

OHSU + LEGACY

Expanding care, accelerating impact

Frequently Asked Questions

1. What was announced? What is a definitive agreement?

- Legacy and OHSU signed a definitive agreement to create a combined organization that better achieves the respective missions of both organizations to improve the health and well-being of people, patients and our broader communities.
- Coming together with OHSU is the right next step for the long-term health of our communities. Together, we can build on the incredible work we have done individually and through existing partnerships. Coming together will position us well in the rapidly evolving healthcare industry.
- The definitive agreement is a result of many months of thoughtful collaboration between our organizations as our teams have worked to align on a structure that allows us to focus on the talent and expertise of our people to positively support our patients and communities.
- This definitive agreement is a legally binding contract, replacing all previous documents, that records the final terms and conditions. It includes details such as the transaction structure, governance, capital commitment, representations and warranties, indemnification, and termination clauses.

2. Why is Legacy pursuing this combination? How will the integrated health system improve health care access, quality and value for our communities?

- Legacy and OHSU are complementary organizations – each with unique strengths and a broad network of academic and community-based destinations for care, education and research sites.
- Together, we will be able to leverage what each organization does best to enhance the quality, access and efficiency of care we offer our patients. Our ability to deliver world-class care at a reasonable cost, education and research is core to this vision.
- As a stronger organization, we can make strategic long-term oriented investments that improve quality, advance technology, broaden access to care, and develop new and enhanced services. Simply put, we will be better positioned to succeed in the rapidly evolving healthcare industry.

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3. What comes next? When will this combination be completed?

- Over the next several months, we will showcase the value of this transaction to policymakers, regulators and the general public.
- We anticipate filing with HCMO this summer. While the process can be as short as 180 days, we anticipate a transaction of this size will require significant review. We hope to complete the transaction by spring of 2025. The HCMO review is a complex regulatory process and is difficult to predict.
- As we progress through the regulatory process, a dedicated team comprising leaders from both Legacy and OHSU will establish a Transition & Integration Management Office (“TIMO”) to design our integration plans. The TIMO will be led by a Chief Transition and Integration Officer, who will be appointed by OHSU and Legacy’s presidents.
- Prior to closing, the TIMO’s priorities will be organizing and launching different integration planning workstreams, developing plans for Day 1 post-closing, and engaging with and conducting a cultural assessment across both employed and independent providers.
- Upon transaction close, Legacy and OHSU will create a combined organization that is better able to achieve our mission to improve the health and well-being of people, patients and our broader communities.
- Until transaction close, Legacy will continue to operate as we do today without any change to the way patients receive care.

4. What does this mean for patients?

- Post-closing and over time, patients will gain access to an expanded network of services and providers across the continuum of care.
- Together, we will be able to leverage what each organization does best to enhance the quality, access and efficiency of care we offer our patients. Our ability to deliver world-class care at a reasonable cost is core to this vision.

5. I have an appointment scheduled – will there be any changes to my appointment, provider, insurance or payment options?

- No. Nothing changes today – both organizations will continue to operate as we do today without any change to the way patients receive care.
- As we work through integration planning, we will communicate updates as appropriate.

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6. Will any hospitals or facilities close as a result of this agreement? Will there be any cuts to the services, care or programs you provide?

- Legacy's broad footprint of hospitals and care facilities will remain essential to the long-term success of the integrated health system.
- At closing, all Legacy facilities, sites and services will remain intact as direct or indirect subsidiaries of OHSU.
- Over the coming months, a dedicated team comprising leaders from both Legacy and OHSU will establish a Transition & Integration Management Office ("TIMO") to design our integration plans.
- Post-integration, patients should gain access to an expanded network of services and providers across the continuum of care.
- We will share more information as appropriate.

7. What will happen to donations made to both organizations' foundations? Will both organizations continue to support their philanthropic commitments?

- This transaction will enhance and protect OHSU and Legacy's foundational values, preserving both organizations' charitable assets.
- The Legacy Health Foundation will be spun-off of Legacy at or immediately prior to closing and become independent of both Legacy and OHSU (and will be renamed accordingly).
- Post-closing, the Legacy Health Foundation's mission will be to promote health and health equity in the community, and support initiatives that address community health needs, solely by making grants.
- All other existing foundations that OHSU and Legacy operate will remain intact for at least two years following transaction close.
 - Leaders of both Legacy and OHSU's existing foundations will work in good faith to ensure any post-closing operational and leadership transitions minimize disruption and support the mission of existing foundations.
 - Donor intent will at all times be respected for assets donated to Legacy Health foundations.