

STATE OF MAINE

—
IN THE YEAR OF OUR LORD
TWO THOUSAND TWENTY-SIX

—
H.P. 1481 - L.D. 2202

**An Act to Require Notice to the Attorney General Prior to the Merger of
Certain Health Care Entities as Recommended by the Commission to
Evaluate the Scope of Regulatory Review and Oversight over Health Care
Transactions That Impact the Delivery of Health Care Services in the State**

Be it enacted by the People of the State of Maine as follows:

Sec. 1. 10 MRSA §1102-B is enacted to read:

§1102-B. Premerger notification by health care entities

1. Definitions. As used in this section, unless the context otherwise indicates, the following terms have the following meanings.

A. "Additional documentary material" means the additional documentary material filed with a Hart-Scott-Rodino form.

B. "Electronic" means relating to technology having electrical, digital, magnetic, wireless, optical, electromagnetic or similar capabilities.

C. "Filing threshold" means the minimum size of a transaction that requires the transaction to be reported under the Hart-Scott-Rodino Act in effect when a person files a premerger notification.

D. "Hart-Scott-Rodino Act" means 15 United States Code, Section 18a, as amended.

E. "Hart-Scott-Rodino form" means the form filed with a premerger notification, excluding additional documentary material.

F. "Health care entity" means a health care provider, a health care facility or a provider organization. "Health care entity" does not include a nursing facility as defined by Title 22, section 328, subsection 18.

G. "Health care facility" means a licensed institution providing health care services or a health care setting, including, but not limited to, hospitals and other licensed inpatient facilities; health systems consisting of one or more health care entities that are jointly owned or managed; ambulatory surgical or treatment centers; residential treatment centers; diagnostic, laboratory and imaging centers; freestanding emergency facilities; outpatient clinics; and rehabilitation and other therapeutic health settings.

H. "Health care provider" means a person, corporation, partnership, governmental unit, state institution, medical practice or other entity qualified or licensed under state law to perform or provide health care services to persons in the State.

I. "Premerger notification" means a notification filed under the Hart-Scott-Rodino Act with the Federal Trade Commission or the United States Department of Justice, Antitrust Division or a successor agency.

J. "Provider organization" means any corporation, partnership, business trust, association or organized group of persons that is in the business of health care delivery or management, whether incorporated or not, that represents one or more health care providers in contracting with carriers for the payment of health care services. "Provider organization" includes, but is not limited to, physician organizations, physician-hospital organizations, independent practice associations, health care provider networks, accountable care organizations and management services organizations and any other organization that contracts with carriers for payment for health care services.

2. Notice requirement. A health care entity filing a premerger notification shall concurrently file a complete electronic copy of the Hart-Scott-Rodino form with the Attorney General if:

A. The health care entity has its principal place of business in this State; or

B. The health care entity or a person the health care entity controls directly or indirectly had annual revenue in this State in the most recent calendar year preceding the filing of at least 20% of the filing threshold of the goods or services involved in the transaction.

A health care entity that files a Hart-Scott-Rodino form under this subsection shall include with the filing a complete electronic copy of the additional documentary material. The Attorney General may not charge a fee connected with filing or providing the Hart-Scott-Rodino form or additional documentary material under this subsection.

3. Confidentiality. Any information provided to the Attorney General under this section is confidential, except that the Attorney General may:

A. Subject to a protective order entered by an agency, court or judicial officer, disclose a Hart-Scott-Rodino form, additional documentary material or other information listed in subsection 2 in an administrative proceeding or judicial action if the proposed merger is relevant to the proceeding or action;

B. Share information with the Federal Trade Commission or the United States Department of Justice, Antitrust Division or a successor agency; or

C. Share information with the attorney general of another state that has enacted a substantively equivalent statute that includes confidentiality provisions at least as protective as the confidentiality provisions of this subsection. At least 2 business days before making a disclosure under this paragraph, the Attorney General shall give notice of the disclosure to the health care entity that filed or provided the Hart-Scott-Rodino form or additional documentary material under subsection 2.

4. Civil penalty. The failure to provide notice under subsection 2 constitutes a civil violation for which a civil penalty of not more than \$10,000 per day of noncompliance of a health care entity may be adjudged.