Required Public Disclosure for the ACO Participation Waiver  
Dartmouth-Hitchcock Health Pioneer ACO

Pursuant to the Notice of Waiver of Certain Fraud and Abuse Laws in Connection with Pioneer ACO Model issued by the Secretary of the U.S. Department of Health and Human Services on December 8, 2011, Pioneer Accountable Care Organizations (“ACOs”) may seek waiver protection for certain arrangements that are reasonably related to the purposes of the Pioneer ACO Model. Pursuant to such Notice, Dartmouth-Hitchcock Health seeks waiver protection for the arrangement described below, which is related to the purposes of the Pioneer ACO Model, promoting accountability for the quality, cost and overall care for Medicare beneficiaries served by the Dartmouth-Hitchcock Health Pioneer ACO.

The Patient Protection and Affordable Care Act of 2010 (the “Act”) requires the development of new patient care delivery models, including ACOs, in order to reduce cost and improve the quality of patient care. Dartmouth Hitchcock Health and New London Hospital (“NLH”), a critical access hospital located in New London, New Hampshire, both see these new models as supporting the “Triple Aim”:

1. Improving the patient experience of care (including quality and satisfaction);
2. Improving the health of populations; and
3. Reducing the per capita cost of health care.

Dartmouth-Hitchcock Health and New London Hospital share a common vision of the Triple Aim and common missions of promoting the health of the populations in the communities they serve, which may be advanced through participation in the Pioneer ACO Model.

NLH joined the Dartmouth-Hitchcock Health Pioneer ACO as an ACO Participant effective January 1, 2013. In order to allow and encourage NLH to invest in the ACO infrastructure and redesigned care processes necessary for the delivery of high quality and efficient health care services for the patients it serves, including Medicare beneficiaries, NLH will not be responsible for Pioneer ACO shared losses that the Dartmouth-Hitchcock Health Pioneer ACO may experience in Performance Year 2013. NLH will be eligible to receive fifty-percent (50%) of any shared savings for Performance Year 2013 that NLH would otherwise be eligible to earn as a Dartmouth-Hitchcock Health Pioneer ACO Participant, in the event the Dartmouth-Hitchcock Health Pioneer ACO earns a shared savings payment for that performance year.
Pursuant to the Notice of Waiver of Certain Fraud and Abuse Laws in Connection with Pioneer ACO Model issued by the Secretary of the U.S. Department of Health and Human Services on December 8, 2011, Pioneer Accountable Care Organizations (“ACOs”) may seek waiver protection for certain arrangements that are reasonably related to the purposes of the Pioneer ACO Model. Pursuant to such Notice, Dartmouth-Hitchcock Health (“D-HH”) seeks waiver protection for the arrangement described below, which is related to the purposes of the Pioneer ACO Model, promoting accountability for the quality, cost and overall care for Medicare beneficiaries served by the Dartmouth-Hitchcock Health Pioneer ACO.

The Patient Protection and Affordable Care Act of 2010 (the “Act”) requires the development of new patient care delivery models, including ACOs, in order to reduce cost and improve the quality of patient care. D-HH and Elliot Health System (“EHS”), each New Hampshire nonprofit corporations, both see these new models as supporting the “Three Part Aim”:

1. Improving the patient experience of care (including quality and satisfaction);
2. Improving the health of populations; and
3. Reducing the per capita cost of health care.

In support of the principles that compelled the passage of the Act, D-HH and EHS embraced principles of accountable care, with D-HH becoming a Pioneer ACO operating under an Innovation Agreement with the Centers for Medicare & Medicaid Services and the Centers for Medicare and Medicaid Innovation and EHS’s key components joining a Medicare Shared Savings Program Accountable Care Organization. While these two ACOs are separate, they share the common vision of the Three Part Aim and common missions of promoting the health of the population in Manchester, New Hampshire and the surrounding areas (the “Communities”).

D-HH and EHS thus recognized the need to collaborate in order to meet the requirements of the Act and to deliver high quality, integrated and coordinated patient care in the Communities. D-HH and EHS, while remaining separate entities, desired to collaborate for the purpose of improving efficient and effective deployment of resources, improving the accessibility and diversity of services, improving cost effectiveness and efficiencies in the delivery of specified health care services, and increasing the value and improving the quality of health care provided.

In furtherance of the Three Part Aim, D-HH and EHS entered into an Affiliation Agreement that will allow D-HH and EHS to collaborate in the provision of efficient, high-quality and cost effective healthcare through a new nonprofit New Hampshire corporation called EverWell (the “Arrangement”). EverWell will manage certain medical services (including services for ACO beneficiaries) as set forth below.

The purpose of EverWell is to promote the health of the Communities by taking advantage of the resources, skills, experiences and health care protocols, systems and processes of D-HH and EHS in order to reduce the cost of care in the community, enhance the quality of care, improve
population health management and improve patients’ experiences. EverWell will manage the services set forth below (including the medical and non-medical items, services, facilities or goods related to the services) and allows for collaboration and incentive alignment in order to better manage the health of patients. EverWell will conduct all of its activities to further the tax-exempt, charitable purposes of EHS and D-HH and will operate for the public benefit.

The services that EverWell will manage and oversee, and the location of such services (meaning whether the service is provided at a EHS or D-HH location) are as follows:

**Services at EHS Locations:**
- Elliot Hospital (“EH”) Endoscopy - River's Edge
- Elliot 1 Day Surgery Center
- EH Endocrinology
- Elliot Physician Services (“EPS”) Endocrinology - Manchester
- EH Endocrinology - Londonderry
- EPS Endocrinology - Londonderry
- EH Gastroenterology - River's Edge
- EPS Gastroenterology
- EH Elliot Center for Diabetes
- EPS - Behavioral Health Services - Bedford Commons
- EPS - Behavioral Health Services - Bedford
- EPS - Behavioral Health Services - Hooksett
- EPS - Behavioral Health Services - Londonderry
- EPS - Behavioral Health Services - Mammoth Rd
- EPS - Behavioral Health Services - Raymond
- EPS - Behavioral Health Services

**Services at D-HH - Manchester:**
- Endocrinology
- Gastroenterology & Hepatology
- Day Surgery Center (includes Endoscopy)