

Summary of Changes to the Terms of Certification Governing the Certificate of Public Advantage Issued to Ballad Health Pursuant to the Master Affiliation Agreement and Plan of Integration By and Between Wellmont Health System and Mountain States Health Alliance

As of July 1, 2022, the Tennessee Attorney General's Office and the Tennessee Department of Health published the "Third Amended and Restated Terms of Certification Governing the Certificate of Public Advantage Issued to Ballad Health Pursuant to the Master Affiliation Agreement and Plan of Integration By and Between Wellmont Health System and Mountain States Health Alliance" dated July 1, 2022. Those substantive changes are outlined below.

Section Reference	Summary of the Change
Throughout the Document	Editorial changes to conform the document to the "Third Amended and Restated" version
Throughout the Document	Correction of minor typographical, grammar and formatting changes that were not intended to alter the substance nor content of the Terms of Certification
Article I	The date of closing was stated as January 31, 2018
Section 3.05(c)	Clarification that Ballad is prohibited from commercializing HIE data but not from commercializing its own data
Section 3.06(b)	Addition of language explicitly permitting the state to deem a spending plan satisfied and, in such circumstance, for Ballad to propose alternate expenditure of remaining monetary obligation funds
Section 4.03(a)(ii)	Increase from 5 years to 6 years the period during which Ballad shall maintain in operation as Hospitals all COPA Hospitals
Section 4.03(f)	Clarification that if Ballad's Form 990 is not finalized at the time of the filing of its Annual Report, Ballad shall thereafter make the Form 990 available to the COPA Monitor along with an explanation of any differences between the numbers reported in the Annual Report and the finalized Form 990
Section 5.04(c)	Changes that permit Ballad to support or oppose an application for a certificate of need in the Geographic Service Area. Ballad may appeal a decision of the Health Facilities Commission to an administrative law judge but may not appeal the decision of the administrative law judge. In the event Ballad appeals a decision to the administrative law judge and the administrative law judge rules in favor of Ballad, Ballad agrees it will be responsible for its own costs and will not seek reimbursement of the costs of the appeal from the losing party

Section 5.05(a)	Changes that prevent Ballad from seeking or obtaining any covenant not to compete from any person or entity in excess of the term of the contract or employment agreement plus 1 year
Addendum 1	Replacement of Addendum 1 with new requirements and calculations
Exhibit B	Replacement of the Monetary Commitment and Annual Baseline Spending Levels which do not alter the aggregate, total spend, overall or within any individual plan, but alters the annual spend requirement to reflect suspensions and disruptions in operations resulting from the public health emergency. Further, restating the Annual Baseline Spending Levels
Exhibit D	Clarification of calculation period for each stated year and setting forth the definitive Scoring methodology for “Year 3”
Exhibit K	Restatement of certain Target Quality Measures