

### **Samaritan Description**

Below is a brief description of the Samaritan Health Services, Inc. (“Samaritan”) and its affiliates and their respective facilities (collectively, the “Samaritan Health System”).

#### **Samaritan**

In addition to providing management oversight and support to the separate entities comprising of the Samaritan Health System, Samaritan operates a self-insured employee health plan, owns and operates administrative and office buildings, and provides system-wide management services. Key business services and programs serving the entire Samaritan Health System are centralized in the Samaritan’s corporate offices in Corvallis, to help contain costs and streamline services. Some of these services include:

- Accounting/Payroll
- Community Health & Research
- Information Services
- Legal & Compliance
- Learning & Development
- Marketing & Communications
- Patient Financial Services
- Talent Acquisition/Human Resources

#### **Awards and Recognitions**

Samaritan takes pride in providing a culture and environment that makes its employees proud and is increasingly receiving statewide and national awards and recognition like the following:

- All five Samaritan hospitals designated as a 2024 LGBTQ+ High Performer by the Human Rights Campaign Foundation’s Healthcare Equality Index.
- Silver recognition from the American Medical Association Joy in Medicine™ Health System Recognition Program for dedication to building well-being and reducing physician burnout.
- Level 9 recognition in the 2024 Digital Health Most Wired Survey by College of Healthcare Information Management Executives.
- Military Friendly Employer recognition in 2017-2020, 2022-2024.
- Portland Business Journal’s Healthiest Employer of 5,000+ employees: Ranked first: 2020, 2019, 2018; Ranked third: 2021; Ranked fourth: 2024, 2023; Ranked fifth: 2022.

#### **Good Samaritan Regional Medical Center (“GSRMC”)**

GSRMC is an Oregon nonprofit corporation and 501(c)(3) organization formed in 1948 that owns and operates a 188-licensed bed (179 staffed) tertiary acute care hospital on its 82-acre main campus in north Corvallis, Oregon, approximately 86 miles south of Portland. GSRMC is a regional referral center, offering services in more than 20 medical specialties, including comprehensive cancer care, a full-service heart center, a sleep center, neurosurgery, inpatient mental health unit and other services. It is one of only five Level II trauma centers in the State.

GSRMC’s six-story hospital facility was originally constructed in 1975 and significantly expanded through major additions completed in 1984 (Southwest Wing Project) and 2002 (Heart Center Project). In 2010, the approximately 60,000-square-foot West Tower addition and approximately 44,000-square-foot Ambulatory Surgery Center addition on the main campus added approximately 350,420 square feet of new and newly renovated space. In January 2016, GSRMC opened the approximately 24,000-square-foot Samaritan Pastega Regional Cancer Center (the “Cancer Center”), which consolidates treatment services that were formerly spread across the GSRMC campus and expands available services. The Cancer Center was funded entirely through philanthropic support. The campus also includes 10 other buildings, totaling approximately

167,000 square feet, which house medical and administrative offices, outpatient clinics, a 24-unit hospitality house and other ancillary functions.

GSRMC also owns approximately 84 acres directly north of the campus to address future expansion for additional clinical services, including outpatient, specialty and mental health services, as well as parking. Samaritan Health System continues to evaluate expansion on this property in collaboration with the City of Corvallis, Oregon.

GSRMC has achieved several patient program awards, recognitions and accreditations, including:

- Awarded a four-star Patient Survey Rating in 2023 from the Centers for Medicare and Medicaid Services (“CMS”).
- Received the American Heart Association’s Stroke Gold Plus Quality Achievement Award and Target: Stroke Honor Role Elite Award.
- Accreditation from the American College of Surgeons Commission on Cancer as an Academic Comprehensive Cancer Program, as well as the National Accreditation Program for Breast Centers; and
- One of only three training centers in the United States to be designated a Metabolic and Bariatric Surgery Accreditation and Quality Improvement Program.

### **Samaritan Albany General Hospital**

Samaritan Albany General Hospital is an Oregon nonprofit corporation and 501(c)(3) organization formed in 1924 that owns and operates a 79-licensed bed (65 staffed) acute care hospital and outpatient health center in Albany, Oregon. Medical services offered by Samaritan Albany General Hospital include, among others, a Level IV trauma center, critical care unit, inpatient and outpatient surgical services, physical, pulmonary and cardiac rehabilitation, diabetes education, laboratory services, hospice care and a fully accredited diagnostic imaging center.

Samaritan Albany General Hospital’s inpatient and outpatient services are housed in an approximately 182,000-square-foot, five-story facility that was originally constructed in 1965. Major improvements to this facility include an outpatient surgery and critical care unit addition that was constructed in 1988, an operating room expansion that was completed in 2009 and construction of a Women’s Center in 2012. In 2008, Samaritan Albany General Hospital also built an approximately 36,000-square-foot diagnostic and medical services building in nearby North Albany as a satellite to the main campus. The Evergreen Hospice House in Albany provides end-of-life care in a home-like setting.

Samaritan Albany General Hospital has achieved several patient program awards, recognitions and accreditations, including:

- Awarded a five-star Patient Survey Rating in 2024 from CMS.
- Being the first and only 24/7 SANE center in Oregon to provide a setting where sexual assault nurse examiners work with patients in a discreet environment separate from the emergency department.
- Received the American Heart Association’s Stroke Gold Plus Quality Achievement Award and Target: Stroke Honor Role Elite Award.
- Awarded a level 4-star partner in the We Honor Veterans program through National Hospice and Palliative Care Organization; and
- Achieving wound center accreditation by the Undersea and Hyperbaric Medical Society.

### **Mid-Valley Healthcare, Inc.**

Mid-Valley Healthcare is an Oregon nonprofit corporation and 501(c)(3) organization that was formed in 1950 as Lebanon Community Hospital. Today, Mid-Valley Healthcare, Inc. owns and operates Samaritan Lebanon Community Hospital ("SLCH"), a 25-bed critical access hospital (licensed for a total of 49 beds) located in Lebanon, Oregon, 20 miles southeast of Corvallis. Samaritan Lebanon Community Hospital's inpatient and outpatient services are housed in an approximately 143,000-square-foot facility, which was originally constructed in 1952, and which has been expanded and updated over time. In April 2020, Samaritan Lebanon Community Hospital opened an inpatient and outpatient substance use disorder facility, the first in the service area. Samaritan Lebanon Community Hospital has achieved several patient program awards, recognitions and accreditations, including:

- Awarded a five-star Patient Survey Rating in 2024 from CMS; and
- Received the Beacon Award for Excellence by the American Association of Critical Care Nurses.

### **Samaritan North Lincoln Hospital**

Samaritan North Lincoln Hospital is an Oregon nonprofit corporation and 501(c)(3) organization that operates a 14-bed critical access hospital (licensed for 37 beds) in Lincoln City, Oregon. Samaritan North Lincoln Hospital serves residents of and visitors to Lincoln County, primarily including the coastal communities of Lincoln City and Depoe Bay, Oregon. In February 2016, to facilitate a replacement facility for the aging hospital infrastructure, the North Lincoln Hospital District transferred substantially all its assets to Samaritan North Lincoln Hospital in exchange for the promise to build a new hospital for the community. The replacement facility was completed in February 2020.

Samaritan North Lincoln Hospital has achieved several patient program awards, recognitions and accreditations, including:

- Awarded a four-star rating in 2024 from CMS.
- Lincoln City Medical Center and Samaritan Coastal Clinic, both Samaritan North Lincoln Hospital-affiliated Rural Health Clinics, achieved a 5-star (Tier 5) Patient-Centered Primary Care Home ranking by the Oregon Health Authority.
- Being the only emergency department in the State of Oregon to receive Geriatric Emergency Department Accreditation.
- Awarded an American Heart Association's Stroke Silver Plus Quality Achievement Award.

### **Samaritan Pacific Health Services, Inc., dba Samaritan Pacific Communities Hospital**

Samaritan Pacific Communities Hospital is an Oregon nonprofit corporation and 501(c)(3) organization that operates a 25-bed critical access hospital (licensed for 48 beds) in Newport, Oregon. Samaritan Pacific Communities Hospital serves residents of and visitors to Lincoln County, primarily including the communities of Newport, Waldport, Toledo, Depoe Bay and Yachats, Oregon. The campus and facility are owned by the Pacific Communities Health District, a municipal corporation, and is operated by Samaritan pursuant to a long-term lease agreement. The campus includes the two-story, 12,000-square-foot Center for Health Education that serves as a regional hub for health-related activities and community resource center. In October 2025, Samaritan Pacific Communities Hospital plans to open the system's second inpatient and outpatient substance use disorder facility.

Samaritan Pacific Communities Hospital has achieved several patient program awards, recognitions and accreditations, including:

- Awarded a four-star Patient Survey Rating in 2024 from CMS.
- 2019-2024 AHA/ASA Stroke Gold Plus Quality Achievement Award.

**FirstCare Medical Foundation, d/b/a FirstCare Physicians**

FirstCare Physicians is an Oregon nonprofit corporation and 501(c)(3) organization, however, there is currently no activity being done through this entity.

**InterCommunity Health Plans, Inc.**

InterCommunity Health Plans is an Oregon nonprofit corporation and 501(c)(4) organization that was founded in 1994, which provides managed care services to enrollees in the State's Medicaid plan, known as the Oregon Health Plan ("OHP"). Oregon is a Medicaid expansion state and utilizes an accountable care organization structure called Coordinated Care Organization ("CCO") to serve patients enrolled in the OHP. InterCommunity Health Plans is the CCO in the mid-Willamette Valley and Central Coast region and provides care to more than 55,000 Medicaid lives in the Samaritan Health System service area. InterCommunity Health Plans is focused on improving the health of the region and providing oversight of the region's Medicaid population. InterCommunity Health Plans works in concert with the Samaritan Health System care delivery network to implement the regional health improvement plan, establish community standards of care and develops shared risk frameworks with physical, behavioral and oral health providers.

InterCommunity Health Plans and the Samaritan Health System work to develop programmatic innovation in the State through the care and payment models used to serve the OHP population in the region. Samaritan Health System, through its operation of the sole hospitals in the region, and through the largest employed physician group in the region, is actively involved in care delivery improvement and cost containment efforts. Provider contracts include capitation for primary care and inpatient and outpatient hospital services. Risk withholdings and global health care budget surplus returns are earned through achieving improved outcomes and making process improvements. Quality metrics associated with the contracts include, but are not limited to, readmissions, emergency room utilization, coordination of care after emergency room visits, length of stay, controlling high blood pressure, performance of adolescent well care visits, and conducting drug and alcohol screenings in both primary care and emergency room settings.

**Samaritan Health Plans, Inc.**

Samaritan Health Plans is an Oregon nonprofit, taxable corporation and licensed insurance company that was formed in 2004 and currently offers health insurance to certain Medicare Advantage enrollees residing in Linn, Benton and Lincoln counties, as well as a large group commercial plan, which provides health insurance coverage to employers based in the Samaritan Health System service area with more than 50 employees.

**Paradigm Indemnity Corporation ("PIC")**

PIC is a nonprofit, 501(c)(3) organization that was formed in 2003. It is a captive insurance company domiciled in the State of Hawaii that provides hospital and physician professional liability and general liability coverage to Samaritan members on a claims-made basis.

### **Other Entities**

Albany General Hospital Foundation—an Oregon nonprofit corporation and 501(c)(3) organization that was formed to provide philanthropic support to Samaritan Albany General Hospital.

Lebanon Community Hospital Foundation, Inc.—an Oregon nonprofit corporation and 501(c)(3) organization that was formed and operates to provide philanthropic support to Mid-Valley Healthcare, Inc.

Good Samaritan Hospital Foundation, Corvallis—an Oregon nonprofit corporation and 501(c)(3) organization that was formed and operates to provide philanthropic support to GSRMC.

North Lincoln Hospital Foundation—an Oregon nonprofit corporation and 501(c)(3) organization that was formed and operates to provide philanthropic support to Samaritan North Lincoln Hospital.

FirstCare Health Foundation (“FCH”)—an Oregon nonprofit corporation and 501(c)(3) organization, which owns and operates a medical office building that houses primary care clinics providing medical care to the Albany community. In addition, FCH owns and operates a building that houses certain administrative departments for Samaritan Albany General Hospital.

Boulder Falls Properties, LLC – Samaritan is the sole member of Boulder Falls Properties, LLC, which is an Oregon limited liability company that serves as the sole member of Boulder Falls Inn, LLC and a minority member of The Lodges at Lebanon, LLC, and Synergy Surgicalists.

Samaritan SeniorCare, Inc. (“SSCI”) - an inactive Oregon nonprofit corporation and 501(c)(3) organization that currently has no operations and holds no assets. SSCI previously owned, and either operated or leased to a third-party operator, an extended care facility located in Corvallis, Oregon known as Samaritan Heart of the Valley. At the present time, Samaritan has no plans to resume operation of SSCI.

Samaritan Dialysis Services, LLC (“SDS”) is single member LLC and disregarded entity for tax purposes. Samaritan owns 100% of SDS. SDS previously operated one or more hemodialysis treatment centers in Corvallis, Oregon and Lebanon, Oregon.

### **Joint Venture Entities**

#### GSRMC Joint Ventures:

Samaritan Endoscopy Center, LLC – GSRMC holds a 52% interest in Samaritan Endoscopy Center, LLC, which has provided outpatient endoscopy services in Corvallis since 2005. The remainder of the ownership interests in the company is held by CE2 LLC, a physician-owned limited liability company.

Corvallis MRI, LLC – GSRMC holds a 50% interest in Corvallis MRI, which has provided outpatient MRI services in Corvallis since 1994. The remainder of the ownership interests in the company is held by Corvallis Radiology PC, a professional corporation.

Hull Imaging, LLC – GSRMC holds a 60% interest in Hull Imaging, LLC, which provides inpatient and outpatient MRI services in Corvallis on the GSRMC campus. The remainder of the ownership

interests in the company is held by the CRAD Imaging Properties, LLC (the “CRAD Company”), a limited liability company.

Corvallis Medical Office Buildings, LLC – GSRMC holds a 54.5% interest in Corvallis Medical Office Building, LLC, which owns a medical office building on the campus in Corvallis. The remainder of the ownership interests in the company is held by individual investors.

Mid-Valley Healthcare Joint Ventures:

East Linn MRI, LLC – Mid-Valley Health holds a 60% interest in East Linn MRI, LLC, which provides inpatient and outpatient MRI services in Lebanon on the Samaritan Lebanon Community Hospital campus. The remainder of the ownership interests in the company is held by the CRAD Company. Mid-Valley Medical Buildings, LLC – Mid-Valley Health holds a 58.3% interest in Mid-Valley Medical Buildings, LLC, which owns medical office buildings in Lebanon, Oregon. The remainder of the ownership interests in the company is held by individual investors.

**Governance Structure**

Samaritan is governed by a self-perpetuating board of directors (the “Samaritan Board”) consisting of a minimum of 15 voting members and one non-voting member. The Samaritan Board consists primarily of independent community members (“independent” meaning not employees of the Samaritan Health System or practicing physicians on any of the facilities’ medical staff).

Voting members of the Samaritan Board consist of: (a) two directors that either currently serve or previously served on the board of directors of GSRMC or Good Samaritan Hospital Foundation; (b) two directors that either currently serve or previously served on the board of directors of either Samaritan Albany General Hospital or Albany General Hospital Foundation; (c) two directors that either currently serve or previously served on the board of directors of either Mid-Valley Health or Lebanon Community Hospital Foundation; (d) three directors serving as representatives of the Episcopal Diocese of Oregon; (e) three at-large directors to be nominated by the Executive and Nominating Committee; (f) one director that either currently serves or previously served on the board of directors of Samaritan Pacific Communities Hospital or Pacific Communities Hospital Foundation; and (g) two directors that either currently serve or previously served on the board of directors of Samaritan North Lincoln Hospital or North Lincoln Hospital Foundation. The President/CEO of Samaritan is a non-voting director. Each director holds office for a term of three years or until his/her successor is elected or he/she dies, is disqualified, resigns or is removed.

Samaritan is the sole corporate member of GSRMC, Samaritan Albany General Hospital, Mid-Valley Health, Samaritan North Lincoln Hospital and Samaritan Pacific Communities Hospital.

**Reserved Powers**

Each hospital’s bylaws grant certain reserved powers to Samaritan to support its ability to oversee and coordinate the activities of the health system. Although the exact reserved powers may differ over the various hospitals, the reserved powers generally include control over:

1. Any indebtedness for borrowed money or any assumption of debt in excess of an annual aggregate of Five Hundred Thousand Dollars (\$500,000).
2. Any and all mergers, acquisitions (including acquisition of Samaritan’s interests), consolidations, or reorganizations of or by the entity except gifts and acquisitions of assets with a value of less than Five Hundred Thousand Dollars (\$500,000).

3. Any and all sales or transfers of assets except sales or transfers in the ordinary course of business with a value of less than Five Hundred Thousand Dollars (\$500,000).
4. All decisions regarding expansion or closure of services within the primary service area;
5. Approving an annual capital budget and any expenditure over that budget of more than Two Hundred Fifty Thousand Dollars (\$250,000).
6. Any and all amendments or restatements of the Articles of Incorporation or the bylaws.
7. Election and removal of directors.
8. The allocation of capitation and other integrated payment mechanisms between any of its affiliated corporations.
9. Any change in the formal or informal expressions of philosophy or purpose, including the mission statement.
10. Creation of any subsidiary or its participation in any business entity, including, without limitation, any corporation, unincorporated association, partnership, joint venture, consortium or cooperative; and
11. Any transaction in which a director or officer of Samaritan has a material financial interest.

### **Samaritan Committees**

Samaritan's bylaws establish several board committees: Executive and Nominating, Audit and Compliance, and Finance. The Executive and Nominating Committee, which consists primarily of the Samaritan's officers, as well as the President/Chief Executive Officer, one physician member, and one at large member of the Samaritan Board, has the power and authority, as delegated by the Samaritan Board and subject to certain enumerated restrictions, to act for the Samaritan Board and to research, evaluate and recommend candidates to serve as members of the Samaritan Board. The Audit and Compliance Committee has authority to retain and employ, subject to the approval of the Samaritan Board, such professional assistance as it finds needed and required to properly audit the books, records, and financial conditions and regulatory compliance of Samaritan and to report its findings to the Samaritan Board. No administrative officer of Samaritan may serve on the Audit and Compliance Committee. The Finance Committee has authority to review all financial reports of Samaritan and meets formally to review the financial statements of Samaritan at least quarterly.