Seamans, Cherin & Mellott, LLC

IN RE: MEMORIAL HOSPITAL, INC. : PENNSYLVANIA PUBLIC UTILITY
OF TOWANDA, PENNSYLVANIA, a : COMMISSION
Pennsylvania nonprofit corporation :
("Petitioner") :
:
:
:
:
:

ORDER

AND NOW, this ___ day of _____, 2015, upon consideration of the Petition for Acknowledgement and Approval of Change of Control, IT IS HEREBY ORDERED that the change of control and change of name of Petitioner is hereby acknowledged and approved.

BY THE PENNSYLVANIA PUBLIC UTILITY
COMMISSION:

Secretary



CMPC

To: PUC

Agency PUC

Floor:

External Carrier: FEDEX

3/23/2015 9:18:24 AM



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BILL SENDER

Rosemary Chiavetta, Secretary
PA Public Utility Commission
400 North Street, 2nd Floor

HARRISBURG, PA 17120

Ref # 03330300360
Invoice #
PO #
Dept #

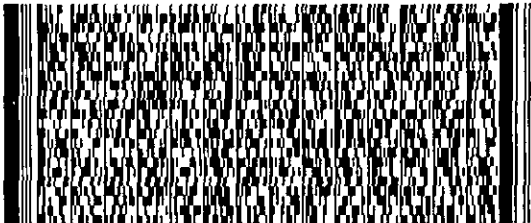
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MAR 20 2015

PA PUBLIC UTILITY COMMISSION MON - 23 MAR 3:00P
SECRETARY'S BUREAU STANDARD OVERNIGHT

TRK# 7731 7513 6960

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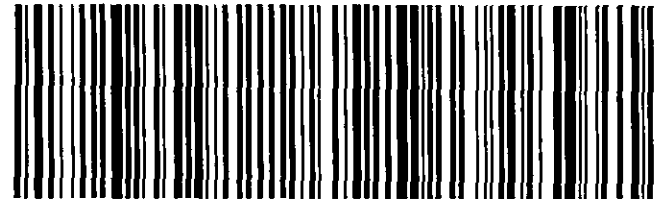


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