

# TRANSFERS of OWNERSHIP INTEREST

## Article 28 and Article 36

### Statutory Citations for Transfer of Ownership Interest Notices

#### Article 28 Operators:

- Public Health Law (PHL) 2801-a(4)(b)(ii) - transfers of less than 10% to new partners or new members of LLCs;
- PHL 2801-a(4)(b)(iii) - transfers to existing partners or members of LLCs that result in the withdrawal of the transferor from the partnership or LLC;
- PHL 2801-a(4)(a) - transfers of less than 10% from a sole proprietor to a new partner;
- PHL 2801-a(4)(c) - transfers of 10% or more of stock or voting rights in business corporations to a person already approved by the Public Health and Health Planning Council (PHHPC) for the subject facility.

#### Article 36 Operators:

- PHL 3611-a(1)(c)(i) - transfers to existing partners or members of LLCs, already approved by PHHPC;
- PHL 3611-a(1)(c)(ii) - transfers of less than 10% to new partners or new members of LLCs;
- PHL 3611-(2)(c) - transfers of stock or voting rights in business corporations to a person already approved by the PHHPC for the subject agency.

### Fee Schedule for Transfer Notices

#### Article 28 Operators

Hospitals	\$3,000
Nursing Homes	\$3,000
Diagnostic & Treatment Centers	\$2,000
Diagnostic & Treatment Centers – Safety Nets	\$1,000
EXCEPTION:	
Withdrawal of members/partners, if no concurrent transfer(s) that require(s) submission of a Notice	No Fee

#### Article 36 Operators

Certified Home Health Agencies	\$2,000
Licensed Home Care Services Agencies	\$2,000

# TRANSFERS of OWNERSHIP INTEREST

## Article 28 ONLY

Type of Transfer	Business Corp (Inc.)	Limited Liability Company (LLC) or Partnerships: General or Limited Liability (LLP)	Not-for-Profit Corp
Change of ownership to new operator	Full Review CON	Full Review CON	Full Review CON
<10% transfer of stock/membership/partner to a NEW stockholder/member/partner	None Required (Courtesy Notice Requested)	Transfer Notice (90 days) UNLESS the transfer, when aggregated with other membership/partnership transfers of <10% over the preceding five years results in a ≥25% membership/partnership transfer, then requires a FULL Review CON	
< 10% transfer of stock/membership/partner to EXISTING stockholder/member/partner	None Required (Courtesy Notice Requested) UNLESS the stockholder has not been approved by PHHPC and the transfer puts them over 10%, then FULL <sup>1</sup>	None Required (Courtesy Notice Requested) UNLESS as a result of the withdrawal of member/partner, then Notice <sup>2</sup>	
≥ 10% transfer of stock/membership/partner to stockholder a NEW stockholder/member/partner	Full Review CON APPLIES even if corporation is a member of an LLC	Full Review CON	
≥ 10% transfer of stock/membership/partnership to an EXISTING stockholder/member/partner	Transfer Notice (90 days) UNLESS the stockholder has not been approved by PHHPC, then FULL <sup>1</sup>	None Required for Article 28 (Courtesy Notice Requested) UNLESS as a result of the withdrawal of member/partner, then Notice <sup>2</sup>	
<sup>1</sup> Stock transfer which results in current stockholder, not approved by PHHPC, becoming a ≥ 10% stockholder	Full Review CON APPLIES even if corporation is a member of an LLC		
<sup>2</sup> Withdrawal of any existing stockholder/member/partner	None Required (Courtesy Notice Requested) UNLESS stock is being transferred to other stockholders, then see Transfer requirements for acquiring stockholder(s)	Transfer Notice (90 days) No Fee UNLESS includes transfer to other members/partners that requires a Notice	
NEW or WITHDRAWAL of an active member of a not-for profit operator			Full Review CON

# TRANSFERS of OWNERSHIP INTEREST

## Article 28 ONLY

Type of Transfer	Business Corp (Inc.)	Limited Liability Company (LLC) or Partnerships: General or Limited Liability (LLP)	Not-for-Profit Corp
NEW or WITHDRAWAL of a passive member of a not-for-profit operator			None Required (Courtesy Notice Requested)

# TRANSFERS of OWNERSHIP INTEREST

## Article 36 ONLY

Type of Transfer	Business Corp (Inc.)	Limited Liability Company (LLC) or Partnerships: General or Limited Liability (LLP)	Not-for-Profit Corp
Change of ownership to new operator	Full Review CON	Full Review CON	Full Review CON
<10% transfer of stock/membership/partner to a NEW stockholder/member/partner	None Required (Courtesy Notice Requested)	Transfer Notice (90 days)	
< 10% transfer of stock/membership/partner to EXISTING stockholder/member/partner	Transfer Notice (120 days) UNLESS the stockholder has not been approved by PHHPC and the transfer puts them over 10%, then FULL <sup>1</sup>	Transfer Notice (90 days) UNLESS the member/partner has not been approved by PHHPC and the transfer puts them over 10%, then FULL <sup>1</sup>	
≥ 10% transfer of stock/membership/partner to stockholder a NEW stockholder/member/partner	Full Review CON	Full Review CON	
≥ 10% transfer of stock/membership/partnership to an EXISTING stockholder/member/partner	Transfer Notice (120 days) UNLESS the stockholder has not been approved by PHHPC, then FULL <sup>1</sup>	Transfer Notice (90 days) UNLESS the member/partner has not been approved by PHHPC and the transfer puts them over 10%, then FULL <sup>1</sup>	
<sup>1</sup> Transfer which results in EXISTING stockholder/member/partner, not approved by PHHPC, becoming a ≥ 10% stockholder/member/partner	Full Review CON	Full Review CON	
<sup>2</sup> Withdrawal of any existing stockholder/member/partner	None Required (Courtesy Notice Requested) UNLESS stock is being transferred to other stockholders, then see Transfer requirements for acquiring stockholder(s)	Transfer Notice (90 days)	
NEW or WITHDRAWAL of active member of the operator	Full Review CON	Full Review CON	Full Review CON
NEW or WITHDRAWAL of passive member of the operator	Full Review CON	Full Review CON	Full Review CON