



NC DEPARTMENT OF  
**HEALTH AND  
HUMAN SERVICES**

ROY COOPER • Governor

KODY H. KINSLEY • Secretary

MARK PAYNE • Director, Division of Health Service Regulation

VIA EMAIL ONLY

February 21, 2022

Janet L. Combs

[Janet.combs@gentiva.com](mailto:Janet.combs@gentiva.com)

**No Review**

**Record #:** 3820  
**Date of Request:** January 28, 2022  
**Facility Name:** See Attachment A  
**Business Name:** See Attachment A  
**Business #:** 529, 413  
**Project Description:** Corporate reorganization  
**County:** Multi; See Attachment A

Dear Ms. Combs:

The Healthcare Planning and Certificate of Need Section, Division of Health Service Regulation (Agency) received your correspondence regarding the project described above. Based on the CON law **in effect on the date of this response to your request**, the project as described is not governed by, and therefore, does not currently require a certificate of need. If the CON law is subsequently amended such that the above referenced proposal would require a certificate of need, this determination does not authorize you to proceed to develop the above referenced proposal when the new law becomes effective.

This determination is binding only for the facts represented in your correspondence. If changes are made in the project or in the facts provided in the correspondence referenced above, a new determination as to whether a certificate of need is required would need to be made by this office.

Please do not hesitate to contact this office if you have any questions.

Sincerely,

Tanya M. Saporito  
Project Analyst

Micheala Mitchell  
Chief

cc: Acute and Home Care Licensure and Certification Section, DHSR

**NC DEPARTMENT OF HEALTH AND HUMAN SERVICES • DIVISION OF HEALTH SERVICE REGULATION**  
**HEALTHCARE PLANNING AND CERTIFICATE OF NEED SECTION**

LOCATION: 809 Ruggles Drive, Edgerton Building, Raleigh, NC 27603  
MAILING ADDRESS: 809 Ruggles Drive, 2704 Mail Service Center, Raleigh, NC 27699-2704  
<https://info.ncdhhs.gov/dhsr/> • TEL: 919-855-3873

AN EQUAL OPPORTUNITY / AFFIRMATIVE ACTION EMPLOYER

## Attachment A

<b>North Carolina Agencies</b>			
Legal Name	D/B/A	State Lic	County
Carrolton Home Care, LLC	Community Home Care & Hospice	HC1331	Cumberland
Carrolton Home Care, LLC	Community Home Care & Hospice	HC1844	Sampson
Carrolton Home Care, LLC	Community Home Care & Hospice	HC2351	Moore
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS2034	Lee
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS2048	Harnett
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS2060	Robeson
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS3007	Richmond
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS3010	Brunswick
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS3011	Columbus
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS3075	Randolph
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS3116	Union
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS3199	Randolph
Carrolton Home Care, LLC	Community Home Care & Hospice	HOS1945	Bladen
Carrolton Home Care, LLC	Community Home Care & Hospice	NP3441	Cumberland
Community Home Care & Hospice, LLC	Community Home Care & Hospice	HC3436	Wilson
Community Home Care & Hospice, LLC	Community Home Care & Hospice	HOS2241	Wilson
Community Home Care & Hospice, LLC	Community Home Care & Hospice	HOS2361	Wayne
Community Home Care & Hospice, LLC	Community Home Care & Hospice	HOS2424	Nash
Community Home Care & Hospice, LLC	Community Home Care & Hospice	HOS2985	Edgecombe
Community Home Care & Hospice, LLC	Community Home Care & Hospice	HOS2996	Pitt
Community Home Care & Hospice, LLC	Community Home Care & Hospice	HOS3005	Franklin
Community Home Care & Hospice, LLC	Community Home Care & Hospice	HOS3009	Halifax
Community Home Care of Robeson County, LLC	Community Home Care & Hospice	HC4032	Harnett
Community Home Care of Robeson County, LLC	Community Home Care & Hospice	HC4028	Columbus
Community Home Care of Robeson County, LLC	Community Home	HOS4010	Pitt

**North Carolina Agencies**

Legal Name	D/B/A	State Lic	County
	Care & Hospice		
Community Home Care of Robeson County, LLC	Community Home Care & Hospice	HOS4029	Durham
Community Home Care of Robeson County, LLC	Community Home Care & Hospice	HOS4030	Sampson
Community Home Care of Vance County, LLC	Community Home Care & Hospice	HC3440	Johnston
Community Home Care of Vance County, LLC	Community Home Care & Hospice	HC3446	Vance
Community Home Care of Vance County, LLC	Community Home Care & Hospice	HOS2135	Johnston
Community Home Care of Vance County, LLC	Community Home Care & Hospice	HOS2223	Wake
Community Home Care of Vance County, LLC	Community Home Care & Hospice	HOS2561	Vance
Community Home Care of Vance County, LLC	Community Home Care & Hospice	HOS2958	Durham
Community Home Care of Vance County, LLC	Community Home Care & Hospice	HOS2997	Orange
Community Home Care of Vance County, LLC	Community Home Care & Hospice	HOS3063	Alamance
Community Home Care of Vance County, LLC	Community Home Care & Hospice	HOS3273	Iredell
Community Home Care of Vance County, LLC	Community Home Care & Hospice	NP2813	Johnston
Community Hospice, LLC	Community Home Care & Hospice	HC3439	Craven
Community Hospice, LLC	Community Home Care & Hospice	HOS2302	Craven
Community Hospice, LLC	Community Home Care & Hospice	HOS2516	Beaufort
Community Hospice, LLC	Community Home Care & Hospice	HOS2984	Lenoir
Community Hospice, LLC	Community Home Care & Hospice	HOS2998	Carteret
Community Hospice, LLC	Community Home Care & Hospice	HOS3006	Onslow
Community Hospice, LLC	Community Home Care & Hospice	HOS3008	Martin
Community Hospice, LLC	Community Home Care & Hospice	HOS3301	Pasquotank
Wiregrass Hospice of South Carolina, LLC	Kindred Hospice	HOS4791	Granville



January 28, 2022

VIA EMAIL

VIA EMAIL (greg.yakaboski@dhhs.nc.gov)  
Mr. Gregory F. Yakaboski  
Healthcare Planning and Certificate of Need Section  
Division of Health Services Regulation  
North Carolina Department of Health and Human Services  
2704 Mail Service Center  
Raleigh, NC 27699-2704

Dear Mr. Yakaboski,

**RE: Notification of Transaction and Request for “No Review” Determination**

The purpose of this letter is to provide notice to the North Carolina Department of Health and Human Services Division, Division of Health Service Regulation (“DHSR”), Certificate of Need Section of the change of the indirect owner of multiple entities holding certificates of need (“CONs”) in North Carolina, and to request a “no review” determination. Please see **Attachment A** for the list of relevant entities holding CONs in North Carolina (“NC Entities”).

**I. THE TRANSACTION**

The transaction is a corporate reorganization within Humana Inc. (“Humana”) that indirectly impacts the NC Entities. Humana, a publicly traded company, is the ultimate parent entity of the NC Entities. Following the transaction described below, Humana will continue to be the ultimate parent of the NC Entities. Humana is reorganizing its multi-state/multi-site hospice and home health businesses, and, as part of this reorganization, Humana seeks to change the indirect ownership of the NC Entities. The NC Entities are all indirectly owned by Humana.

The following steps will effectuate the reorganization. First, 100 percent of the equity interest of Charlotte Buyer, Inc. is being transferred to KAH Hospice Company, Inc. Both Charlotte Buyer, Inc. and KAH Hospice Company, Inc. are wholly-owned subsidiaries of Humana. Second, through a series of consecutive transactions, the indirect ownership will be changed as seen on the pre- and post-closing organization charts in **Attachment B**. The transaction is anticipated to close on March 1, 2022.

**II. FACILITIES INVOLVED IN TRANSACTION**

Humana is the ultimate parent company of the NC Entities. Following the Transaction, all of the NC Entities will continue to conduct business under their respective CONs, state licenses, Medicare/Medicaid numbers and tax identification numbers. The Transaction will not result in a change in the NC Entities’ day-to-day operations, service areas, or the services provided.

### **III. CERTIFICATE OF NEED REVIEW NOT TRIGGERED**

Pursuant to N.C. Gen. Stat. § 131E-178(b), “[n]o person shall make an acquisition by donation, lease, transfer, or comparable arrangement without first obtaining a certificate of need from the Department, if the acquisition would have been a new institutional health service if it had been made by purchase.” However, given that this Transaction results in an indirect ownership change with no changes to the licensed entity, we do not believe that the transaction is subject to a CON review. Further, an acquisition of “an existing health service facility, including equipment owned by the health service facility at the time of acquisition,” is exempt from certificate of need review pursuant to N.C. Gen. Stat. § 131E-184(a)(8). “Health service facility” is defined by N.C. Gen. Stat. § 131E-176(9b) to include home health and hospice agencies. Thus, even if this transaction does not qualify for a “no review” determination, we believe that the transaction is exempt from CON review because the transaction involves the acquisition of an existing health service facility. **Therefore, we respectfully request your confirmation that this Transaction results in a “no review” or, in the alternative, is exempt from CON review.**

If you have any questions or need any additional information, please contact me at [Janet.Combs@gentiva.com](mailto:Janet.Combs@gentiva.com) or (913) 814-2013. Thanking you in advance for your prompt attention in this matter.

Best regards,



Janet Combs  
Vice President of Licensure  
Kindred at Home

Enclosures:

**Attachment A: NC Entities**

**Attachment B: Pre- and Post-Closing Organizational Charts**

## Attachment A

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Carrolton Home Care, LLC	Community Home Care & Hospice	HOS3199	Randolph
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Community Hospice, LLC	Community Home Care & Hospice	HOS2984	Lenoir
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Community Hospice, LLC	Community Home Care & Hospice	HOS3301	Pasquotank
Wiregrass Hospice of South Carolina, LLC	Kindred Hospice	HOS4791	Granville

# **Attachment B**

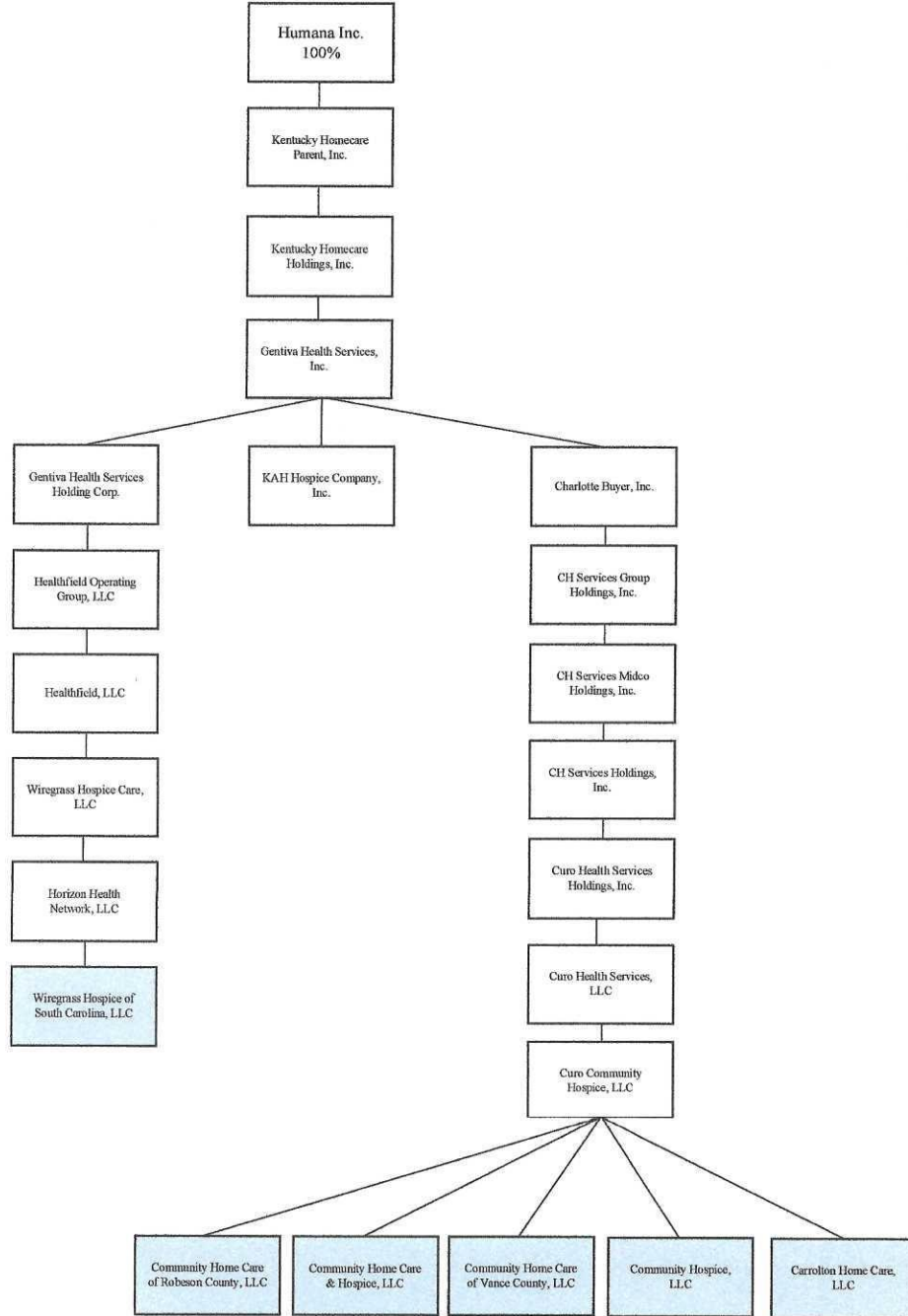
Pre- and Post-Closing Organizational Charts

*(see attached)*



NORTH CAROLINA - HOSPICE AGENCIES

(Pre-Closing Organizational Structure)



Denotes Licensed Entity

NORTH CAROLINA - HOSPICE AGENCIES

(Post-Closing Organizational Structure)



Denotes Licensed Entity

**From:** [Yakaboski, Greg](#)  
**To:** [Waller, Martha K](#)  
**Subject:** FW: [External] Request for No-Review Determination  
**Date:** Monday, January 31, 2022 3:30:52 PM  
**Attachments:** [NC Notice Letter.pdf](#)

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Hey Martha,

I just received this email with a No Review request.

Thanks,  
Greg

Sincerely,

*Gregory F. Yakaboski*

**Gregory F. Yakaboski**  
Project Analyst  
[Division of Health Service Regulation](#), Certificate of Need  
[NC Department of Health and Human Services](#)

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#StayStrongNC and get the latest at [nc.gov/covid19](https://nc.gov/covid19)

Office: 919-855-3873  
[Greg.Yakaboski@dhhs.nc.gov](mailto:Greg.Yakaboski@dhhs.nc.gov)

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**From:** Combs, Janet <Janet.Combs@gentiva.com>  
**Sent:** Monday, January 31, 2022 3:30 PM  
**To:** Yakaboski, Greg <greg.yakaboski@dhhs.nc.gov>  
**Cc:** Ballard, Jeremy <Jeremy.Ballard@gentiva.com>; Seigel, Randi <RSeigel@manatt.com>; Herrmann, Michael <MHerrmann@manatt.com>; Finkelstein, Adam <AFinkelstein@manatt.com>;

Paula Vinson <paula.vinson@curohs.com>

**Subject:** [External] Request for No-Review Determination

**CAUTION:** External email. Do not click links or open attachments unless you verify. Send all suspicious email as an attachment to [Report Spam](#).

Mr. Yakaboski:

Attached is our written request for a No Review Determination regarding the transaction outlined in the letter.

Please direct any additional correspondence regarding this matter to my attention.

Thank you!

**Janet L. Combs**

Vice President of Licensure

Kindred at Home

6330 Sprint Parkway, Suite 300, Overland Park, KS 66211

Direct Tel: (913) 814-2013

Fax: (913) 814-4929

[www.kindredathome.com](http://www.kindredathome.com)



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