



B R C S M
Brennan / Recupero / Cascione /
Scungio / McAllister LLP
Attorneys at Law

JAN 19 2020

January 8, 2020

**NOTICE TO POTENTIAL CREDITORS AND PARTIES IN INTEREST RE:
CHARTERCARE COMMUNITY BOARD, ST. JOSEPH HEALTH SERVICES OF RHODE ISLAND, AND
ROGER WILLIAMS HOSPITAL**

Please be advised the Court has appointed the undersigned as temporary liquidating receiver of CharterCARE Community Board; St. Joseph Health Services of Rhode Island; and Roger Williams Hospital (the "Companies"). Enclosed are copies of the Court's order appointing the receiver and of an order amending the appointment order (collectively, the "Order"). You have received this notice because the books and records of the Companies indicate that you may have a stake in this receivership as a creditor or other party in interest.

A receivership is a state court equitable remedy. The receiver is the agent of the Court, appointed to administer and liquidate the assets of the Companies. Our office does not and has not represented any Company or its principals, and I have been appointed as a neutral, impartial receiver.

As set forth in the Order, creditors are restrained and enjoined from taking any action to enforce any and all claims that they may be entitled to assert against any Company and/or its assets.

Any sale of assets outside the ordinary course of business, any approval of creditors' claims, and any distribution to creditors is subject to Court approval after notice and an opportunity for a hearing to creditors and other parties in interest.

The Court has scheduled a hearing on whether to appoint a permanent receiver for January 17, 2020 at 9:30 a.m. in Courtroom 5 on the third floor of the Licht Judicial Complex, 250 Benefit Street, Providence, Rhode Island. You are welcome to attend, but are not required to do so. However, if you object to the appointment of a permanent receiver or otherwise wish to present anything to the Court at the hearing, you must appear or be represented at the hearing.

If the Court appoints a permanent receiver, the Court will set a deadline for creditors to submit sworn Proofs of Claim to the receiver. However, if you would like to submit your sworn Proof of Claim now, for your convenience a form is included on the reverse side of this notice.

You will from time to time receive notices about this receivership. You will also be notified when the case is ready to be closed and if there will be a distribution to creditors at the close of the case.

If you have any questions, please contact me at themmendinger@brscsm.com or my paralegal Jo-Ann Lawson at (401) 453-2300 or jlawson@brscsm.com.

Cordially,

Thomas S. Hemmendinger, temporary receiver

362 Broadway
Providence, RI 02909
401.453.2300

One Church Green
PO Box 488
Taunton, MA 02780
508.822.0178

www.brscsm.com

Send proof of claim form to:
Thomas S. Hemmendinger, Receiver
Brennan, Recupero, Cascione, Scungio & McAllister, LLP
362 Broadway
Providence, RI 02909

**RECEIVERSHIP PROOF OF CLAIM— CHARTERCARE COMMUNITY BOARD,
ST. JOSEPH HEALTH SERVICES OF RHODE ISLAND, AND/OR ROGER WILLIAMS HOSPITAL**

I, _____, being duly sworn, depose and say:

1. [check appropriate creditor type] ____ I am the Claimant. [OR] ____ I am the _____
(title) of _____, who is the Claimant.

2. The full mailing address of the Claimant is _____. The telephone
number of the Claimant is _____. The email address of the Claimant is _____.

3. The Debtor in this proof of claim is [check all that apply]

- CharterCARE Community Board
- St. Joseph Health Services of Rhode Island
- Roger Williams Hospital

4. As of _____, 20__, the Debtor owed and still owes the Claimant a balance of
_____ Dollars (\$ _____), a statement of which
account is attached hereto (please attach all supporting documents).

5. Such account is just, true and correct, and said balance is now due claimant from the Debtor.

6. No part thereof has been paid or satisfied, and there are no set-offs, recoupments or counterclaims thereto, to the
knowledge or belief of deponent.

7. No security exists for said debt, except [if left blank, there is no security]: _____

8. [optional—if left blank, there will be no power of attorney] The following attorneys named on this Proof of Claim are
hereby made and constituted attorneys for the Claimant for all purposes whatsoever in connection with this claim with
full power of substitution (if an attorney is filing for you):

(name(s) of attorney(s)) _____
(full mailing address of attorney(s)) _____

____ Check here if your claim is secured, and attach copies of supporting documents.
____ Check here if you believe you have an unsecured priority claim, specify the amount of the claim entitled to
priority \$ _____, and the legal basis to claim such priority:

(claimant name - print)

(claimant signature)

STATE OF _____
COUNTY OF _____

Subscribed and sworn to before me this ____ day of _____, 20__.

Notary Public
My commission expires _____

STATE OF RHODE ISLAND
PROVIDENCE, SC.

SUPERIOR COURT

In re:

CharterCARE Community Board,

St. Joseph Health Services of
Rhode Island,

And

Roger Williams Hospital

PB-2019-11756

ORDER APPOINTING TEMPORARY LIQUIDATING RECEIVER

This cause came on to be heard upon the Petition for Judicial Dissolution and Liquidation of Assets and Affairs Pursuant to R.I. Gen. Laws § 7-6-60(a)(3) and § 7-6-61, and, upon consideration thereof, it is hereby:

ORDERED, ADJUDGED AND DECREED

1. That pursuant to R.I. Gen. Laws § 7-6-61, Thomas Hemmendinger, of Providence, Rhode Island be and hereby is appointed Temporary Liquidating Receiver (the "Liquidating Receiver") of CharterCARE Community Board, St. Joseph Health Services of Rhode Island, and Roger Williams Hospital (the "Petitioners") and of all real property and all tangible and intangible personal property of each Petitioner, with the powers and duties specifically set forth herein, which may be modified or supplemented by further order of this Court.

2. That said Liquidating Receiver shall, no later than five (5) days from the date hereof, file a single bond in the sum of \$10,000 with any surety company authorized to do business in the State of Rhode Island as surety thereon, conditioned that the Liquidating Receiver will well and truly perform the duties of said office and duly account for all monies and property which may come into the Liquidating Receiver's hands and abide by and perform all things which the Liquidating Receiver will be directed to do by this Court.

3. That said Liquidating Receiver is authorized to take control of the Petitioners as described in the Petition for the purpose of accomplishing the dissolution and liquidation pursuant to R.I. Gen. Laws § 7-6-60(a)(3) and § 7-6-61.

4. That said Liquidating Receiver is authorized, until further Order of this Court, in the Liquidating Receiver's discretion and as said Liquidating Receiver deems appropriate and advisable, to the extent necessary to accomplish said dissolution and liquidation, to continue administration of the Petitioners, to engage employees and assistants, clerical or otherwise, and other professionals necessary or appropriate for the efficient administration of the Petitioners, and to pay all such individuals and entities in the usual course of business.

5. That said Liquidating Receiver is authorized and directed:

a. to be substituted for and act as trustee of all of the claims, rights and interests against or in Prospect CharterCare, LLC that CharterCARE Community Board received in connection with the AMENDED & RESTATED LIMITED LIABILITY COMPANY AGREEMENT OF PROSPECT CHARTERCARE, LLC (a Rhode Island Limited Liability Company) or subsequently obtained, including but not limited to the membership interest of at least 15% in Prospect CharterCare, LLC, and any rights or interests that St. Joseph Health Services of Rhode Island or Roger Williams Hospital may have in connection therewith (collectively the "Hospital Interests") which Petitioners have been holding in trust for Stephen Del Sesto as Receiver of the St. Joseph Health Services of Rhode Island Retirement Plan ("Plan Receiver") pursuant to that certain Settlement Agreement dated as of August 31, 2018 between and among the Plan Receiver, the Petitioners, and others ("the Settlement Agreement"); and

b. to hold and administer the Hospital Interests in trust solely for the benefit of the Plan Receiver according to and subject to the terms of the Settlement Agreement, including but not limited to prosecution of *CharterCARE Community Board v. Samuel Lee, et al.*, PC-2019-3654.

6. That said Liquidating Receiver is authorized and directed to hold the funds that Roger Williams Hospital has been holding pursuant to paragraph 4 of the Order of April 20, 2015 in *In re: CharterCARE Health Partners Foundation, Roger Williams Hospital and St. Joseph Health Services of Rhode Island, C.A. No. KM-2015-0035*, pending further order of this Court.

Filed in PSC Court
Date 2/21/19
Carin Miley Deputy Clerk

7. That the Liquidating Receiver on behalf of the Petitioners shall perform and continue to perform their obligations under the Settlement Agreement, including but not limited to paragraph 24 of the Settlement Agreement;

8. That, pursuant to and in compliance with Rhode Island Supreme Court Executive Order No. 2000-2, this Court finds that the designation of the aforescribed person for appointment as Liquidating Receiver herein is warranted and required because of the Liquidating Receiver's specialized expertise and experience in operating businesses in Receivership and in administrating nonroutine Receiverships which involve unusual or complex legal, financial, or business issues.

9. That the commencement, prosecution, or continuance of the prosecution, of any action, suit, arbitration proceeding, hearing, or any foreclosure, reclamation or repossession proceeding, both judicial and non-judicial, or any other proceeding, in law, or in equity or under any statute, or otherwise, against said Petitioners or any of their property, in any Court, agency, tribunal, or elsewhere, or before any arbitrator, or otherwise by any creditor, stockholder, corporation, partnership or any other person, or the levy of any attachment, execution or other process upon Petitioners or against any property of said Petitioners, or the taking or attempting to take into possession any property in the possession of the Petitioners or of which the Petitioners have the right to possession or legal title thereto, or the interference with the Liquidating Receiver's taking possession of or retaining possession of any such property, or the cancellation at any time during the Receivership proceeding herein of any insurance policy, lease or other contract relating to the Petitioners, by any of such parties as aforesaid, other than the Liquidating Receiver designated as aforesaid, or the termination of services relating to the Petitioners, without obtaining prior approval thereof from this Honorable Court, in which connection said Liquidating Receiver shall be entitled to prior notice and an opportunity to be heard, is hereby restrained and enjoined until further Order of this Court. However, (1) this injunction shall neither restrain nor enjoin the Plan Receiver and his attorneys and agents in any way concerning the Hospital Interests, and the Plan Receiver and his attorneys and agents are authorized to take such steps as they deem appropriate to protect such Hospital Interests; and (2) this injunction shall neither restrain nor enjoin the continuation of the prosecution of the suit *Stephen Del Sesto, et al., v. Prospect CharterCare, LLC, et al.*, C.A. No.:1:18-CV-00328-WES-LDA against any of the defendants therein other than the Petitioners.

10. That a Citation be issued to the Petitioners, returnable to the Superior Court sitting at 250 Benefit Street, Providence, Rhode Island on JANUARY 11 2020, at 9:30 am. at which time and place this cause is set down for Hearing on the prayer for the

Appointment of a Permanent Liquidating Receiver; and that the Clerk of this Court shall give Notice of the pendency of the Petition herein by publishing this Order Appointing Temporary Liquidating Receiver once in The Providence Journal on or before JANUARY 30; and that the Liquidating Receiver shall give further notice by mailing on or before JANUARY 10TH 2020, a copy of this Order to each of the creditors and stockholders of the Petitioners whose addresses are known or may become known to the Liquidating Receiver.

ENTER:

B.P. Stern
Brian P. Stern
Associate Justice/Business Calendar
Dated: 12/18/19

BY ORDER:

[Signature]
Clerk, Superior Court

Dated: 12/18/19

STATE OF RHODE ISLAND
PROVIDENCE, SC.

SUPERIOR COURT

In Re:

CharterCARE Community Board, St. Joseph
Health Services of Rhode Island, and Roger
Williams Hospital

C.A. No. PC-2019-11756


ORDER AMENDING APPOINTING TEMPORARY LIQUIDATING RECEIVER

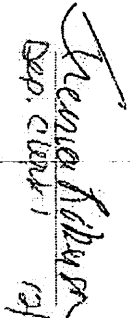
This matter came before this Court on December 24, 2019, Justice Stern presiding, on the request by Thomas S. Hammendinger, temporary liquidating receiver of CharterCARE Community Board, St. Joseph Health Services of Rhode Island, and Roger Williams Hospital (the "Petitioners"), to amend this Court's December 18, 2019 order appointing temporary liquidating receiver (the "Original Appointment Order"). After consideration, it is hereby ORDERED as follows:

1. The liquidating Receiver gave due and adequate notice of his request and of the date and time of this Court's consideration of the request to the Plan Receiver (as defined in the Original Appointment Order), special counsel to the Plan Receiver, and counsel to the Petitioners. Under the circumstances, no further notice to parties in interest is required.
2. Paragraph 7 of the Original Appointment Order is amended by adding the following:
and that the Liquidating Receiver on behalf of the Petitioners shall perform and continue to perform their obligations under that certain Settlement Agreement dated as of November 21, 2018 between and among the Plan Receiver, the Petitioners, and others.
3. Except as specifically modified by this order, the Original Appointment Order remains in full force and effect.

ENTER:

PER ORDER:

Stern, J. 


Dep. Clerk 1 12/24/2019

Date: 12/24, 2019

