

Notice of Public Hearing

MASSACHUSETTS DEVELOPMENT FINANCE AGENCY

Notice is hereby given that a public hearing will be conducted telephonically by the Massachusetts Development Finance Agency (“MassDevelopment”) at 4:00 p.m. on Tuesday, December 10, 2024. The purpose of the hearing will be to consider the proposed issuance by MassDevelopment of its revenue bonds (the “2025 Bonds”) for a plan of financing for the benefit of UMass Memorial Medical Center, Inc. (the “Medical Center”) and UMass Memorial Health Care, Inc. (the “Parent,” and together with the Medical Center and their affiliates, including UMass Memorial HealthAlliance-Clinton Hospital, Inc. (formerly known as HealthAlliance Hospitals, Inc.) (“HealthAlliance”), UMass Memorial Health Ventures, Inc., UMass Memorial Health - Milford Regional Medical Center, Inc. (“Milford Regional”), UMass Memorial Health - Harrington Hospital, Inc. (“Harrington Hospital”), Marlborough Hospital, and its other affiliates, the “Institution”) to finance and refinance healthcare facilities owned and/or operated by the Institution described herein (the “Project”) and related working capital expenditures at the addresses noted herein, including, but not limited to, for the following:

- (A) Refinancing MassDevelopment’s Revenue Bonds, Milford Regional Medical Center Issue, Series F (2014) (the “Series F Bonds”), which financed (1) (i) the construction, furnishing and equipping of, and site preparation for, a two-story, approximately 113,220 square foot addition to the main hospital building (the “Main Building”) at 14 Prospect Street, Milford (“14 Prospect”) to include 88 underground parking spaces, a 16-bed intensive care unit, a 24-bed telemetry unit and a new emergency department; (ii) the renovation of approximately 2,770 square feet of the existing Main Building to connect the new addition to the Main Building; (iii) the construction of a loop road, including site work relative thereto; (iv) the acquisition of parcels adjacent to the Milford Regional Hospital Site (as defined below) at 5, 9 and 11 Huntoon Slip and 335½ Main Street (collectively, the “Adjacent Parcels” and with 14 Prospect, the “Milford Site”) and buildings thereon; (v) the construction, renovation, furnishing and equipping of space in the Main Building that was vacated upon the completion of the addition referenced in (i) above, that had been used as medical/surgical patient rooms, the emergency department and the intensive care unit, and now used as private rooms and for other health care related uses; (vi) various routine capital improvements made and capital equipment acquired, during the Milford Regional’s 2014 through 2016 fiscal years, including, without limitation, furnishing, equipping, HVAC and electrical repairs and upgrades, landscaping, lighting, signage, surface parking lot repairs and minor renovations to the Milford Site and Milford Regional’s Cancer Center located at 20 Prospect Street, Milford, Massachusetts; and (2) refinanced Massachusetts Health and Educational Facilities Authority Revenue Bonds, Milford-Whitinsville Regional Hospital Issue, Series C, which financed (i) the construction of an approximately 8,800 square foot additional floor of the Hill Health Center building (now part of the Main Building) located at the Milford Regional Hospital Site; (ii) the renovations to the first floor of the Milford Regional’s Whitinsville Medical Center (the “Whitinsville Site”); (iii) renovations to

and expansion of the laboratory in a building (the “1964 Building,” now part of the Main Building) at the Milford Regional Hospital Site to add approximately 980 square feet and installation of a centralized air handling system; (iv) provision of various facilities, equipment, furnishings, improvements and renovations at the Milford Regional Hospital Site and the Whitinsville Site, and at One Emerson Street, Mendon, Massachusetts, and 355 East Central Street, Franklin, Massachusetts; and (v) the refinancing of projects previously financed with HEFA Revenue Bonds, Milford-Whitinsville Regional Hospital Issue, Series B, including (a) the renovations of facilities and construction of additions to the Milford Regional Hospital Site that included the renovations of the ground, first, second, third and fourth levels of the 1916 Building, so-called (now part of the Main Building), the ground level of the 1956 Building, so-called (now part of the Main Building) and the ground, first and third levels of the 1964 Building and a one-level radiology, nuclear medicine and EKG addition, a one-level emergency room addition and a six-level wing addition to the 1964 Building, but excluding the chapel therein; (b) acquisition of an Ohio Nuclear Sigma 420 Mobile Gamma Camera and accessories; (c) construction, site work, renovations, additions and real property purchases associated with the 1972 addition to the 1964 Building and certain renovations and improvements to the 1964 Building, three parcels of land consisting of approximately one-half acre each abutting the Milford Regional Hospital Site and the houses located thereon and the emergency room parking areas and adjacent access roads, the main hospital parking areas and adjacent access roads and the main hospital parking lot on the west side of Massachusetts State Route 140; (d) site development and construction of an ambulatory care center located adjacent to and over the emergency room addition to the 1964 Building, and renovations to the then-existing Milford Regional physical plant located adjacent thereto; and (e) the renovation of the fifth floor medical/surgical unit of the Institution’s hospital building located at the Milford Regional Hospital Site and the purchase of furnishings and equipment.

- (B) Refinancing MassDevelopment’s Revenue Bonds, Milford Regional Medical Center Issue, Series G (2020) (the “Series G Bonds”), which, in addition to funding a debt service reserve fund for the Series G Bonds and certain costs of issuance and other common costs of the Series G Bonds, refinanced: (1) Massachusetts Health and Educational Facilities Authority (“HEFA”) Revenue Bonds, Milford Regional Medical Center Issue, Series E (2007) (the “Series E Bonds”), which (i) financed (a) the acquisition of real estate and demolition of existing structures located at 18A, 22 and 24 (Parcel 1 and Parcel 2) Prospect Street (“24 Prospect Street”), Milford and Parcel G (which is contiguous with the aforementioned properties) (“Parcel G”), Milford; (b) construction, furnishing and equipping of an approximately 54,013 gross square feet, two-story cancer center building and the expansion of an existing parking lot to accommodate approximately 254 spaces, used by Milford Regional for imaging services (including PET, MRI, CT Scan, and Diagnostic Radiology), laboratory services, medical/oncology services, radiation/oncology services and administrative space at 18, 18A, 20, 22 and 24 Prospect Street, and Parcel G, Milford; (c) renovation, construction, furnishing, expansion and equipping of the (A) cardiac catheterization lab, (B) operating room area to relocate outpatient and other administrative services, (C) cardiovascular department and (D) Gannett Inpatient Unit, all at 14 Prospect

Street, Milford (the “Milford Regional Hospital Site”); and (d) various renovations, improvements, equipment and furnishings at 14 Prospect Street and 18 Granite Street, Whitinsville (the “Whitinsville Site”); (ii) funded a debt service reserve fund for the Series E Bonds; and (iii) funded the costs of issuance and other common costs of the Series E Bonds; (B) refinancing HEFA Revenue Bonds, Milford-Whitinsville Regional Hospital Issue, Series D (the “Series D Bonds”), which financed the (i) construction, furnishing and equipping of the building located at the Milford Regional Hospital Site; and construction of an approximately 4,500 gross square foot addition of a partial new floor on top of an existing building located at the Milford Regional Hospital Site; (ii) demolition of a two-story structure built in 1958 located at the Hospital Site; (iii) renovation of an approximately 3,500 gross square foot existing structure located at the Milford Regional Hospital Site; (iv) existing mortgage relating to property located at 1 Emerson Street, Mendon (the “Mendon Site”); and (v) miscellaneous construction, renovation, equipping, improving and furnishing various Institution facilities at the Milford Regional Hospital Site, the Mendon Site and the Whitinsville Site; and (3) refinanced Schedule No. 1 pursuant to a Master Lease and Sublease Agreement dated as of February 1, 2019, which financed the Meditech Expanse Electronic Medical Records System and other miscellaneous equipment.

All of the foregoing refinanced projects are used by Milford Regional in an integrated operation to provide health care services to the populations served by Milford Regional. The 2025 Bonds will be issued to refinance the Series F Bonds and the Series G Bonds in an aggregate stated principal amount not exceeding \$100,000,000.

- (C) Financing the cost of acquisition, construction, expansion, remodeling, renovation, furnishing, and equipping of the health and related facilities owned and operated, or to be owned and operated, by the Institution (in each case using 2025 Bonds in an aggregate principal amount not to exceed the respective amounts set forth below) at the following locations:
- (1) **The Medical Center**, located at 275 Nichols Road, Fitchburg, 157 Union Street, Marlborough, 26 Queen Street, Worcester, 26 Julio Drive, Shrewsbury, 119 Belmont Street, Worcester, 151 Worcester Road, Barre, 281 East Hartford Avenue, Uxbridge, 281 Lincoln Street, Worcester, 333 Shrewsbury Street, Worcester, 15 Rockport Road, Worcester, 23 Wells Street, Worcester, 306 Belmont Street, Worcester, 91 Water Street, Milford, 365 Plantation Street, Worcester, 367 Plantation Street, Worcester, 55 Lake Avenue, Worcester, 255 Lake Avenue, Worcester, 378 Plantation Street, Worcester, 281 Lincoln Street, Worcester, 1013 Main Street, Worcester, 100 Industrial Drive, Holden, and 50-120 Boston Turnpike Road, Shrewsbury, in an amount not to exceed \$320,000,000.
  - (2) **The Parent**, located at 365 Plantation Street, Worcester, 291 Lincoln Street, Worcester, 16 Shaffner Street, Worcester, 367 Plantation Street, Worcester, and 224 Shrewsbury Street, Worcester, in an amount not to exceed \$10,000,000.

- (3) **Harrington Hospital**, located at 100 South Street, Southbridge and 10 North Main Street, Charlton, 114 Water Street, Milford, 139 South Street, Southbridge, 118 Main Street, Sturbridge, 176 Main Street, Southbridge, 20 Southbridge Road, Charlton, 228 Main Street, Webster, 246 Southbridge Road, Charlton, 340 Thompson Road, Webster, 390 Elm Street, Southbridge, 55 Sayles Street, Southbridge, 61 Pine Street, Southbridge, 78 Sutton Avenue, Oxford, 84 Church Street, Whitinsville, 118 West Main Street, Spencer, 198 Charlton Road, Sturbridge, in an amount not to exceed \$40,000,000.
- (D) In addition, the Project shall include financing the acquisition and implementation of the EPIC and Workday electronic medical record and information systems, including computer equipment, peripheral equipment and software licenses (all of which will be used by the Institution in an integrated operation to provide health care and related services to the patients and other populations served by the Institution), at each of the above-referenced and below-referenced facilities of the Institution, all located in Massachusetts, in an amount not exceeding \$120,000,000.
- (1) **Marlborough Hospital**, located at 157 Union Street, Marlborough, 159 Union Street, Marlborough, 197 Union Street, Marlborough, 340 Maple Street, Marlborough, and 151 Main Street, Shrewsbury.
- (2) **HealthAlliance**, located at 100 Duval Road, Lancaster, 100 Hospital Road, Leominster, 201 Highland Street, Clinton, 21-29 Cinema Boulevard, Leominster, 275 Nichols Road, Fitchburg, 286 Nichols Road, Fitchburg, 3 McKay Street, Leominster, 326 Nichols Road, Fitchburg, 48 Nelson Street, Leominster, 50 Memorial Drive, Leominster, 510 North Main Street, Leominster, and 60 Hospital Road, Leominster.
- (3) **UMass Memorial Medical Group, Inc.**, located at 100 Hospital Road, Leominster, 100 Worcester Street, Grafton, 103-105 Millbury Street, Auburn, 112 Main Street, Northborough, 116 Belmont Street, Worcester, 118 West Main Street, Spencer, 15 West Street, Douglas, 151 Main Street, Shrewsbury, 154 East Main Street, Westborough, 155 Franklin Road, Fitchburg, 157 Union Street, Marlborough, 159 Union Street, Marlborough, 188 Worcester Providence Turnpike, Sutton, 198 Ayer Road, Harvard, 201 Highland Street, Clinton, 225 Leominster Road, Sterling, 24 Julio Drive, Shrewsbury, 26 Julio Drive, Shrewsbury, 242 Woodland Street, West Boylston, 277 Linden St, Wellesley, 281 Lincoln Street, Worcester, 291 Lincoln Street, Worcester, 328 Shrewsbury Street, Worcester, 33 East Main Street, Westborough, 33 Lyman Street, Westborough, 333 Southwest Cutoff, Northborough, 336 Thompson Road, Webster, 340 Maple Street, Marlborough, 367 Plantation Street, Worcester, 369 Main Street, Spencer, 370 Lunenburg Street, Fitchburg, 40 Converse Stret, Worcester, 489 Washington Street, Auburn, 50 Leominster Road, Sterling, 50 Memorial Drive, Leominster, 52 Boyden Road, Holden, 55 Lake Avenue, 563 Main Street, Bolton, 604 Main Street, Shrewsbury, 640 Bolton Street, Marlborough, 65 Canal Street, Millbury, 650 Boston Post Road East, Marlborough, 67 Belmont Street Worcester, 76 Airline Road, South Dennis, 80 Erdman Way, Leominster, 85 Prescott Street,

Worcester, 91 Water Street, Milford, 1 West Boylston Street, Worcester, 255 East Old Sturbridge Road, Brimfield, 61 N. Main Street, Charlton, and 67 Hall Road, Sturbridge.

- (4) **Community Healthlink, Inc.**, located at 1 Noel Court, Worcester, 10 Clegg Street, Worcester, 100 Erdman Way, Leominster, 12 Queen Street, Worcester, 133 Pritchard Street, Fitchburg, 14 Hooper Street, Worcester, 17 Dorchester Road, Worcester, 17 King Street, Worcester, 17 Orchard Street, Leominster, 19 King Street, Worcester, 199 Chandler Street, Worcester, 2 Sigourney Street, Worcester, 201 Highland Street, Clinton, 22 N. Woodford Street, Worcester, 22 Shattuck Street, Worcester, 25 Converse Street, Worcester, 26 Queen Street, Worcester, 275 Nichols Road, Fitchburg, 3 Maria Avenue, Auburn, 40 Spruce Street, Leominster, 444 Cambridge Street, Worcester, 44-46 Sagamore Road, Worcester, 47 Townsend Street, Worcester, 66 Windsor Street, Worcester, 7 – 7.5 Hudson Street, Worcester, 7 Lodi Street, Worcester, 70 Southbridge Street, Worcester, 80 Merrick Street, Worcester, 9-11 Granite Street, Worcester, and 92 Jaques Avenue, Worcester.
- (5) **UMass Memorial Realty, Inc.**, located at 100 Century Drive, Worcester, 100 Front Stret, Worcester, 100 Hartwell Street, West Boylston, 100 Hospital Road, Leominster, 100 Providence Street, Worcester, 151 Main Street, Shrewsbury, 154 East Main Street, Westborough, 209 Union Street, Marlborough, 21 Eastern Avenue, Worcester, 23 Wells Street, Worcester, 26 Julio Drive, Shrewsbury, 26 Queen Street, Worcester, 28 Newton Street, Southborough, 291 Lincoln Street, Worcester, 30 Nelson Street, Leominster, 306 Belmont Street, Worcester, 308 Belmont Street, Worcester, 333 Shrewsbury Street, Worcester, 335 Chandler Street, Worcester, 365 Plantation Street, Worcester, 40 Converse Street, Worcester, 40 Nelson Street, Leominster, 440 Lincoln Street, Worcester, 50 Memorial Drive, Leominster, 67 Belmont Street, Worcester, 67 Millbrook Street, Worcester, 91 Water Street Milford, and One Innovation Drive, Worcester.

(E) Financing the costs of issuance and other common costs of the 2025 Bonds.

The proposal includes the financing and refinancing of the costs of the Project through the issuance of the 2025 Bonds as “qualified 501(c)(3) bonds” by MassDevelopment, acting under and pursuant to Massachusetts General Laws, Chapters 23G and 40D, of in an aggregate principal amount not to exceed \$400,000,000, which 2025 Bonds will not constitute a debt or pledge of the faith and credit of MassDevelopment or of The Commonwealth of Massachusetts.

Subject to the notice provisions set forth below, interested persons wishing to express their views on the Project and the proposed issuance of the 2025 Bonds to finance and refinance the Project will be given the opportunity to access the public hearing by teleconference using the toll-free telephone number and participant code set forth below or may, prior to the time of the public hearing, submit their views in writing to MassDevelopment at 99 High Street, 11<sup>th</sup> floor, Boston, Massachusetts 02110.

Persons wishing to participate by teleconference may use the toll-free telephone number and passcode listed below:

*Dial in:* 1-888-305-1655  
*Participant Code:* 309-639

MassDevelopment expects to conduct the hearing at the date and time set forth via teleconference *only*, using the telephone number listed above.

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FINANCE AGENCY