

EXHIBIT "A"**TRANSFER POLICY**

Considerations for a transfer of a Resident (as defined herein) of Bishop Gadsden to an apartment, assisted living, the healthcare center, or memory support (collectively "the continuum of care") may initiate with the Resident, the Resident's family, the Resident's physician, the Transfer Committee (as defined herein) or Bishop Gadsden management personnel.

The procedures and conditions under which a Resident may be voluntarily and involuntarily transferred from a designated living unit will, at a minimum, include provisions addressing all of the following circumstances:

A. The following definitions apply to this Transfer Policy:

1. "Resident" means the resident and/or a person designated by the resident as his or her authorized representative or a person duly appointed by a court with proper jurisdiction to make healthcare decisions on behalf of the resident if the resident is unable to do so, as the context hereafter requires.

2. "Transfer Committee" means an interdisciplinary team including but not limited to the associate director, director of social services, wellness nurse and others as deemed appropriate.

3. "Letter of Explanation" means written confirmation of the care conference to include the reasons for the transfer, the effective date, and the designated level of care or location to which the Resident will be transferred. The letter will also outline the process to resolve disputed transfer decisions.

B. A Resident shall transfer within the continuum of care under the following conditions, taking into consideration the appropriateness and necessity of the transfer to ensure a Resident's well-being and the goal of promoting Resident self-sufficiency:

1. The Resident develops a physical or mental condition or engages in behavior that endangers the health, safety, or well-being of the Resident or others.

2. The Resident's condition or needs exceed that which may be provided adequately and safely in the current residence or exceeds that which is permitted by state regulatory agencies.

3. If Bishop Gadsden's continuum of care is not adequate or has no facilities available to provide the level of care necessary to ensure the Resident's well-being, the Resident may be required to transfer to a hospital or other health care facility.

D. The Resident has the right to a prompt and timely review of the transfer process. The Dispute Resolution Process is provided below. Pending the decision of the Dispute Resolution Process, the Resident will be required to pay for the extra care needed to reside safely in his or her current residence. If the Resident remains in his or her residence over the objection of Bishop Gadsden during the Dispute Resolution Process, the Resident will indemnify and hold harmless Bishop Gadsden regarding any injury caused by the failure to receive care at the level proposed by Bishop Gadsden.

If at any time the Resident desires to waive his or her right any part of the Bishop Gadsden Dispute Resolution Process, the Resident may proceed directly to binding arbitration.

1. Subsequent Care Conference. The Resident has the right to review the transfer decision at a Subsequent Care Conference that shall include Transfer Committee members, the Resident, and upon the Resident's request, family members, the Resident's physician or other appropriate healthcare professional, and other members of Bishop Gadsden's interdisciplinary team, including, but not limited to, medical personnel, social workers, therapists of Bishop Gadsden, and healthcare consultants engaged by Bishop Gadsden. If a Subsequent Care Conference is desired, the Resident shall notify Bishop Gadsden in writing to the attention of the Executive Director within five (5) days of receiving the Letter of Explanation. The Subsequent Care Conference will be scheduled within seven (7) days of receipt of the Resident's request.

2. Review Committee Hearing.

(a) The Resident has a right to request a Review Committee Hearing within five (5) days of the Subsequent Care Conference. This request must be in writing and delivered to the Bishop Gadsden Executive Director, who shall promptly deliver the same to the Chairperson of the Board of Trustees of Bishop Gadsden. The request shall state the reasons for the dispute of the transfer decision.

(b) If the Resident timely requests in writing a Review Committee Hearing, the Chairperson of the Board of Trustees of Bishop Gadsden shall appoint within five (5) business days of receipt of the request, a Review Committee composed of not less than three (3) persons, including the following: a member of the Board of Trustees, the Bishop Gadsden medical director, and a physician chosen by the Resident. No person who has actively participated previously in the consideration of the transfer issue at any previous level shall be permitted to serve on the Review Committee. The Board of Trustees shall notify the Resident in writing of the following:

i. The members of the Review Committee; and

ii. The time, place and date of the scheduled Review Committee hearing, such date to be no less than fifteen (15) days and no more than thirty (30) days from the date of such written notice; provided, however, that if the Resident has included in his or her written request for such hearing that the Review Committee Hearing be expedited, the hearing shall be held as soon as

arrangements may reasonably be made, preferably within five (5) business days of the receipt of the Resident's written request for the hearing.

(c) The Resident and the members of the Review Committee are required to be present at the Review Committee hearing. The Resident is neither required nor permitted, however, to be present during the deliberations of the Review Committee after the hearing has been concluded.

(d) Postponement of the Review Committee Hearing beyond the time set forth in this Transfer Policy shall be made only with the approval of the Review Committee, for good cause shown, as determined within its sole discretion.

(e) The Resident shall be entitled to be accompanied by, and/or represented at, the Review Committee Hearing by one (1) attorney and/or one (1) other person of his or her choice. The Transfer Committee (the proponent of the transfer action under consideration) shall also be entitled to be represented by one (1) attorney or other person of its choice and shall also appoint one (1) of its members to present, or to assist in presenting, the grounds for the transfer action.

(f) If requested by the Resident or Bishop Gadsden, the Review Committee shall ensure that an accurate record of the Review Committee Hearing is made by either a court reporter or an electronic recording unit. The Resident may obtain a copy of the Review Committee hearing proceedings upon written request and the payment of a reasonable charge, but shall not be permitted to record the proceedings independently.

(g) The representative of the Transfer Committee shall proceed first with the oral presentation in support of the proposal for the transfer action. Thereafter, the Resident shall proceed with his or her oral presentation.

(h) Both the proponent of the transfer action and the Resident shall be permitted to also submit written memoranda and affidavits concerning any issue or fact prior to, during or at the close of the Review Committee Hearing, within a reasonable time determined by the Review Committee in its sole discretion.

(i) Upon conclusion of the presentation of oral presentations and submissions of written memoranda, the Review Committee Hearing shall be closed. The Review Committee may thereupon, at a time convenient to itself, but within five (5) business days, conduct its deliberations outside the presence of the Resident. The Review Committee shall recommend affirmation, rejection, or modification of the transfer decision. An affirmative vote of a majority of the members of the Review Committee is required for a decision.

(j) Within five (5) business days after final adjournment of the Review Committee Hearing, which shall include the conclusion of the review committee's deliberations and the receipt of all written submissions, the Review Committee shall deliver a written report to the Chairperson of the Board of Trustees and the Executive

