

## MATERIAL CHANGE NOTICE SUBMISSION DETAILS

MCN Number	2024-05-02-1123
OHCA Review Start Date	9/17/2024
Anticipated date (unless tolled per regulation) by which OHCA could waive cost and market impact review	10/31/2024
Anticipated date (unless tolled per regulation) by which OHCA could determine cost and market impact review required	11/15/2024

## SUBMITTER

### HEALTH CARE ENTITY CONTACT FOR PUBLIC INQUIRY

Title	CEO
First Name	Debra
Last Name	Plass
Email Address	dplass@sierraclinic.org

### GENERAL

Business Name	Sierra Family Medical Clinic, Inc.
Website	<a href="http://www.sierrafamily.org">www.sierrafamily.org</a>
Ownership Type	Other Ownership
Tax Status	Non-profit
Federal Tax ID	68-0320801
Description of Submitting Organization	Sierra Family Medical Clinic ("SFMC") is a California nonprofit public benefit corporation, 501(c)(3), and a Federally Qualified Health Center ("FQHC") serving its community through the provision of comprehensive medical, chiropractic, dental, and behavioral health care to the community, regardless of income or insurance coverage. WSMC serves Western Nevada County and Yuba County.
Governance and Operational Structure	Governing Board of Directors compliant with the FQHC standards with HRSA
Health Care Provider	Yes
For Providers: Desc. of Capacity or Patients served in California	See above. SFMC has 4 clinics in the counties noted above and served 2048 patients in 2023. SFMC employs 35 staff members.

### LOCATIONS

Counties	Nevada; Yuba
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California licenses and numbers	CLIA Certificate # 05D0617483 California Department of Public Health, Facility License: 230000288
Other States Served	None
Primary Languages used when providing services	English; Spanish

### MATERIAL CHANGE

#### ADDITIONAL ENTITIES

Business Name	Description of the Organization	Ownership Type	Additional MCN Submission	Created On
Western Sierra Medical Clinic, Inc.	Western Sierra Medical Clinic (“WSMC”) is a nonprofit 501(c)(3), California public benefit corporation, and a Federally Qualified Health Center (“FQHC”). WSMC serves around 17,000 patients in Nevada County, Placer County, Sierra County, and Yuba County and has 148 staff members. Established 49 years ago, WSMC provides medical, dental, and behavioral health services. WSMC is an essential safety net clinic to its rural service area. WSMC has a governing board of directors and an annual operating budget of about \$18 million for the past three years.	Other	Yes	7/26/2024

## CRITERIA

<p>A health care entity located in a designated primary care health professional shortage area in California, as defined in Part 5 of Subchapter A of Chapter 1 of Title 42 of the Code of Federal Regulations (commencing with section 5.1), available at <a href="https://data.hrsa.gov">data.hrsa.gov</a>. To determine if you are located in a primary health care professional shortage area, please visit <a href="#">here</a></p>	Yes
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## CIRCUMSTANCES FOR FILING

<p>The transaction involves the sale, transfer, lease, exchange, option, encumbrance, or other disposition of 25% or more of the total California assets of the submitter(s).</p>	Yes
<p>The transaction involves a transfer or change in control, responsibility or governance of the Submitter. A transaction will directly or indirectly transfer control, responsibility, or governance in whole or in part of a material amount of the assets or operations of a health care entity to one or more entities if:</p> <p>(1) The transaction would result in the transfer of 25% or more of the voting power of the members of the governing body of a health care entity, such as by adding one or more members, substituting one or more members, or through any other type of arrangement, written or oral; or</p> <p>(2) The transaction would vest voting rights significant enough to constitute a change in control such as supermajority rights, veto rights, and similar provisions even if ownership shares or representation on a governing body are less than 25%;</p>	Yes

## TRANSACTION DETAILS

Anticipated Date of Transaction Closure	11/1/2024
Description of Transaction	<p>The strength of the combined health centers will help to preserve the availability of services to SFMC's and Western Sierra Medical Clinic's ("WSMC's") underserved communities. WSMC and SFHC plan to merge, with WSMC as the surviving entity. This transaction is intended to secure the financial viability of SFHC, which might otherwise close. The parties do not anticipate any adverse impacts of the transaction on the public.</p>
Submitted to US Department of Justice or Federal Trade Commission?	No
Subject to court proceeding	No
Description of current services provided and expected post-transaction impacts on health care services	<p>SFMC is a non-profit FQHC that provides comprehensive healthcare and supportive services to residents at 4 sites in northeastern</p>

	<p>rural California, namely Nevada and Yuba Counties.</p> <p>In 2023 SFMC served 2,048 patients, of all ages, genders, races, ethnicities, and disability statuses. SFMC’s clinics primarily provide services in English. Of the total patients served in 2023 there were 1,662 in Nevada County, 18 in Sierra County, 363 in Yuba County and 5 unknown. Currently SFHC has 35 employees and 3 contractors. SFMC provides medical, dental, chiropractic, and behavioral health services. There are no anticipated changes to staffing levels, services, or locations. The community needs assessment shows a need for primary and pediatric care; women’s and maternal care; dental care; behavioral health care services; substance use disorder services; case management; and specialty services, such as cardiology, podiatry, and chiropractic; all of which are offered at WSMC and will be shared resources at all sites of service. Both organizations currently offer, and will continue to offer post-transaction, a sliding fee discount program that allows for self-declaration if an individual is without an income. These individuals are eligible for waived fees once the application is completed. All sites of service are open to Medi-Cal and Medicare patients, and will continue to be post-transaction.</p>
<p>Prior mergers or acquisitions that: (A) involved the same or related health care services; (B) involved at least one of the entities, or their parents, subsidiaries, predecessors, or successors, in the proposed transaction; and (C) were closed in the last ten years.</p>	<p>N/A.</p>
<p>Description of Potential Post Transaction Changes</p>	<p>SFMC will merge into WSMC, with WSMC as the surviving entity. The WSMC board will be expanded to include three seats which will be filled by former SFMC board members. Otherwise, we do not anticipate any changes in operating structure, employment or benefits, or city or county contracts. There is one health care entity within 20 miles, which is an Indian health center offering similar services to those of the merging organizations.</p>

Description of the nature, scope, and dates of any pending or planned material changes occurring between the Submitter and any other entity, within the 12 months following the date of the notice	There are no pending or planned material changes occurring between the Submitter and any other entity, within the 12 months following the date of the notice.
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