IN THE SUPREME COURT OF ALABAMA

CASE NO. 1090084

THE HEALTH CARE AUTHORITY FOR BAPTIST HEALTH, AN AFFILIATE OF UAB HEALTH SYSTEM d/b/a BAPTIST MEDICAL CENTER EAST,

Defendant/Appellant,

v.

KAY E. DAVIS, AS EXECUTRIX OF THE ESTATE OF LAUREE DURDEN ELLISON, DECEASED,

Plaintiff/Appellee.

ON APPEAL FROM THE CIRCUIT COURT OF MONTGOMERY COUNTY, ALABAMA
NO. CV-06-1475

BRIEF OF *AMICI CURIAE*, UNAFFILIATED ALABAMA EDUCATORS, LAWYERS, AND RETIRED JUDGES IN SUPPORT OF APPLICATION FOR REHEARING

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ORAL ARGUMENT REQUESTED

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Supreme Court of Alabama

Hon. Braxton Leon Kittrell, Jr.
Circuit Judge (Retired)
Mobile County Circuit Court

Hon. Loyd Hinton Little, Jr.
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REQUEST FOR ORAL ARGUMENT

This Court's January 14, 2011, manuscript opinion has ignited a fire storm. Out of the blue, health care authorities authorized by state universities have suddenly become the State of Alabama. Because the Court reached this argument made for the first time on appeal, no adversarial testing of this concept took place in the trial court. If the Court is not convinced by the vigor of the Application for Rehearing and the *amicus curiae* briefs in support thereof of the gravity of this unprecedented situation, *amici curiae* entreat the Court to hear oral argument so that the written word can be supplemented by personal presentation of these monumental constitutional concerns.

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STATEMENT OF THE CASE

This appeal is from a judgment on a jury verdict awarding wrongful-death damages against The Health Care Authority for Baptist Health, an Affiliate of UAB Health System d/b/a Baptist Medical Center East ("Baptist Health HCA"). At a post-trial hearing, the parties joined issue on whether Baptist Health HCA is entitled to invoke the $100,000 limit on liability for governmental entities that § 22-21-318(a)(2), Ala. Code 1975, purports to make applicable to health care authorities. The parties did not in the trial court assert that Baptist Health HCA is the State of Alabama and therefore is protected by the absolute immunity provided to the State in Article I, Section 14 of the Alabama Constitution of 1901. Baptist Health HCA did raise that argument in its appellant's brief. Treating the issue as one of subject-matter jurisdiction, the Court reached the § 14 argument, agreed with Baptist Health HCA, vacated the judgment for lack of jurisdiction, dismissed the appeal for lack of jurisdiction, and dismissed the case for lack of jurisdiction.

STATEMENT OF THE ISSUES

1. Does this Court's opinion conflict with its earlier cases holding that public hospital corporations are not political subdivisions of the state?

2. Does this Court's opinion cause the Health Care Authorities Act as amended to violate the provisions of the Constitution barring the State and its subdivisions from engaging in private enterprise, issuing securities, and incurring debt?

3. If a health care authority is the State of Alabama, does the Health Care Authorities Act violate the requirements for open, accountable government?

STATEMENT OF THE FACTS

Amici curiae adopt the statement of the facts from the Appellee's brief on original submission and from the Appellee's brief in support of the Application for Rehearing.

STATEMENT OF THE STANDARD OF REVIEW

If the § 14 issue had been raised in the trial court, deferential review would be due because there would have been factual questions to resolve under the tests for whether an independent public corporation may invoke state immunity as set forth in *Ex parte Greater Mobile-Washington County Mental Health-Mental Retardation Board*, 940 So. 2d 990 (Ala. 2006), and the cases analyzed therein. Affirmance is mandated by the standard set forth by Justice Harwood, concurred in by Justices Houston, Lyons, Brown, Johnstone, Woodall, and Stuart:

> Nonetheless, this Court will affirm the trial court on any valid legal ground presented by the record, regardless of whether that ground was considered, or even if it was rejected, by the trial court. ... This rule fails in application only where due-process constraints require some notice at the trial level, which was omitted, of the basis that would otherwise support an affirmance, such as when a totally omitted affirmative defense might, if available for consideration, suffice to affirm a judgment ..., or where a summary-judgment movant has not asserted before the trial court a failure of the non-movant's evidence on an element of a claim or defense and therefore has not shifted the burden of producing substantial evidence in support of that element.

Liberty Nat. Life Ins. Co. v. University of Alabama Health Services Foundation, P.C., 881 So. 2d 1013, 1020 (Ala. 2003) (citations omitted). No condition in which the rule of

affirmance if the trial court was correct "fails in application" is applicable here. The trial court correctly held that it would be unconstitutional to grant a limitation of liability to Baptist Health HCA - or, for that matter, to grant it immunity altogether - so the judgment is due to be affirmed for the reasons argued herein. This is especially true since no record was made on the issue of immunity under § 14.

In the absence of any factual record, this Court should apply the standard that "because the doctrine of sovereign immunity denies Plaintiffs a recovery for injuries from otherwise potentially liable Defendants, this Court must be deliberate about extending the doctrine." *Ex parte Shelley*, [Ms. 1080588, Sept. 18, 2009] __ So. 3d __, ___, 2009 WL 2997498, at *6 (Ala. 2009).

When addressing constitutional attacks on statutes, the Court often cites *Alabama State Fed. Of Labor v. McAdory*, 246 Ala. 1, 18 So. 2d 810 (1944), for its expression of a deferential standard of review. Certainly deference to a co-equal branch of government is due, but the Court should not lose sight of the fact that *McAdory* held unconstitutional major portions of a comprehensive act pertaining to labor

organization. State officers take an oath to uphold the Constitution, not to uphold legislation. Article XVI, section 279, *Alabama Constitution of 1901*. In any event, this *amicus curiae* brief asks the Court to uphold the Health Care Authorities Act by retracting its construction that would cause it to violate major provisions of the Constitution, so the standard of review that dictates deference requires vacating the January 14, 2011, manuscript opinion.

SUMMARY OF THE ARGUMENT

This Court's January 14, 2011, manuscript opinion is profoundly flawed in its reasoning, dead wrong in its conclusion, and devastating to our Constitutional form of government and the rights of the citizens. This Court overlooked or ignored its own precedents in ways that disserve this noble institution. And worse, the rights of the citizens of the State to a remedy for injury and death are now trampled, as evidenced by the letter sent out the next business day after the opinion was released telling an injured worker he had no remedy because the hospital was now *immune* from liability. Exhibit A.

Holding that a health care authority is or can be the State of Alabama violates the State Constitution in many ways. When the Health Care Authority Act as amended, §§ 22-21-310 through 22-21-359, Ala. Code 1975, is viewed as a whole, it is crystal clear that these entities (HCAs) are independent public corporations, not governmental entities of any sort and certainly not the State of Alabama or an agency thereof. To hold otherwise is to contravene the Constitution's prohibitions against the government engaging in private enterprise and incurring debt.

The Legislature attempted to give HCAs "significantly greater powers" and "a corporate structure somewhat more flexible." § 22-21-312(3). It has expansively done so. That legislative intent can be carried out in toto with one exception: to hold that a corporate entity with such broad powers can constitute a "governmental entity" violates numerous Constitutional provisions, including §§ 1, 2, 6, 10, 11, 13, 22, 72, 93, 94, 99, 213, 222, and 225, Ala. Const. 1901.[1] The Legislature never *hinted* that an HCA created pursuant to the 2003 amendment to the Act would be the State of Alabama or an agency or instrumentality thereof. Judicially engrafting such State immunity into the HCA Act violates not only the constitutional provisions set forth above, but also the separation of powers mandated by Article III, §§ 42 and 43, of the Constitution. If a health care authority is an independent public corporation - as the statutes, this Court's case law, and the actual incorporation of health care authorities make clear - then the powers granted to health care authorities are permissible under the

[1]See pp. 48-53 and 61-62 of the Appellee's brief on original submission, arguing that it violates the Constitution to apply the § 11-93-2 "governmental entity" cap to entities that are not governmental entities.

Alabama Constitution. If, on the contrary, following the outcome in the January 14th opinion, a health care authority can now be the State, an agency thereof, or a "governmental entity," its powers vastly exceed the powers that the State or a subdivision thereof can constitutionally exercise.

The Court's holding violates the Constitution in other ways, also. Section 14 of the Alabama Constitution applies in its terms only to "the State of Alabama." Although "the State" is reasonably construed to include executive Departments and executive officers in their official capacities, it is unreasonable and unjustifiable to stretch the concept of State immunity to an independent public corporation like a health care authority whose connection to the State is merely that its creation was "authorized" by the board of trustees of a state university. No one contends that an action against "the Health Care Authority for Baptist Health, an affiliate of UAB Health System d/b/a Baptist Medical Center East" ("Baptist Health HCA") would subject the Board of Trustees of the University of Alabama at Birmingham to *respondeat superior* liability. Baptist Health HCA is, if anything, more akin to a subsidiary (although not truly even that) than an agent of UAB, and a subsidiary's acts are its

own and do not subject the parent to liability.

ARGUMENT

I. THIS COURT HAS EXPRESSLY HELD THAT PUBLIC HOSPITALS ARE NOT SUBDIVISIONS OF THE STATE, SO THEY NECESSARILY CANNOT BE THE STATE ITSELF

Before the adoption in 1982 of the Health Care Authorities Act, this Court repeated its long-standing holding that public hospital associations and corporations are not subdivisions of the State of Alabama subject to the limitations of § 94 of the Constitution of Alabama of 1901:

> The powers of public hospital associations and corporations are defined by statute. Section 22-21-1, Code 1975, et seq.
>
> Under these various statutes, public hospitals have the authority to make expenditures within the corporate powers which are necessary and appropriate and consistent with the maintenance of public health services and facilities. Of course, they are not authorized by statute, nor by common law, to exceed the corporate powers, nor may they ignore the fiduciary responsibilities and duties which are an integral part of all corporate existence.
>
> We simply hold, as we have so often, "that a public corporation is a separate entity from the state and from any local political subdivision, including a city or county within which it is organized." *Opinion of the Justices*, 254 Ala. 506, 49 So. 2d 175 (1950). See also *Water Works Board of City of Leeds v. Huffstutler*, 292 Ala. 669, 299 So. 2d 268 (1974).
>
> In *Knight v. West Alabama Environmental Improvement Authority*, 287 Ala. 15, 246 So. 2d 903 (1971), this Court held:

> (T)he interdictions of Section 94 have reference to the kind of subdivisions of the State defined as political subdivisions such as the counties, cities, towns and probably certain districts which are endowed with governmental functions or powers, even though limited, and which are supported by and are responsible for the protection of public revenues.... Separate, independent public corporations are not political subdivisions of the State. They are not subdivisions of the State within the meaning of Section 94 of the Constitution, as amended. (287 Ala. at 20, 21, 246 So. 2d at 906.)
>
> We hold that public hospital corporations and public hospital associations created pursuant to the statutes referred to above are not political subdivisions of the state of Alabama and, thus, lawful expenditures by such public corporations or associations are not proscribed by the Constitution of Alabama.

Alabama Hospital Ass'n v. Dillard, 388 So. 2d 903, 905-06 (Ala. 1980)(emphasis added).[2] If public hospitals are not subdivisions of the State, then how did Baptist Medical Center magically become the State itself? If a public hospital corporation is not a political subdivision of the State for purposes of § 94 because it is not "supported by [or] responsible for the protection of public revenues," it is egregiously inconsistent to hold that such an entity **is** the

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[2]See p. 55 of the Appellee's brief, citing and arguing *Dillard*.

State of Alabama for purposes of § 14, which exists only "for the protection of public revenues." Health care authorities are even more independent from their authorizing subdivisions than the old public hospital corporations and public hospital associations that were superseded by the "significantly greater powers" and the "more flexible" corporate structure that the Legislature granted to health care authorities. § 22-21-312(3). Therefore, the reasoning in *Dillard* "that public hospital corporations and public hospital associations ... are not political subdivisions of the state of Alabama" applies even more forcefully to the more independent health care authorities. This Court's January 14, 2011, manuscript opinion fails even to *mention Dillard*, much less analyze it or conceive of some reason to overrule it. This singularly demonstrates why this Court must not let the manuscript opinion stand without a further, thorough, correct understanding and analysis of the impact of Alabama's constitutional law.

By contrast, a hospital that is "owned and operated" by a state university comes within the scope of § 14. *Sarradett v. University of South Alabama Medical Center*, 44 So. 2d 426, 427 (Ala. 1986). There, Ms. Sarradett counterclaimed when

sued by USAMC for payment of the bill, claiming wrongful-death damages. The Court affirmed the summary judgment on the counterclaim:

> The agreement transferring the hospital to the University states that the University's desire to establish a college of medicine was the motivation for the transfer and that in order to immediately accomplish that desired result the University "must have *complete ownership and control* of all the properties of the [Mobile County Hospital] Board, including real and personal property in the facilities [formerly] used in the operation of the Mobile General Hospital." (Emphasis added.) ...
>
> The fact that the University of South Alabama agreed to continue the operation of the medical center as a public hospital does not deprive the medical center of the immunity to which it is entitled as a subdivision of a state university.

486 So. 2d at 427. The reason for this immunity is that a suit against the university would " '**directly** ... affect the financial status of the State Treasury, even if the State is engaged in performing a business or corporate power.' " *Ibid.*, quoting *Hutchinson v. Board of Trustees of University of Alabama*, 288 Ala. 20, 24, 256 So. 2d 281, 284 (1971)(emphasis added). There is no suggestion here that a judgment against Baptist Health HCA would directly or even indirectly affect the financial status of the State Treasury. It is thus an unjustified extension of § 14 to hold that Baptist Health HCA is the State of Alabama merely because its

incorporation was authorized by the Board of Trustees of the University of Alabama. The debts of Baptist Health HCA are not the debts of the University of Alabama. § 1.4, Affiliation Agreement.

II. THE STATE CONSTITUTION PROHIBITS THE STATE AND ITS SUBDIVISIONS FROM EXERCISING THE POWERS THE LEGISLATURE PURPORTED TO GIVE TO HCAS

The Health Care Authorities Act of 1982 grants broad powers to Health Care Authorities that §§ 93, 94, 99, 213, 222, and 225 of the Constitution prohibit the State and its political subdivisions from exercising. The Legislature has never purported to make any HCA the State. It did, in a sense, purport to make HCAs subdivisions of the State by declaring them subject to the cap adopted in § 11-93-2, Ala. Code 1975, for governmental entities." § 22-21-318(a)(2), Ala. Code 1975. But for this one clause, the Health Care Authorities Act presumably would not violate §§ 93, 94, 99, 213, 222, and 225. But by attempting to declare Health Care Authorities to be governmental entities for the purpose of the limitation of liability granted in § 11-93-2 to governmental entities, the Legislature overstepped the bounds of what the Alabama Constitution, in §§ 93, 94, 99, 213, 222, and 225, allows the Legislature to do. Even more, this Court's January

14 opinion causes the Health Care Authorities Act to violate these sections, as discussed below.

A. The Alabama Constitution Precludes the State and Its Subdivisions From Engaging In Private Enterprise, From Donating Land To Private Enterprise, And From Incurring Debt, So These Powers Granted to Health Care Authorities Are Beyond Those That The State Or A Governmental Entity Can Constitutionally Exercise

The following provisions of the Constitution of Alabama of 1901 preclude any conclusion that a health care authority can be the State of Alabama, an agency thereof, or a political subdivision thereof:

Article IV, § 93, of the Alabama Constitution of 1901 prohibits the State from being interested in any private or corporate enterprise or to lend it credit:

> The state shall not engage in works of internal improvement, nor lend money or its credit in aid as such, except as may be authorized by the Constitution of Alabama or amendments thereto; nor shall the state be interested in any private or corporate enterprise, or lend money or its credit to any individual, association, or corporation, except as may be expressly authorized by the Constitution of Alabama, or amendments thereto.

The Legislature granted powers to health care authorities that would violate § 93 of the Constitution if, as this Court's January 14, 2011, opinion purports to do, they are deemed the State or an agency thereof.

Contrary to this Court's holding that Baptist Health HCA

is the State of Alabama, the Board of Trustees of the University of Alabama bragged in its *Amicus Curiae* brief, p. 8, that the inclusion of "educational institution" as an entity that can authorize the formation of an HCA "has provided a mechanism for state universities to form authorities, which are in turn able to acquire and manage much needed facilities, ***all at no additional cost to the State***." (Emphasis in original.) This confession by the UAB Board that it provides no State monies to Baptist Health HCA is confirmed by the pertinent provision of the Affiliation Agreement:

> Effective as of the Closing Date, the Authority will assume all debts, liabilities and other obligations of Baptist Health. Baptist Health shall not be released from any such debts, liabilities and other obligations. Neither UABHS nor its sponsors (UAHSF and the UA Board) will assume or be required to guarantee any debts, liabilities or other obligations of Baptist Health or the Authority.

Affiliation Agreement, p. 3., § 1.4.

Article IV, § 94 of the Alabama Constitution of 1901 prohibits political subdivisions of the State of Alabama from granting public money or lending credit to individuals or corporations:

> (a) The Legislature shall not have power to authorize any county, city, town, or other subdivision of this state to lend its credit, or to grant public money or thing of value in aid of, or to any individual, association, or corporation

> whatsoever, or to become a stockholder in any corporation, association, or company, by issuing bonds or otherwise.

The Legislature granted powers to Health Care Authorities that would violate § 94 of the Constitution if they are governmental entities, as § 22-21-318(a)(2) purports to provide.

The following provisions also apply:

Art. XI, § 213. "After the ratification of this Constitution, no new debt shall be created against, or incurred by the State or its authority." A health care authority can incur debt, and the Baptist Health HCA in fact did so by assuming the obligations of Baptist Health. Appt. Br. n. 5.

Art. XI, § 213. "Any act creating or incurring any new debt against the state, except as herein provided for, shall be absolutely void." If the Health Care Authority Act is deemed to allow the creation of new debt against the State, that Act is therefore "absolutely void."

Art. XI, § 213. "To prevent further deficits in the State Treasury, it shall be unlawful from and after the adoption of this amendment for the State Comptroller of the State of Alabama to draw any warrant or other order for the

payment of money belonging to, or administered by, the State of Alabama upon the State Treasurer, unless there is in hand of such treasurer money appropriated and available for the full payment of the same." For Baptist Health HCA to be the State for purposes of § 14 of the Constitution, an obligation of Baptist Health HCA would have to be a charge upon the State Treasury. Baptist Health HCA has, to the knowledge of *amici curiae*, presented no evidence that it receives monies from the State of Alabama. If it does, it is subject to proration like other state agencies.

However, none of this was proved, and immunity is an affirmative defense on which Baptist Health HCA had the burden of proof. Rule 8(c), Ala. R. Civ. P. For the Court to accept Baptist's arguments on this issue on appeal without a fully developed factual record and a careful analysis of the evidence serves a terrible disservice to our Constitution and this Court's precedents.

Art. IV, § 99. "Lands belonging to or under the control of the state shall never be donated, directly or indirectly, to private corporations, associations, or individuals ...; nor shall such lands be sold to corporations or associations for a less price than that for which they are subject to sale to

individuals." Either Baptist Health donated its lands to the State of Alabama, and § 99 prohibits the State from ever donating them back to Baptist Health, or the lands of Baptist Health never came under the control of the State of Alabama, in which case Baptist Health HCA cannot be the State of Alabama.

Amendment 53[3] amends the provision of § 93 that the State shall not "be interested in any private or corporate enterprise, or lend money or its credit to any individual, association, or corporation." Amendment 53 provides: "The State, notwithstanding § 93 of the Constitution as amended and § 94 of the Constitution, may acquire, build, establish, own, operate and maintain hospitals .... The legislature for such purposes may appropriate public funds." Again, if the State has acquired or owns Baptist Medical Center East, the lands cannot, consistently with § 99, be donated back to the Baptist Health entity or sold to that entity for less than a fair market price.

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[3]The Legislature purports to have authorized the Director of the Legislative Reference Service to "recompile" the Alabama Constitution of 1901. Act 2003-312, codified at § 29-7-11, Ala. Code 1975. This statute arguably violates Article XVIII of the Constitution. Nevertheless, for the Court's convenience, *amici curiae* point out that Amendment 53 has been "recompiled" as Art. IV, § 93.12.

Amendment 53 cannot reasonably be read to allow the State to operate or maintain a hospital that it does not own. Amendment 53 allows the State to own and run a public hospital that might otherwise be deemed a private enterprise in violation of § 93. It does not authorize the State to operate a private hospital for the profit of its private owners. *See Opinion of the Justices*, No. 158, 266 Ala. 218, 95 So. 2d 923 (Ala. 1957). After the 1946 ratification of Amendment 53, the Legislature proposed and the people ratified the following amendments that narrowly and specifically provided for bonds to finance the construction of State Hospitals: Amendment 74 (1949), Amendment 113 (1956), Amendment 114 (1956), Amendment 118 (1957), Amendment 121 (1957), Amendment 141 (1959), Amendment 158 (1961), Amendment 266 (1967), and Amendment 340 (1976). This 30-year history of financing state-owned hospitals by constitutional amendments is not acknowledged in this Court's January 14, 2011, opinion. Notwithstanding 110 years of history under the Alabama Constitution of 1901, the Court in 2011 suddenly allows the State to supposedly acquire a hospital simply by having a state institution authorize the creation of an HCA and that HCA to take a paper transfer of the assets! *Amici curiae* can think of no clearer indication

of the unprecedented nature of the January 14, 2011, opinion than its ignoring of this long history of very limited methods for the State to acquire, own, and operate State public hospitals.

Art. IV, § 72. "No money shall be paid out of the treasury except upon appropriations made by law, and on warrant drawn by the proper officer in pursuance thereof; and a regular statement and account of receipts and expenditures of all public monies shall be published annually." If Baptist Health HCA is the State for purposes of § 14, that can only be because its funds are funds of the State and subject to the strictures of § 72. There has been no such showing, and the evidence is to the contrary.

B. The Health Care Authority Act Grants Powers to HCAs That A State Agency or a Governmental Entity Cannot Constitutionally Exercise

Multiple provisions of the Health Care Authorities Act demonstrate that health care authorities cannot be deemed to be State agencies or governmental entities on any rational basis.

1. The Act Grants HCAs Powers That Private Corporations Can Exercise, But the State and Its Subdivisions Cannot

Section 22-21-318(a) grants the following powers to a health care authority:

(1) To have succession by its corporate name for the duration of time, which may be in perpetuity, specified in its certificate of incorporation or until dissolved as provided in Section 22-21-339;

(2) To sue and be sued in its own name in civil suits and actions, and to defend suits and actions against it, including suits and actions ex delicto and ex contractu, subject, however, to the provisions of Chapter 93 of Title 11, which chapter is hereby made applicable to the authority;[4]

(3) To adopt and make use of a corporate seal and to alter the same at pleasure;

(4) To adopt, alter, amend and repeal bylaws, regulations and rules, not inconsistent with the provisions of this article or its certificate of incorporation, for the regulation and conduct of its affairs and business;

(5) To acquire, construct, reconstruct, equip, enlarge, expand, alter, repair, improve, maintain, equip, furnish and operate health care facilities at such place or places, within **and without** the boundaries of its authorizing subdivisions and within **and without** the state, as it considers necessary or advisable;

(6) To lease or otherwise make available any health care facilities or other of its properties

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[4]When the Legislature grants the powers "to sue and be sued" to entities it creates, that fact is evidence that the Legislature did not intend to create an entity within the scope of the immunity of the State and its political subdivisions. *Dailey v. Housing Authority for Birmingham Dist.*, 639 So. 2d 1343 (Ala. 1994); *Tallaseehatchie Creek Watershed Conservancy Dist. v. Allred*, 620 So. 2d 628, 631 (Ala. 1993); *Cook v. St. Clair County*, 384 So. 2d 1 (Ala. 1980); *Lorence v. Hospital Board of Morgan County*, 294 Ala. 614, 320 So. 2d 631 (1975); *Jackson v. City of Florence*, 294 Ala. 592, 320 So. 2d 68 (1975).

and assets to such persons, firms, partnerships, associations or corporations and on such terms as the board deems to be appropriate, to charge and collect rent or other fees or charges therefor and to terminate any such lease or other agreement upon the failure of the lessee or other party thereto to comply with any of its obligations thereunder;

(7) To receive, acquire, take and hold (whether by purchase, gift, transfer, foreclosure, lease, devise, option or otherwise) real and personal property of every description, or any interest therein, **and to** manage, improve and **dispose of the same by any form of legal conveyance or transfer;** provided however, that the authority shall not, without the prior approval of the governing body of each authorizing subdivision, have the power to dispose of (i) substantially all its assets, or (ii) any health care facilities the disposition of which would materially and significantly reduce or impair the level of hospital or health care services rendered by the authority; and provided further, that the foregoing proviso shall not be construed to require the prior approval of any such governing body for the mortgage or pledge of all or substantially all its assets or of any of its health care facilities, for the foreclosure of any such mortgage or pledge or for any sale or other disposition thereunder;

(8) To mortgage, pledge or otherwise convey its property and its revenues from any source;

(9) To borrow money in order to provide funds for any lawful corporate function, use or purpose and, in evidence of such borrowing, to sell and issue interest-bearing securities in the manner provided and subject to the limitations set forth hereinafter;

(10) To pledge for payment of any of its securities any revenues (including proceeds from any hospital tax to which it may be entitled) and to mortgage or pledge any or all of its health care

facilities or other assets or properties or any part or parts thereof, whether then owned or thereafter acquired, as security for the payment of the principal of and the interest and premium, if any, on any securities so issued and any agreements made in connection therewith;

...

(14) To contract for the operation of any department, section, equipment or holdings of the authority, and to enter into agreements with any person, firm or corporation for the management by said person, firm or corporation on behalf of the authority of any of its properties or for the more efficient or economical performance of clerical, accounting, administrative and other functions relating to its health care facilities;

(15) To establish, collect and alter charges for services rendered and supplies furnished by it;

(16) To make all needful or appropriate rules and regulations for the conduct of any health care facilities and other properties owned or operated by it and to alter such rules and regulations;

(17) To provide for such insurance as the business of the authority may require;

(18) To receive and accept from any source aid or contributions in the form of money, property, labor or other things of value, to be held, used and applied to carry out the purposes of this article, subject to any lawful condition upon which any such aid or contributions may be given or made;

...

(23) To assume any obligations of any entity that conveys and transfers to the authority any health care facilities or other property, or interest therein, provided that such obligations appertain to the health care facilities, property or

> interest so conveyed and transferred to the authority;
>
> (24) To assume, establish, fund and maintain retirement, pension or other employee benefit plans for its employees;
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> ...
>
> (27) To the extent permitted by the holders of its securities, to purchase securities out of any of its funds or moneys available therefor and to hold, cancel or resell such securities;
>
> ...
>
> (32) To enter into such contracts, agreements, leases and other instruments, and to take such other actions, as may be necessary or convenient to accomplish any purpose for which the authority was organized or to exercise any power expressly granted hereunder.

§ 22-21-318(a) (emphasis added). These provisions grant powers beyond those permitted the State or its agencies by our Constitution.

Additionally, Sections 22-21-320 through -329 provide for the issuance by Health Care Authorities of securities. Baptist Health HCA has taken advantage of these powers, as evidenced by Exhibits B and C to this brief. Those exhibits show that Standard & Poor's has issued ratings for bonds and other securities issued by "The Health Care Authority for Baptist Health." Such power is unavailable to the State, its agencies, or local governmental entities due to the operation

of §§ 93, 94, 213, 222, and 225. These sections of the Alabama Constitution of 1901 allow for limited, strictly controlled issuance of bonds but not other securities.

The Court cites § 22-21-318(c)(2) as a basis for holding that a health care authority is "acts as an agency or instrumentality of its authorizing subdivisions and as a political subdivision of the state." Ms. at 32-33. This constitutes judicial revision of this subsection, which expressly applies only for the purpose of authorizing anticompetitive practice. Subsection (c) states that it is adopted "as a basis for the power granted in subdivision (31) of the preceding subsection (a)."[5] Subsection (c)(2) relates only "to the displacement of competition in the field of health care." Subsection (a)(31) allow a health care authority to exercise the powers granted in subsection (a) "notwithstanding that as a consequence of such exercise of such powers it engages in activities that may be deemed 'anticompetitive' within the contemplation of the antitrust laws of the state or the United States." The legislature overtly and expressly provided that a health care authority is

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[5]See pp. 28 and 57 of the Appellee's brief on original submission, pointing out the limited scope of § 22-21-318(c)(2).

an agency or instrumentality of its authorizing subdivision only for the purpose of preventing the anticompetitive powers of health care authorities from violating antitrust laws. Otherwise, "[a]ll agreements and obligations undertaken ... by an authority shall be solely and exclusively an obligation of the authority." § 22-21-325, Ala. Code 1975. By definition, an agent can contract for its principal. If an agreement by a health care authority cannot create an obligation of its authorizing subdivision, it cannot be an agency or instrumentality of the authorizing subdivision. The fact that *Askew v. DCH Regional Health Care Authority*, 995 F.2d 1033 (11th Cir. 1993) and *Todorov v. DCH Healthcare Authority*, 921 F.2d 1438 (11th Cir. 1991) accept at face value the legislature's declaration in § 22-21-318(a)(31) and -(c)(2) does not change the fact that the legislature has, in the operative provisions of the Health Care Authority Act, authorized the creation of independent public corporations that are not, in fact, agencies or instrumentalities of their authorizing subdivisions.

2. The 1987 Amendment Removes County Control Over Health Care Authorities

When first adopted, the Health Care Authorities Act provided for some control by the authorizing subdivision of

the State - a municipality or a county - to maintain control over the health care authority such that it might have been deemed a "governmental entity." In § 22-21-316(a), provisions are made for the election of a board of directors of a health care authority, including the provision "that no fewer than a majority of the directors shall be elected by the governing body or bodies of one or more of the authorizing subdivisions." However, this provision is no longer in force if a health care authority chooses to avoid it.

In 1987, the Legislature passed Act No. 87-745, which is codified as Division 1 of Article 11A, "Additional Power of Health Care Authorities," §§ 22-21-350 through -356.[6] Pursuant to § 22-21-352(a)(1), a health care authority "shall have the power to amend its certificate of incorporation or certificate of reincorporation ... so as to provide:

> (1) That the governing body of an authorizing subdivision empowered ... to elect or appoint one or more directors shall so elect or appoint all or any of such directors **only from a list of nominees**, as provided in subdivision (2) below, **proposed by the board** ...; and
>
> (2) That in the case of a vacancy resulting

---

[6]The Legislature made this change before it adopted Act 2003-249, which allows a "public college or university ... that operates a school of medicine" to authorize an HCA. § 22-21-311(a)(10), -313, Ala. Code 1975, as amended.

> from the expiration of the stated term of office of any such director, the board shall, not more than 90 nor less than 10 days prior to the expiration of such term of office ...:
>
> > (a) By resolution duly adopted, propose a list of nominees (not less than 3 in number) for each place or seat on the board that is or is to become vacant as aforesaid; and
> >
> > (b) Cause a certified copy of such resolution to be filed with the governing body of the authorizing subdivision or subdivisions empowered to elect or appoint such director.

§ 22-21-352(a) (emphasis added). Thus, a health care authority is now effectively *independent* of the authorizing subdivision, which can only rubber stamp a choice of one among three "nominees" proposed by the board to perpetuate itself. Baptist Health HCA can take advantage of this power to amend its certificate of incorporation at any time, allowing UAB's trustees only rubber-stamp approval of its Board's designated successors.

This amendment to the Health Care Authorities Act only confirms provisions in the original Health Care Authorities Act that make it impossible to conclude that a health care authority can rationally be classified, consistently with the Constitution, as the State, a political subdivision or agency of the State, or a "governmental entity."

3. The 1990 Amendment Clarifies and Confirms That Health Care Authorities Are Not Governmental Entities

In 1990, the Legislature made the non-governmental nature of a health care authority even more apparent when it adopted Act No. 90-532, which added Division 2 to Article 11A, "Further Additional Powers," §§ 22-21-357 through -359. Section 22-21-358 purports to grant additional powers to health care authorities, including in part (all of it is pertinent, but these excerpts make the point) the powers:

> (1) To participate as a shareholder in a corporation, as a joint venturer in a joint venture, as a general or limited partner in a limited partnership or a general partnership, as a member in a nonprofit corporation or as a member of any other lawful form of business organization, which provides health care or engages in activities related thereto;
>
> (2) To make or arrange for loans, contributions to capital and other debt and equity financing for the activities of any corporation of which such authority is a shareholder, any joint venture in which such authority is a joint venturer, any limited partnership or general partnership of which such authority is a general or limited partnership, any nonprofit corporation in which such authority is a member or any other lawful form of business organization of which such authority is a member, and to guarantee loans and any other obligations for such purposes;
>
> ...
>
> (4) To create, establish, acquire, operate or support subsidiaries and affiliates, either for profit or nonprofit, to assist such authority in

fulfilling its purposes;

> (5) To create, establish or support nonaffiliated for profit or nonprofit corporations or other lawful business organizations which operate and have as their purposes the furtherance of such authority's purposes ....

§ 22-21-358 (emphasis added). These provisions authorize health care authorities to engage in private business, something anathema to state government.

Thus, under the Health Care Authorities Act as amended, a health care authority either is not the State or a governmental entity, and § 22-21-358 is constitutional, or it is the State or a governmental entity, as this Court's January 14 opinion and § 22-21-318(a)(2) purport to provide, and § 22-21-358 violates §§ 93 and 94 of the Constitution.

The 1990 amendment says that its provisions, including § 22-21-358, are merely to "clarify" the powers of health care authorities, merely "declarative of existing statutory law":

> It is the intent of the Legislature by the passage of this division to clarify existing provisions of statutory law respecting the powers of authorities. To that end, the grant to such authorities of the powers specified in Section 22-21-358 shall be deemed declarative of existing statutory law and shall therefore have both a prospective and a retroactive or retrospective operation.

§ 22-21-359. Again, these provisions were in place before the

Legislature added the provisions for an "educational institution" to authorize formation of an HCA.

Baptist Health HCA has become entangled in private enterprise - such as, for example, by acquiring all of the properties of Baptist Health and agreeing to return them upon termination of the Affiliation Agreement - and has thus taken advantage of the "private enterprise" provisions of § 22-21-358 in such a way that it cannot now, consistent with § 94 of the Alabama Constitution, take the position that it is in fact the State of Alabama or a "governmental entity."

But it is not just § 22-21-358 or the 1990 amendment that shows a Health Care Authority cannot be a governmental entity. Indeed, the powers set forth in § 22-21-358 are consistent with the broad powers granted in the Health Care Authorities Act of 1982 that are codified in §§ 22-21-318 and 22-21-320 through -329.

III. THE ACT PRIVATIZES HEALTH CARE AUTHORITIES IN WAYS THAT WOULD CONFLICT, IF APPLIED TO THE STATE, WITH REQUIREMENTS THAT THE STATE AND ITS SUBDIVISIONS ACT WITH OPENNESS AND ACCOUNTABILITY

Other portions of the initial Health Care Authorities Act are inconsistent with any conclusion that an HCA can be an agency of the State. The Alabama Constitution declares "[t]hat all political power is inherent in the people, and all

free governments are founded on their authority, and instituted for their benefit; and that, therefore, they have at all times an inalienable and indefeasible right to change their government in such manner as they may deem expedient." **Art. I, § 2**, Ala. Const. 1901.

Under § 22-21-316(c), a health care authority is not subject to the Open Meetings Act, § 36-25A-1 *et seq.* "It is the policy of this state that the deliberative process of governmental bodies shall be open to the public during meetings." § 36-25A-1 (emphasis added). A board of a health care authority is authorized by § 22-21-316(c) to meet in secret, so it cannot be the State or a governmental body. To say that it nevertheless could be the State or a governmental entity would be irrational sophistry of a sort that cannot withstand rational-basis scrutiny.

Under § 22-21-334, the Alabama Ethics Act, § 36-25-1, *et seq.*, i.e., the "Code of Ethics for Public Officials, Employees, Etc.," does not apply to a health care authority. Its board, its officers, and its employees are unaccountable to the public. It cannot be a State agency or a governmental entity and yet unaccountable to the public. A Health Care Authority cannot be the State or any form of governmental

entity if it meets in secret, is unaccountable under the Ethics Act, and cannot in any manner be changed by the people.

Under § 22-21-335, the competitive bid laws do not apply to health care authorities: "Articles 2 and 3 of Chapter 16 of Title 41 shall not apply to any authority, the members of its board or any of its officers or employees." A health care authority is thus entitled to spend its moneys as it sees fit without the protections given by the competitive bid laws to the spending of public moneys on public contracts. By contrast, county and municipal hospital authorities <u>are</u> subject to the Ethics Act and the competitive bid law. §§ 22-21-189 and -190, Ala. Code 1975.

As held in *Dellocono v. Thomas Hospital*, 894 So.2d 694 (Ala. Civ. App. 2004), a health care authority is not the county for purposes of the notice of claims statutes, §§ 6-5-20 and 11-12-5. Thus, when a person is injured at a hospital run by an HCA and sues the HCA, that person does <u>not</u> sue the county or city that is the authorizing subdivision, and by the same reasoning, he or she does not sue the State of Alabama.

Under § 22-21-320 through -329, a Health Care Authority can issue securities. The State of Alabama and its subdivisions cannot. See §§ 93, 94, 213, 222 (counties and

cities may issue bonds under limited circumstances, but not securities in general), and § 225 (limitations on indebtedness of municipal corporations), Ala. Const. of 1901.

Under § 22-21-325, the "obligations undertaken, and all securities issued, by an authority ... shall not create an obligation or debt of the state, any authorizing subdivision or any other county or municipality." The authorizing subdivision - here, UAB - cannot pledge its faith and credit "for the payment of any securities issued by an authority." *Ibid.* A health care authority can pledge its assets and revenues. §§ 22-21-318(8), -318(10), and -323. It is thus not the State or a governmental entity, and it is entirely independent financially of and from its authorizing subdivision.

Under § 22-21-344, a hospital tax can be allocated to a health care authority under the limitations specified therein, but there is no indication in the briefs or the opinion that Baptist HCA has invoked this provision or that it otherwise receives public funds. If it does not receive public funds, the rationale for holding § 11-93-2 constitutional - "to protect the financial solvency of local governmental entities," *Home Indem. Co. v. Anders*, 459 So.2d 836, 841 (Ala.

1984) - cannot apply to Baptist Health HCA.

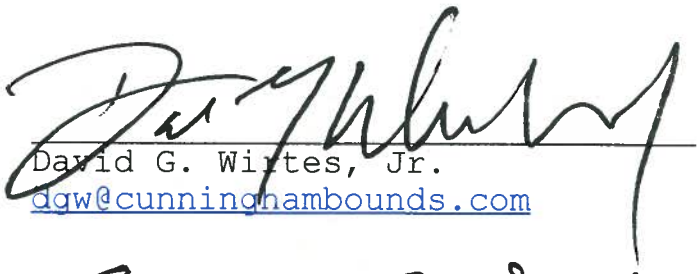
Under the clear import of these provisions, a health care authority is not the State or any form of governmental entity. To hold that it is would violate § 2 of the Constitution, because the people have no control or oversight over health care authorization.

CONCLUSION

"[B]ecause the doctrine of sovereign immunity denies Plaintiffs a recovery for injuries from otherwise potentially liable Defendants, this Court must be deliberate about extending the doctrine." *Ex parte Shelley*, [Ms. 1080588, Sept. 18, 2009] ___ So. 3d ___, ___, 2009 WL 2997498, at *6 (Ala. 2009). Rather than deliberate, this Court was precipitous in giving all private hospitals in Alabama a road map for becoming absolutely immune from liability. This sea change in the law should not occur without a record in which adverse parties join issue on this question. To the contrary, the Constitution of Alabama of 1901 prohibits such a conclusion in multiple ways. "[T]he sole object and only legitimate end of government is to protect the citizen in the enjoyment of life, liberty, and property, and when the government assumes other functions it is usurpation and

oppression." Article I, § 35, Alabama Constitution of 1901.

Respectfully submitted,



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CERTIFICATE OF SERVICE

I do hereby certify that I have on this 4th day of February, 2011, filed the foregoing with the Clerk of the Court via the Alabama Appellate Court Electronic Filing system, and that the following parties have been served a copy of same either by electronic mail and/or by United States mail, first-class postage prepaid as follows:

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January 18, 2011

Offer to Compromise - Settlement Communication
Inadmissible Pursuant to ALA. R. EVID. 408

By Facsimile to 995-6869 (w/o attachs.) and E-Mail (w/attachs.)

Stevan K. Goozée, Esq.
STEVAN K. GOOZEE, P.C.
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Re: Kathy A. Rinehart v. Medical West
Circuit Court of Jefferson County, Alabama (Bessemer Division)
Civil Action No. CV-2010-900342

Dear Steve:

As you may be aware, on Friday, January 14, 2011, the Alabama Supreme Court released an opinion in Health Care Authority for Baptist Health, an Affiliate of UAB Health System, d/b/a Baptist Medical Center East v. Davis, Appeal No. 1090084, in which it held that a health care authority organized by an educational institution pursuant to the Alabama Health Care Authorities Act, ALA. CODE §§ 22-21-310 *et seq.*, was entitled to sovereign immunity and not subject to suit. Attached is a copy of the Court's opinion. In Davis, which involved an appeal by Baptist Medical Center East from a medical malpractice jury verdict, the Supreme Court held that the hospital was entitled to assert the sovereign immunity defense for the first time on appeal and that, because the hospital was entitled to immunity, the Circuit Court lacked subject-matter jurisdiction over the case. As a result, the Supreme Court held that the judgment was void, due to be vacated, and the action dismissed.

The Davis opinion has equal application to The Health Care Authority for Medical West, an Affiliate of UAB Health System, f/k/a UAB Medical West ("Medical West"). Attached is a copy of the Certificate of Incorporation of Medical West which was recorded in the Probate Court of Tuscaloosa, Alabama on December 22, 2005. Accordingly, Medical West is also entitled to sovereign immunity in this case.

Moreover, "[i]t has long been established that employees of the State, its agencies, and departments are not within the provisions of the Workman's Compensation Law, but depend for relief upon such as maybe had through the State Board of Adjustment." Curtis v. Alabama Elk River Development Agency, Inc., 373 So.2d 353, 354 (Ala. Civ. App. 1979) (citing Employers Insurance Co. v. Harrison, 33 So.2d 264 (Ala. 1947) and Breeding v. Tennessee Valley Authority, 9 So.2d 6 (Ala. 1942)). And, voluntary payments of workers' compensation benefits do not operate as a waiver of the sovereign immunity defense. Fikes v. Alabama State Docks, 627 So.2d 462 (Ala. Civ. App. 1993).

Based on the foregoing legal authority, the trial court lacks subject-matter jurisdiction over Ms. Rinehart's claim for workers' compensation benefits, meaning this case and that claim are due to be dismissed with prejudice. However, because Medical West had a settlement proposal on the table when Davis was released, Medical West is willing to leave the proposal on the table for a limited period of time. To confirm, the proposal is that Medical West will pay Ms. Rinehart a lump sum payment of [redacted] in exchange for dismissal of this case and a full and final release of all claims for benefits or compensation of any type under the Alabama Workers' Compensation Act (the "WC Act"), or otherwise, arising out of or related to the accident made the subject of the case, with the sole exception that future medical expenses that are casually related to her back injury will remain the responsibility of Medical West in accordance with the provisions of the WC Act.

This settlement proposal will remain on the table until 9:00 a.m. this Friday, January 21, 2011. If not unequivocally accepted by Rinehart in writing by that date and time, then we will file a Motion to Dismiss the case, with prejudice.

Finally, in light of this development, we are postponing the January 21st deposition of Dr. Atkins.

Please let Melanie Atha or me know if you should have any questions.

Very truly yours,

CABANISS, JOHNSTON, GARDNER,
DUMAS & O'NEAL LLP

By
Michael E. Turner

MET/mpd
Attachments

cc: Melanie M. Atha, Esq. (w/o attachs.)

EXHIBIT B

STANDARD &POOR'S

Report title: The Health Care Authority For Baptist Health, Alabama UAB Health System; Hospital; Joint Criteria
from S&P Credit Research
1643 word report published Feb 27, 2009

Price **$400.00** available for immediate download

Report Overview | **Search Inside** | **About S&P Credit Research**

Abstract: Standard&Poor's Ratings Services affirmed its 'BBB+' long-term ratings and underlying ratings (SPURs) on The Health Care Authority for Baptist Health, an affiliate of UAB Health System, Ala.'s (Baptist Health) $287 million (various series) outstanding bonds. The 'BBB+' rating reflects the health system's: Market dominance, with more than 60% of the market share in the Montgomery, Ala. ('AA') area and across the board volume increases in fiscal 2008, highlighted by a 4.4% increase in inpatient volumes year over year; Still solid operational liquidity levels, with unrestricted liquidity of $279 million as of fiscal year-end 2008, equal to 222 days' cash on hand, but a more reserved 67% of long-term debt; and Operations, which had been positive for several years,

Brief Excerpt: RESEARCH Ratings Definitions The Health Care Authority For Baptist Health, Alabama UAB Health System; Hospital; Joint Criteria Publication date: 27-Feb-2009 Primary Credit Analyst: Kevin Holloran, Dallas (1) 214-871-1412; kevin_holloran@standardandpoors...

Report Type: Full Report
Issuer: Health Care Auth for Baptist Hlth
Sector: Public Finance
Country: United States
Region: United States
Free Sample: Click Here to Download
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Also from S&P Credit Research

S&P Corrects And Reinstates 'BBB+' SPUR On Montgomery BMC Special Care Facilities Finance Authority, AL's Ser 1998B Bds $100.00
DALLAS (Standard&Poor's) Jan. 14, 2010--Standard&Poor's Ratings Services corrected and reinstated its 'BBB+' underlying rating (SPUR) on one maturity of The Health Care Authority For Baptist Health, Ala.'s series 1998B bonds issued for Montgomery ...

Summary: Ratings On Two Regions Bank LOC-Backed Issues Lowered To 'AA/A-2'; Joint Criteria $175.00
Standard&Poor's Ratings Services lowered its rating on two Regions Bank letter of credit facility-backed issues to 'AA/A-2' from 'AA+/A-2'. This action follows Standard&Poor's Nov. 4, 2009, downgrade of Regions Bank to 'BBB+/A-2' from 'A-/A-2'. ...

Summary: Short-Term Ratings On Five Regions Bank LOC-Backed Issues Lowered To 'A-2'; Joint Criteria $175.00
Standard&Poor's Ratings Services lowered its short-term ratings on five Regions Bank letter of credit (LOC)-backed issues to 'A-2' from 'A-1' and subsequently removed them from CreditWatch with negative implications. This action follows Standard&Poor's ...

The Health Care Authority For Baptist Health, An Affiliate Of UAB Health Systems, Alabama; Hospital; Joint Criteria $400.00
Standard&Poor's Ratings Services assigned its 'BBB+' long-term rating to The Health Care Authority for Baptist Health, An Affiliate of UAB Health Systems, Ala.'s (Baptist Health) $110.880 million fixed-rate series 2009A bonds. In addition, ...

Summary: The Health Care Authority For Baptist Health, An Affiliate Of UAB Health Systems, Alabama; Hospital; Joint Criteria $175.00
Standard&Poor's Ratings Services assigned its 'BBB+' long-term rating to The Health Care Authority for Baptist Health, An Affiliate of UAB Health Systems, Ala.'s (Baptist Health) $110.880 million fixed-rate series 2009A bonds. In addition, ...

The Health Care Authority For Baptist Health, AL's Series 2009A Bonds Rated 'BBB+' On Market Dominance $100.00
DALLAS (Standard&Poor's) April 7, 2009--Standard&Poor's Ratings Services assigned its 'BBB+' long-term rating to The Health Care Authority for Baptist Health, an Affiliate of UAB Health Systems, Ala.'s (Baptist Health) $110.88 million fixed-rate ...

Summary: Health Care Authority for Baptist Health, Alabama; Letter of Credit $175.00
Standard&Poor's Ratings Services affirmed its 'A+/A-1' rating on Health Care Authority for Baptist Health, Ala.'s variable-rate demand obligations series 2006C due to the bank facility being extended to Oct. 31, 2009. The long-term and short-term ...

Summary: The Health Care Authority For Baptist Health, Alabama UAB Health System; Hospital; Joint Criteria $175.00
Standard&Poor's Ratings Services affirmed its 'BBB+' long-term ratings and underlying ratings (SPURs) on The Health Care Authority for Baptist Health, an affiliate of UAB Health System, Ala.'s (Baptist Health) $287 million (various series) ...

EXHIBIT C

STANDARD & POOR'S

Report title: Summary: The Health Care Authority For Baptist Health, Alabama UAB Health System; Hospital; Joint Criteria
from S&P Credit Research
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Report Overview | **Search Inside** | **About S&P Credit Research**

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Report Type: Summary
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Country: United States
Region: United States
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S&P Corrects And Reinstates 'BBB+' SPUR On Montgomery BMC Special Care Facilities Finance Authority, AL's Ser 1998B Bds $100.00
DALLAS (Standard&Poor's) Jan. 14, 2010--Standard&Poor's Ratings Services corrected and reinstated its 'BBB+' underlying rating (SPUR) on one maturity of The Health Care Authority For Baptist Health, Ala.'s series 1998B bonds issued for Montgomery ...

Summary: Ratings On Two Regions Bank LOC-Backed Issues Lowered To 'AA/A-2'; Joint Criteria $175.00
Standard&Poor's Ratings Services lowered its rating on two Regions Bank letter of credit facility-backed issues to 'AA/A-2' from 'AA+/A-2'. This action follows Standard&Poor's Nov. 4, 2009, downgrade of Regions Bank to 'BBB+/A-2' from 'A-/A-2'. ...

Summary: Short-Term Ratings On Five Regions Bank LOC-Backed Issues Lowered To 'A-2'; Joint Criteria $175.00
Standard&Poor's Ratings Services lowered its short-term ratings on five Regions Bank letter of credit (LOC)-backed issues to 'A-2' from 'A-1' and subsequently removed them from CreditWatch with negative implications. This action follows Standard&Poor's ...

The Health Care Authority For Baptist Health, An Affiliate Of UAB Health Systems, Alabama; Hospital; Joint Criteria $400.00
Standard&Poor's Ratings Services assigned its 'BBB+' long-term rating to The Health Care Authority for Baptist Health, An Affiliate of UAB Health Systems, Ala.'s (Baptist Health) $110.880 million fixed-rate series 2009A bonds. In addition, ...

Summary: The Health Care Authority For Baptist Health, An Affiliate Of UAB Health Systems, Alabama; Hospital; Joint Criteria $175.00
Standard&Poor's Ratings Services assigned its 'BBB+' long-term rating to The Health Care Authority for Baptist Health, An Affiliate of UAB Health Systems, Ala.'s (Baptist Health) $110.880 million fixed-rate series 2009A bonds. In addition, ...

The Health Care Authority For Baptist Health, AL's Series 2009A Bonds Rated 'BBB+' On Market Dominance $100.00
DALLAS (Standard&Poor's) April 7, 2009--Standard&Poor's Ratings Services assigned its 'BBB+' long-term rating to The Health Care Authority for Baptist Health, an Affiliate of UAB Health Systems, Ala.'s (Baptist Health) $110.88 million fixed-rate ...

Summary: Health Care Authority for Baptist Health, Alabama; Letter of Credit $175.00
Standard&Poor's Ratings Services affirmed its 'A+/A-1' rating on Health Care Authority for Baptist Health, Ala.'s variable-rate demand obligations series 2006C due to the bank facility being extended to Oct. 31, 2009. The long-term and short-term ...

The Health Care Authority For Baptist Health, Alabama UAB Health System; Hospital; Joint Criteria $400.00
Standard&Poor's Ratings Services affirmed its 'BBB+' long-term ratings and underlying ratings (SPURs) on The Health Care Authority for Baptist Health, an affiliate of UAB Health System, Ala.'s (Baptist Health) $287 million (various series) ...

Related Research

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Moody's Investors Service
MOODY'S AFFIRMS THE HEALTH CARE AUTHORITY FOR BAPTIST HEALTH'S (AL) A3 BOND RATING; OUTLOOK REMAINS STABLE

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STANDARD &POOR'S
Summary: The Health Care Authority For Baptist Health, An Affiliate Of UAB Health Systems, Alabama; Hospital; Joint Criteria