

STATE OF RHODE ISLAND AND



PROVIDENCE PLANTATIONS

SUPERIOR COURT
SUBPOENA - CIVIL

Plaintiff/Petitioner St. Joseph Health Services of Rhode Island, Inc.	Civil Action File Number PC-2017-3856
Defendant/Respondent St. Josephs Health Services of Rhode Island Retirement Plan	

<input type="checkbox"/> Murray Judicial Complex Newport County 45 Washington Square Newport, Rhode Island 02840-2913 *(401) 841-8330	<input type="checkbox"/> Noel Judicial Complex Kent County 222 Quaker Lane Warwick, Rhode Island 02886-0107 *(401) 822-6900
<input type="checkbox"/> McGrath Judicial Complex Washington County 4800 Tower Hill Road Wakefield, Rhode Island 02879-2239 *(401) 782-4121	<input checked="" type="checkbox"/> Licht Judicial Complex Providence/Bristol County 250 Benefit Street Providence, Rhode Island 02903-2719 *(401) 222-3230

TO: PROSPECT CHARTERCARE, LLC
of c/o CT Corporation System, 450 Veterans Memorial Parkway, Ste 7a, East Providence, RI 02914

YOU ARE HEREBY COMMANDED to appear in the Superior Court listed above at the date, time, and courtroom specified below to testify in the above-entitled case and bring with you:

Courtroom	Date	Time

If you need language assistance, please contact the Office of Court Interpreters at (401) 222-8710 or by email at interpreterfeedback@courts.ri.gov before your court appearance.

* If an accommodation for a disability is necessary, please contact the Superior Court Clerk's Office at the telephone number listed above as soon as possible. TTY users can contact the Superior Court through Rhode Island Relay at 7-1-1 or 1-800-745-5555 (TTY) to voice number.



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

SUPERIOR COURT

YOU ARE HEREBY COMMANDED to appear at the location, date, and time specified below to testify at the taking of a deposition in the above-entitled case.

Location of Deposition	Date	Time

YOU ARE HEREBY COMMANDED to produce and permit inspection and copying of the following documents or objects at location, date, and time specified below (list documents or objects):

See Schedule A hereto for requests for documents.

Location	Date	Time
61 Weybosset St, Providence, RI 02903	December 18, 2017	11:00 a.m.


Any organization not a party to this suit that is subpoenaed for the taking of a deposition shall designate one or more officers, directors, or managing agents, or other persons who consent to testify on its behalf and may set forth, for each person designated, the matters on which the person will testify. (Rule 30(b)(6) of the Superior Court Rule of Civil Procedure).

/s/ <u>Max Wistow</u> Attorney for the <input type="checkbox"/> Plaintiff/Petitioner <input checked="" type="checkbox"/> Defendant/Respondent or <input type="checkbox"/> Plaintiff/Petitioner <input type="checkbox"/> Defendant/Respondent	Rhode Island Bar Number: 0330
	Date: 12/1/2017
Telephone Number: (401) 831-2700	

Issued by <input type="checkbox"/> Clerk, <input checked="" type="checkbox"/> Notary, or <input type="checkbox"/> Issuing Official pursuant to G.L. 1956 § 9-17-3	Date: 12/1/2017
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/s/ _____
 Clerk

Benjamin Ledsham
 Name of Notary


 Signature of Notary

Notary commission expires: 11/9/2019
 Notary identification number: 753498

 Name of Issuing Official

 Signature of Issuing Official

STATE OF RHODE ISLAND AND



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SUPERIOR COURT

The following information is being provided pursuant to Rule 45(c), (d), and (e) of the Superior Court Rules of Civil Procedure.

(c) Protection of Persons Subject to Subpoenas.

- (1) A party or an attorney responsible for the issuance and service of a subpoena shall take reasonable steps to avoid imposing undue burden or expense on a person subject to that subpoena. The court on behalf of which the subpoena was issued shall enforce this duty and impose upon the party or attorney in breach of this duty an appropriate sanction, which may include, but is not limited to, lost earnings and a reasonable attorney's fee.
- (2) (A) A person commanded to produce and permit inspection and copying of designated books, papers, documents, or tangible things or inspection of premises need not appear in person at the place of production or inspection unless commanded to appear for deposition, hearing, or trial.

(B) Subject to paragraph (d)(2) of this rule, a person commanded to produce and permit inspection and copying may, within fourteen (14) days after service of the subpoena or before the time specified for compliance if such time is less than fourteen (14) days after service, serve upon the self-represented litigant or attorney designated in the subpoena written objection to inspection or copying of any or all of the designated materials or of the premises. If objection is made, the party serving the subpoena shall not be entitled to inspect and copy the materials or inspect the premises except pursuant to an order of the court by which the subpoena was issued. If objection has been made, the party serving the subpoena may, upon notice to the person commanded to produce, move at any time for an order to compel the production. Such an order to compel production shall protect any person who is not a party or an officer of a party from significant expense resulting from the inspection and copying commanded.
- (3) (A) On timely motion, the court by which a subpoena was issued shall quash or modify the subpoena if it:
 - (i) Fails to allow reasonable time for compliance;
 - (ii) Requires disclosure of privileged or other protected matter and no exception or waiver applies; or
 - (iii) Subjects a person to undue burden.
(B) If a subpoena
 - (i) requires disclosure of a trade secret or other confidential research, development, or commercial information, or
 - (ii) requires disclosure of an unretained expert's opinion or information not describing specific events or occurrences in dispute and resulting from the expert's study made not at the request of any party,

the court may, to protect a person subject to or affected by the subpoena, quash or modify the subpoena or, if the party in whose behalf the subpoena is issued shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship and assures that the person to whom the subpoena is addressed will be reasonably compensated, the court may order appearance or production only upon specified conditions.

(d) Duties in Responding to Subpoena.

- (1) A person responding to a subpoena to produce documents shall produce them as they are kept in the usual course of business or shall organize and label them to correspond with the categories in the demand.
 - (2) When information subject to a subpoena is withheld on a claim that it is privileged or subject to protection as trial preparation materials, the claim shall be made expressly and shall be supported by a description of the nature of the documents, communications, or things not produced that is sufficient to enable the demanding party to contest the claim.
- (e) **Contempt.** Failure by any person without adequate excuse to obey a subpoena served upon that person may be deemed a contempt of the court in which the action is pending.



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

SUPERIOR COURT

Plaintiff/Petitioner St. Joseph Health Services of Rhode Island, Inc.	Civil Action File Number PC-2017-3856
Defendant/Petitioner St. Josephs Health Services of Rhode Island Retirement Plan	

PROOF OF SERVICE

I hereby certify that on the date below I served a copy of this Subpoena on
A/S CT Coop. Systems 450 Veterans Mem. Pkwy. East Providence RI Bldg. 7-A personally.

I hereby certify that I was unable to make service after the following reasonable attempts:

SERVICE DATE: <u>12/4/17</u> Month Day Year	SERVICE FEE \$ <u>45.00</u> \$ <u>11.00</u> # <u>3876</u>
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Signature of SHERIFF or DEPUTY SHERIFF or CONSTABLE

SIGNATURE OF PERSON OTHER THAN A SHERIFF or DEPUTY SHERIFF or CONSTABLE MUST BE NOTARIZED.
Thomas Noury
P.O. Box 114026
North Providence, RI 02911

State of RI
County of Providence

On this 4 day of Dec, 2017, before me, the undersigned notary public, personally appeared Thomas Noury
 personally known to the notary or proved to the notary through satisfactory evidence of identification, which was _____, to be the person who signed above in my presence, and who swore or affirmed to the notary that the contents of the document are truthful to the best of his or her knowledge.

Notary Public: Dora Noury-Keating
My commission expires: 5-17-21
Notary identification number: Dora Noury-Keating

Notary Public
My Commission Exp.

SCHEDULE A

Definitions

- a. The word "**documents**" as used herein is meant in the broad and liberal sense and includes hand-written, typed, recorded, electronically stored, or graphic material of any kind and description, and whether a draft, copy, original, or master, including, but not limited to, e-mails, electronic versions of documents, accounts, advertisements, letters, memoranda, prospectuses, resolutions, legislation, notes of conversations, contracts, agreements, drawings, tape recordings, inter-office and intra-office memoranda, studies, working papers, corporate records, minutes of meetings, checks, diaries, diary entries, appointment books, desk calendars, photographs, transcriptions or sound recordings or any type, and documents stored on data storage modules, databases, servers, computers, tapes, discs or other memory devices, or other information retrievable from storage systems. If any document has been prepared in multiple copies which are not identical, each modified copy or non-identical copy is a separate "document." The word "**document**" also includes data compilations from which information can be obtained and translated, if necessary, by the requesting party in a reasonably usable form.
- b. The term "any" and the term "all" are intended to mean "any and all."
- c. Any word in the singular also includes the plural and vice versa.
- d. The term "**Verified Petition**" refers to the Petition for the Appointment of a Receiver filed in *St. Joseph Health Services of Rhode Island, Inc. v. St. Josephs Health Services of Rhode Island Retirement Plan* (PC 2017-3856).
- e. The term "**Plan**" refers to the St. Joseph Health Services of Rhode Island Retirement Plan and any of its versions or amendments.
- f. The term "**SJHSRI**" refers to St. Joseph Health Services of Rhode Island and each of its predecessors or successors.
- g. The term "**CHARTERCARE**" refers to CharterCARE Health Partners and CharterCARE Community Board, and each of their predecessors or successors.
- h. The term "**RWH**" refers to Roger Williams Medical Center and Roger Williams Hospital, and each of their predecessors or successors.
- i. The term "**Prospect**" refers to Prospect CharterCARE, LLC, Prospect CharterCare SJHSRI, LLC, Prospect CharterCare RWMC, LLC, Prospect East Holdings, Inc., Prospect Medical Holdings, Inc., and Prospect East Hospital Advisory Services, LLC, and each of their predecessors or successors.

- j. The term “**Prospect CharterCARE**” refers to Prospect CharterCARE, LLC and each of its successors or subsidiaries
- k. The term “**Diocese**” refers to the Diocese of Providence and any other diocese or archdiocese or component of the Catholic Church having any connection of any nature with the **Plan**, and each of their bishops, clergy, officers, executives, employees, agents, and designees;
- l. The term “**Bishop of Providence**” includes the Roman Catholic Bishop of Providence, a corporation sole; Bishop Tobin; and any individual designees of the Roman Catholic Bishop of Providence or Bishop Tobin;
- m. The term “**Mercer**” means Mercer Investment Consulting LLC and any of its parents, subsidiaries, affiliates, as well as any parents, subsidiaries, affiliates, or components of Marsh & McLennan Companies;
- n. The term “**Asset Purchase Agreement**” refers to the Asset Purchase Agreement dated as of September 24, 2013, as well as any amendments, supplements, or successive agreements relating thereto;
- o. The term “**November 28 Letter**” refers to the letter dated November 28, 2017 from Richard J. Land to Max Wistow (a copy of which is attached hereto as Exhibit 1), a portion of which states:

SJHSRI continues to collect, review and process potentially responsive documents. SJHSRI has requested access to documents owned by Prospect that may be responsive. Prospect continues to provide access to physical files, subject to Prospect’s review of the documents for attorney client privilege, work product or other applicable privilege/objection. With respect to Prospect’s electronic data, we have discussed with Prospect collection of electronic data, and while we anticipate some difficulty in retrieving and searching the electronic data due to the broad scope of the subpoena requests, Prospect intends to provide access consistent with SJHSRI’s access to physical files subject to Prospect’s review of the documents for attorney client privilege, work product or other applicable privilege/objection. We view this process as facilitating a rolling delivery of responsive documents as you previously agreed.

Documents Requested^[1]

1. All documents and information to which Section 13.7 of the **Asset Purchase Agreement** pertains;
2. In relation to the statements contained in or subject matter of the **November 28 Letter**:
 - a. All documents relating to communications with **SJHSRI, RWH, CHARTERCARE**, or their officers, agents, directors, or attorneys, relating to subpoenas or compliance with subpoenas issued in connection with *St. Joseph Health Services of Rhode Island, Inc. v. St. Josephs Health Services of Rhode Island Retirement Plan* (PC 2017-3856);
 - b. All documents provided to **SJHSRI, RWH, CHARTERCARE**, or their officers, agents, directors, or attorneys, relating to subpoenas or compliance with subpoenas issued in connection with *St. Joseph Health Services of Rhode Island, Inc. v. St. Josephs Health Services of Rhode Island Retirement Plan* (PC 2017-3856);
 - c. All documents relating to **SJHSRI's** efforts to comply with subpoenas issued in connection with *St. Joseph Health Services of Rhode Island, Inc. v. St. Josephs Health Services of Rhode Island Retirement Plan* (PC 2017-3856);
 - d. All documents relating to **Prospect's** efforts to comply with subpoenas issued in connection with *St. Joseph Health Services of Rhode Island, Inc. v. St. Josephs Health Services of Rhode Island Retirement Plan* (PC 2017-3856);
3. All documents concerning the status or qualification *vel non* of the **Plan** as a church plan, including but not limited to all legal opinion letters that may be referenced in paragraph 7 of the Verified Petition;
4. All documents concerning the **Plan**, including any plan documents, reports, and actuarial valuations;
5. All trust agreements, or modifications of trust agreements, relating to the **Plan**;
6. All documents relating to authorizations regarding purchases or sales for accounts held by or relating to the **Plan**;

¹ Please see **Exhibit 1** for a discussion of why many of these requests which may superficially seem more appropriately directed to other entities are being made to Prospect CharterCARE.

7. All documents relating to investments or recommendations concerning the assets of the **Plan**;
8. All records of transactions since January 1, 2003 for assets or accounts referenced in Request #6 above;
9. All documents relating to identification or enumeration of trustees, or their appointments, tenures, resignations, or terminations, and all authorizations of trustees relating to assets or accounts referenced in Request #6 above;
10. All documents relating to the establishment, functions, or conduct of any board, committee, or subcommittee that administers or administered the **Plan**, including any board or committee or subcommittee resolutions and any appointments to such board, committee, or subcommittee;
11. All documents relating to minutes of the boards of directors of **SJHSRI**, the **Plan**, **RWH**, or **CHARTERCARE**, and all documents relating to minutes of any committee or subcommittee thereof;
12. All documents relating to identification or enumeration of the directors of **SJHSRI**, the **Plan**, **RWH**, or **CHARTERCARE**, or their appointments, tenures, resignations, or terminations, including resumes or curricula vitae;
13. All documents relating to identification or enumeration of the officers of **SJHSRI**, the **Plan**, **RWH**, or **CHARTERCARE**, or their appointments, tenures, resignations, or terminations, including resumes or curricula vitae;
14. All documents relating to identification or enumeration of human resources employees of **SJHSRI**, the **Plan**, **RWH**, or **CHARTERCARE**, or their appointments, tenures, resignations, or terminations, including resumes or curricula vitae;
15. All documents relating to payroll or expense records for employees of **SJHSRI**, the **Plan**, **RWH**, or **CHARTERCARE**, after May 2014;
16. All documents relating to communications (including correspondence and notes of conversations) to or from Bank of America, Fleet Bank, Mercer, the Angell Pension Group, or the Office of the Rhode Island Attorney General, in relation to the **Plan**;
17. All documents relating to communications (including correspondence and notes of conversations) to or from the U.S. Internal Revenue Service and/or the U.S. Department of Labor and/or the Rhode Island Division of Taxation relating to the **Plan**, including any opinion letters and letter rulings and any correspondence relating to opinion letters or letter rulings or requests for same;
18. All documents relating to communications (including correspondence, notes of conversations, and directives) to or from the **Bishop of Providence** (or his

designees or agents) or the **Diocese** (or its designees or agents) concerning the management, administration, governance, finances, or Catholicity of **SJHSRI** or the **Plan**;

19. All documents relating to communications (including correspondence and notes of conversations) to or from the Rhode Island Department of Health or the Health Planning and Accountability Advisory Council regarding hospital mergers or conversions;
20. All contracts between **SJHSRI**, **RWH**, or **CHARTERCARE**, on the one hand, and any of Bank of America, Fleet Bank, **Mercer**, and/or the Angell Pension Group, or any of their predecessors or successors;
21. All documents submitted (inclusive of supplemental submissions and exhibits) to the Attorney General's office, the Rhode Island Department of Health, or any other agency of state or federal government, regarding the **Plan** or hospital conversions or mergers, including without limitation the conversion transactions approved in 2009 and 2014;
22. All documents concerning financial assistance, payments, or loans from the **Diocese**, or the Inter-Parish Loan Fund, Inc., or any other entity, to **SJHSRI**, the **Plan**, **RWH**, or **CHARTERCARE**;
23. All documents concerning financial assistance, payments, or loans to the **Diocese** or the Inter-Parish Loan Fund, Inc., or any other entity, from **SJHSRI**, the **Plan**, **RWH**, or **CHARTERCARE**;
24. All articles of incorporation, bylaws, limited liability company agreements, and operating agreements, including any amendments or revisions thereto, of the **Plan**, **SJHSRI**, **RWH**, **CHARTERCARE**, or **Prospect CharterCARE**;
25. All documents concerning denominational requirements or statements of faith for employees, directors, officers, agents, managers, fiduciaries, members, physicians, nurses, or patients of **SJHSRI** or the **Plan**;
26. All documents concerning any ERISA fidelity bonds;
27. All insurance policies (including umbrella and excess policies) under which:
 - a. **SJHSRI** or the **Plan** has been or was provided with insurance coverage during the period from January 1, 2003 through the present, inclusive (whether or not **SJHSRI** contends or denies there is coverage that may be relevant to the **Plan**); or
 - b. **Prospect CharterCARE** has been or was provided with insurance coverage during the period from January 1, 2013 through the Present,

inclusive (whether or not **Prospect CharterCARE** contends or denies there is coverage that may be relevant to the **Plan**);

28. All insurance documents relating to:
 - a. self-insurance funds or trusts under which **SJHSRI** or the **Plan** has been or was provided with insurance coverage during the period from January 1, 2003 through the present, inclusive (whether or not **SJHSRI** contends or denies there is coverage that may be relevant to the **Plan**); or
 - b. self-insurance funds or trusts under which **Prospect CharterCARE** has been or was provided with insurance coverage during the period from January 1, 2013 through the Present, inclusive (whether or not **Prospect CharterCARE** contends or denies there is coverage that may be relevant to the **Plan**);
29. All audited or unaudited financial statements relating to **SJHSRI** or the **Plan**;
30. All federal and state tax returns, including all Form 990 filings or amendments, all Form 990-PF filings or amendments, and all Form 5500 or Form 5500-SF filings and amendments, for **SJHSRI**, the **Plan**, **RWH**, **CHARTERCARE**, or **Prospect CharterCARE**;
31. All applications and submissions to the U.S. Conference of Catholic Bishops relating to taxation or tax exemption (and any related correspondence or responses), including all Form 0928A forms and attachments;
32. All documents produced or obtained in discovery in *Gmuer, M.D. v. St. Joseph Health Services of Rhode Island*, 09-cv-00628 (D.R.I.), including responses to subpoenas *duces tecum* or requests for production of documents, answers to interrogatories, and deposition transcripts;
33. All other documents relating to *Gmuer, M.D. v. St. Joseph Health Services of Rhode Island*, 09-cv-00628 (D.R.I.), including all correspondence to or from plaintiff's counsel and all settlement documents;
34. All documents produced or obtained in discovery in *Moniz v. St. Joseph Hospital*, 95-cv-00102 (D.R.I.), including responses to subpoenas *duces tecum* or requests for production of documents, answers to interrogatories, and deposition transcripts;
35. All other documents relating to *Moniz v. St. Joseph Hospital*, 95-cv-00102 (D.R.I.), including all correspondence to or from plaintiff's counsel and all settlement documents;

36. All documents (including disks of documents) relating to any *cy pres* petition or matter, including *In re: CharterCARE Health Partners Foundation, Roger Williams Hospital, and St. Joseph Health Services of Rhode Island* (KM-2015-0035), *In re CharterCARE Health Partners* (PB-2011-6822), *Saint Joseph Health Services and Saint Joseph Health Services Foundation v. Patrick C. Lynch* (PB-2009-6693), *Roger Williams Hospital v. Patrick C. Lynch* (PB-2009-6694), and *Roger Williams Medical Center v. Patrick Lynch* (PB-2009-6695), including any reports or disclosures submitted to the Attorney General's office relating to *cy pres* matters;
37. All documents (including accounting records) relating to transfers or dispositions of assets that are or were the subject of any *cy pres* petition;
38. All documents relating to reporting and/or accounting of profits from **Prospect CharterCARE**;
39. All documents relating to the assets of **SJHSRI** (as distinguished from those of its affiliated entities) since 2003;
40. All documents relating to the assets of **SJHSRI** (as consolidated with its affiliated entities) since 2003;
41. All documents relating to any consideration given or obtained by **CHARTERCARE** in connection with the sale transaction concerning the Asset Purchase Agreement dated as of September 24, 2013, other than the transfer of assets by any of **CHARTERCARE**'s subsidiaries;
42. All QuickBooks files (or files for similar accounting software) for the **Plan**, **SJHSRI**, **RWH**, **CHARTERCARE**, or **Prospect CharterCARE** since 2003;
43. All documents given or transmitted to employees or prospective employees referring to the **Plan** or any employee benefits, including without limitation employee handbooks, manuals, summaries and the like, from the inception of the **Plan** to the present time;
44. All documents relating to recruitment advertisements for employees or positions to whom the **Plan** was or could be applicable, from the inception of the **Plan** to the present time;
45. All documents relating to document retention policies;
46. All documents relating to the purchase price or valuations of assets for the transaction referred to in paragraph 5 of the **Verified Petition**;
47. All documents relating to the "elect[ion] to contribute \$14,000,000 to the Plan" referred to in paragraph 5 of the **Verified Petition**;

48. All documents relating to the continuation of “affiliation during and after the sale” referred to in paragraph 6 of the **Verified Petition**;
49. All documents relating to the different “concept[s] of ‘funding’” referred to in footnote 3 of the **Verified Petition**;
50. All documents relating to “all of the long-term issues affecting the Plan” that were not “consider[ed]”, referred to in footnote 3 of the **Verified Petition**;
51. All documents relating to the statement in paragraph 7 of the **Verified Petition** that “Petitioner is advised and believes that the Plan will lose ‘church plan’ status on or before December 31, 2018”;
52. All documents relating to or supporting the assertion that “Petitioner does not have the financial resources to make such payments, or to comply with the other financial and regulatory requirements of ERISA” in paragraph 8 of the **Verified Petition**;
53. All documents concerning the derivation of or rationale for the request in the **Verified Petition** to reduce pension benefits in the specific amount of 40%, including by whom, when, and how the 40% figure was derived;
54. All documents relating to the “request[] that Angell perform an analysis of the Plan based upon a uniform reduction of 40%” in paragraph 13 of the **Verified Petition**;
55. All documents relating to or supporting the assertion that “Petitioner believes that a uniform reduction of 40% of pension benefits is likely the most reasonable approach to achieving an equitable resolution for all beneficiaries” in paragraph 15 of the **Verified Petition**;
56. All documents relating to or supporting the statement that “the net assets of Petitioner, RWH and CCB may become available to assist with the Plan” in paragraph 16 of the **Verified Petition**, or to the possible or actual disposition of such net assets;
57. All documents relating to why the “potential for additional Plan funds is not contemplated by the Benefit Adjustment Analysis” as stated in paragraph 16 of the **Verified Petition**;
58. All documents relating to why “Petitioner believes that the Plan should not be terminated immediately” as stated in paragraph 17 of the **Verified Petition**;
59. All documents relating to the “opportunity to benefit from the contribution of additional funds” referred to in paragraph 18(b) of the **Verified Petition**, including any documents identifying such additional funds and any projections of additional funds;

60. All documents relating to or supporting the statement in paragraph 21 of the **Verified Petition** that “Petitioner further believes that the current administrators and actuaries of the Plan should remain in place for administrative purposes and to continue to render services to the Plan consistent with past practice”;
61. All documents relating to how or why “administrative expenses of the **Plan**, other than investment management and custodian fees, have been paid for with non-Plan assets” as referred to in footnote 9 of the **Verified Petition**, including documents relating to whom and when such payments have been made;
62. All documents relating to the distinction between “administrative expenses” and “investment management and custodian fees” referred to in footnote 9 of the **Verified Petition**;
63. All documents relating to the “impairment of participant claims” referred to in footnote 9 of the **Verified Petition**; and
64. All documents relating to the “Allocation” referred to in section 2.11 of the **Asset Purchase Agreement**.

Exhibit 1

Chace Ruttenberg & Freedman, LLP
Attorneys at Law

Robert B. Berkelhammer^{1†}
Nathan W. Chace
Douglas J. Emanuel^{1**}
Robert D. Fine^{*}
Carl I. Freedman
Macrina G. Hjerpe^{**}
Bret W. Jedele
Drew P. Kaplan
Richard J. Land^{*}
Allan M. Shine^{*}
Don E. Wineberg^{*}

LuAnn Cserr^{**o}
Andre S. Digou^{*}
Jared R. Sugerman^{*}

Bruce R. Ruttenberg, *retired*

¹ Also admitted in Massachusetts
[†] Also admitted in Connecticut
^o Also admitted in New York
^{*} Also admitted in Washington, D.C.
^{*} Admitted in California
^o Admitted U.S. Patent & Trademark Office

November 28, 2017

Max Wistow, Esq.
Wistow, Sheehan & Lovely, P.C.
61 Weybosett Street
Providence, RI 02903

Re: St. Joseph Health Services of Rhode Island ("SJHSRI")

Dear Max:

Below is in follow up to our phone conversation yesterday when you requested (1) a status update on SJHSRI's response to the subpoena, and (2) to know SJHSRI's position regarding the Attorney General's objection to the motion to compel response to the subpoena.

SJHSRI continues to collect, review and process potentially responsive documents. SJHSRI has requested access to documents owned by Prospect that may be responsive. Prospect continues to provide access to physical files, subject to Prospect's review of the documents for attorney client privilege, work product or other applicable privilege/objection. With respect to Prospect's electronic data, we have discussed with Prospect collection of electronic data, and while we anticipate some difficulty in retrieving and searching the electronic data due to the broad scope of the subpoena requests, Prospect intends to provide access consistent with SJHSRI's access to physical files subject to Prospect's review of the documents for attorney client privilege, work product or other applicable privilege/objection. We view this process as facilitating a rolling delivery of responsive documents as you previously agreed.

CR & F

As for the Attorney General's objection to your motion to compel response to the subpoena, SJHSRI does not intend to object to the Attorney General producing the confidential exhibits, subject to the attorney client privilege and work product being maintained and protected. We have not reviewed the documents referenced on the Attorney General's exhibit, however a quick reading of the document descriptions suggests that there are only a few items that appear to fall into that category.

Sincerely,



Richard J. Land