

Kristen A. Larremore
(205) 226-5747
kristen.larremore@hklaw.com

August 26, 2026

Via Electronic Filing (shpda.online@shpda.alabama.gov)

Ms. Emily Marsal, Esq.
Executive Director
State Health Planning and Development Agency
100 North Union Street, Suite 870
Montgomery, Alabama 36104

RE: Request for Reviewability Determination
Regional Health Management Corporation

Dear Ms. Marsal:

Our firm represents Regional Health Management Corporation (“RHMC”), who is a parent company of The Surgery Center, L.L.C., and who is requesting your determination, pursuant to Section 401-1-7-.02 of the Alabama Certificate of Need Program Rules & Regulations (“Regulations”), that the proposed change in the indirect upstream ownership of The Surgery Center, L.L.C. (“ASC Owner”), the licensed operator of The Surgery Center, an ambulatory surgical treatment facility located in Oxford, Alabama (SHPDA ID: 015-U0801) described herein does not require a Certificate of Need (“CON”) application to be filed with the State Health Planning and Development Agency (“SHPDA”).

RHMC currently holds a fifty percent (50%) ownership interest in ASC Owner and Surgery Center Associates, L.L.C. holds the remaining fifty percent (50%) ownership interest in ASC Owner. The Health Care Authority of the City of Anniston (“HCACA”) has entered into an asset purchase agreement (the “Transaction”) pursuant to which substantially all of HCACA’s assets and operations, including its ownership interests in RHMC, will be acquired by BBH - ANN, Inc. (“BBH - ANN”), located at 1414 Kuhl Avenue MP 2, Orlando, FL 32806, with such Transaction intended to close on or around October 1, 2026 (the “Effective Time”).

Following the Transaction, the ASC Owner will continue to hold the Certificate of Need (“CON”) for The Surgery Center. Additionally, RHMC and Surgery Center Associates, L.L.C. will retain their respective fifty percent (50%) ownership interests in ASC Owner.

Under Section 410-1-11-.09(a) of the Regulations, upon completion of the applicable obligation (i.e., the inauguration of a new health service or completion of construction), a Certificate of Need becomes “vested in and continued in force and effect as a part of the health care facility and shall survive changes of ownership of the health care facility without further certificate of need approval by this agency.” The Surgery Center’s CON is vested and fully operational.

Further, Section 410-1-11-.09(c) of the Regulations provides that “[t]he transfer of equity interests in, or change of names or merger of, any legal business entity which holds a Certificate of Need shall not constitute a transfer, assignment, or conversion of the Certificate of Need and shall not require SHPDA approval unless the transaction also involves implementing one or more of the new institutional health services or a new health care facility or health maintenance organization described in Sections 22-21-263(a)(2), (3) or (4), Code of Alabama, 1975.”

Here, the Transaction does not involve any change in the entity, ASC Owner, that directly holds the CON. The ASC Owner (Surgery Center, L.L.C.) will remain the CON holder before and after the Effective Time. Moreover, RHMC’s ownership interest in The Surgery Center is not being assigned, transferred, or otherwise disposed of. The Transaction merely changes the upstream ownership of RHMC to BBH - ANN. See enclosed pre- and post-transaction organizational diagrams. No new institutional health services will be offered, no new health care facility will be established, and there will be no change in the services, bed capacity, or operations of The Surgery Center as a result of the Transaction. The control over The Surgery Center and ASC Owner will be governed by the operating agreement and any other governing documents of ASC Owner as it is currently.

Given that (i) The Surgery Center’s CON is fully vested and survives changes of ownership under Section 410-1-11-.09(a) of the Regulations, (ii) the Transaction does not involve a transfer, assignment, or conversion of the Certificate of Need under Section 410-1-11-.09(c), (iii) RHMC’s ownership interest in The Surgery Center is not being assigned, transferred, or otherwise disposed of, and (iv) no new institutional health services, new health care facility, or changes to the services or operations of The Surgery Center will result from the Transaction, we respectfully request your determination that the Transaction does not require a CON application and is not otherwise subject to CON review. We appreciate your consideration of this request and welcome the opportunity to address any questions regarding this matter. Thank you very much.

Best regards,



Kristen A. Larremore

cc: Colin Luke

Enclosures

Affirmation of Requesting Party:

The undersigned, being first duly sworn, hereby makes oath or affirms that she/he, as the Chief Executive Officer overseeing Regional Health Management Corporation, has knowledge of the facts in the attached Reviewability Determination Request, and to the best of her/his information, knowledge and belief, such facts are true and correct.



Name: Keith Parrott

Title: Chief Executive Officer



SUBSCRIBED AND SWORN to before me this 26th day of August, 2026.

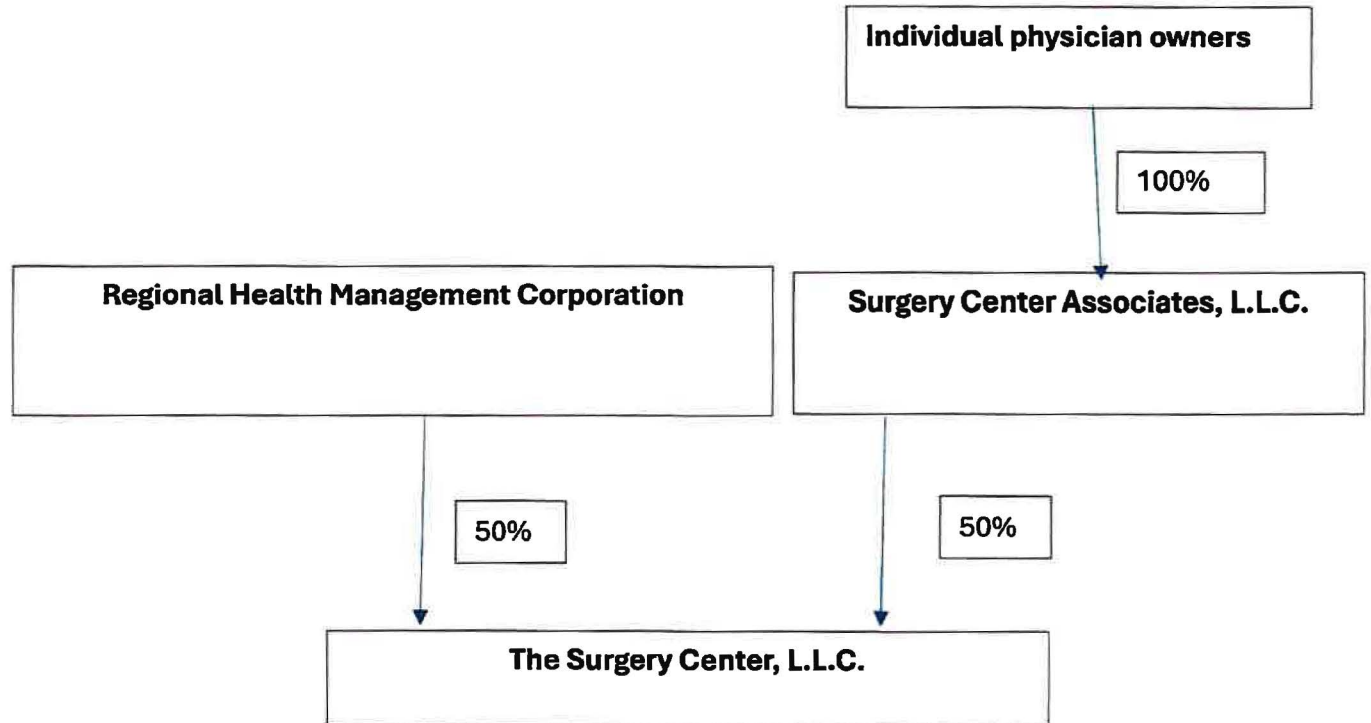


Notary Public

My Commission Expires: _____



The Surgery Center, L.L.C.
Change in Upstream Ownership Interest
Pre-Closing Organizational Diagram



The Surgery Center, L.L.C.
Change in Upstream Ownership Interest
Post-Closing Organizational Diagram

