



September 16, 2021

VIA Electronic Mail

Materials Licensing Branch
U.S. Nuclear Regulatory Commission, Region III
2443 Warrenville Rd., Suite 210
Lisle, IL 60532-4352

**SUBJECT: Application for Approval of Indirect Transfer of Control for
Radioactive Materials Licenses Listed Below**

Spectrum Health System (“Spectrum”) and Beaumont Health (“Beaumont”) (collectively, the “Applicants”) hereby request U.S. Nuclear Regulatory Commission (“NRC”) consent to an indirect transfer of control of the following Radioactive Materials Licenses (the “Licenses”) held by the below listed licensees (“Licensees”):

- **License 21-01333-01 (Docket 030-02006), Licensee Beaumont Health System**
- **License 21-01333-02 (Docket 030-37359), Licensee Beaumont Health System**
- **License 21-20324-01 (Docket 030-18253), Licensee Beaumont Cardiovascular Specialists**
- **License 21-32196-01 (Docket 030-35146), Licensee Beaumont Heart and Vascular Center**
- **License 21-26392-01 (Docket 030-32699), Licensee Beaumont Michigan Heart Group**
- **License 21-25833-01 (Docket 030-30186), Licensee Beaumont Northpointe**
- **License 21-32786-01 (Docket 030-38251), Licensee Michigan Mobile PET Imaging, LLC**
- **License 21-04515-01 (Docket 030-02051), Licensee Beaumont Hospital – Dearborn**
- **License 21-08892-01 (Docket 030-02077), Licensee Botsford General Hospital**
- **License 21-17789-01 (Docket 030-13321), Licensee Beaumont Hospital – Taylor**
- **License 21-16656-01 (Docket 030-11427), Licensee Beaumont Hospital Trenton**
- **License 21-11457-02 (Docket 030-02099), Licensee Beaumont Hospital – Wayne**

The Licensees are wholly-owned subsidiaries of Beaumont. The indirect transfer of control will occur upon the closing (the “Closing”) of a planned transaction (the “Transaction”) under which Spectrum (i) will become the sole corporate member of Beaumont and (ii) will remain the ultimate parent entity of the existing Spectrum subsidiaries. At Closing, Spectrum will change its legal name to “BHS System”. The Transaction will result in a new parent entity for Beaumont. However, all of the Licensees will remain wholly-owned subsidiaries of Beaumont, and no assets or Licenses will be transferred as a result of the Transaction. The Licensees and their respective Licenses will remain unchanged other than the upstream change in the parent level ownership.

Each of the Licenses will continue to be held by their respective Licensees after the Transaction, with all the same employees, equipment, facilities, personnel and procedures in place related to licensed activities. The Licensees' respective EIN numbers will also remain the same.

Due to pressing business concerns, including an imminent planned closing of the transaction, the Applicants respectfully request NRC approval **by November 5, 2021, or sooner if possible, and prompt posting of this application to the NRC website for the 30-day comment period.**

Spectrum is a non-profit, tax-exempt health system with multiple hospitals, outpatient locations and employed physicians in the state of Michigan. Spectrum and its subsidiary hospitals and facilities are a "known entity" to the NRC and hold a variety of radioactive materials licenses regulated by the NRC, including NRC Radioactive Materials License No. SNM-1432 (Docket No. 070-01486), held by licensee Spectrum Health Hospitals, a subsidiary of Spectrum. Beaumont is similarly a non-profit, tax-exempt health system with multiple hospitals, outpatient locations and employed physicians in Michigan. The Licensees are all currently part of the Beaumont health system.

Attachment 1 provides the license transfer application, with more information about the planned transaction as required under NUREG-1556. Attachment 2 presents a simplified pre- and post-closing organizational chart describing the transaction.

If you have any questions or comments pertaining to this transaction, please contact Beaumont's counsel for nuclear regulatory matters, Amy Roma, at Hogan Lovells US LLP (202-637-6831/amy.roma@hoganlovells.com).

Enclosures: Attachment 1, Information Required for License Transfer Application
 Attachment 2, Simplified Organizational Chart Describing the Transaction

cc: Amy Roma, Hogan Lovells US LLP
 Steffany Dunker, Spectrum Health System
 Valerie Rup, Beaumont Health
 Radiation Safety Officers for the Listed Licensees

I declare under penalty of perjury under the laws of the United States of America that to the best of my knowledge the information contained in this license transfer application pertaining to Spectrum Health System and its affiliated companies is true and correct.

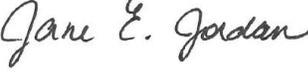
Executed on September 16, 2021

David M Leonard

David M. Leonard
Chief Legal Officer
Spectrum Health System
100 Michigan St. NE
Grand Rapids, MI 49503

I declare under penalty of perjury under the laws of the United States of America that to the best of my knowledge the information contained in this license transfer application pertaining to Beaumont Health and its affiliated companies is true and correct.

Executed on September 16, 2021



Jane E. Jordan
Senior Vice President & General Counsel
Beaumont Health
26901 Beaumont Boulevard, Suite 6-D
Southfield, MI 48033

Attachment 1

Information Required for License Transfer Application

This information is submitted consistent with Chapter 5 (Change of Control) and Appendix E (Information Needed for Transfer of Control Application) of NUREG-1556, Vol. 15, Rev. 1, *Consolidated Guidance About Materials Licenses: Guidance About Changes of Control and About Bankruptcy Involving Byproduct, Source, or Special Nuclear Materials Licenses*.

- 1. Describe any planned changes in the organization, including but not limited to, transfer of stocks or assets and mergers, change in members on Board of Directors, etc. Provide the new licensee name, mailing address, and contact information, including phone numbers. Clearly identify when the amendment request is due to a name change only.***

Spectrum Health System (“Spectrum”) and Beaumont Health (“Beaumont”) (collectively, the “Applicants”) hereby request U.S. Nuclear Regulatory Commission (“NRC”) consent to an indirect transfer of control of the above-listed Radioactive Materials Licenses (the “Licenses”) and their respective licensees (“Licensees”).

The Licensees are wholly-owned subsidiaries of Beaumont. The indirect transfer of control will occur upon the closing (the “Closing”) of a planned transaction (the “Transaction”) under which Spectrum (i) will become the sole corporate member of Beaumont and (ii) will remain the ultimate parent entity of the existing Spectrum subsidiaries. At Closing, Spectrum will change its legal name to “BHSH System”. The Transaction will result in a new parent entity for Beaumont. However, all of the Licensees will remain wholly-owned subsidiaries of Beaumont, and no assets or Licenses will be transferred as a result of the Transaction. The Licensees and their respective Licenses will remain unchanged other than the upstream change in the parent level ownership.

Each of the Licenses will continue to be held by their respective Licensees after the Transaction, with all the same employees, equipment, facilities, personnel and procedures in place related to licensed activities. The Licensees’ respective EIN numbers will also remain the same.

- 2. Describe any changes in personnel or duties. Include training and experience documentation for new personnel. If there will be a new radiation safety officer, that person must sign the applicable license attachments.***

There are no such changes in personnel or duties that relate to the licensed programs.

- 3. Describe any changes in the location, facilities, equipment or procedures that relate to the licensed program. Submit a new storage diagram if the radioactive material will be stored at a new location.***

There are no such changes that relate to the licensed programs as a result of the Transaction.

- 4. Describe the status of the licensee’s facilities, equipment, radiation safety program including any known contamination and whether decontamination will***

occur prior to transfer. Include the status of calibration, leak tests, area surveys, wipe tests, training, quality control, and related records.

The status of the facilities, equipment, and radiation safety programs as they relate to the Licenses will not change in connection with the Transaction. There is no known contamination. All calibrations, leak tests, area surveys, wipe tests, training, quality control, and related records are current.

- 5. If current decommissioning funding plans (DFP) will be changed as a result of the transfer, the revised DFP should be submitted. If other financial assurance documents will be changed as a result of the transfer, confirm that all financial assurance instruments associated with the license will be held by the transferee's name before the license is transferred, and as required by 10 CFR30.35(f).***

There are no such changes associated with the Transaction.

- 6. Confirm that all records concerning the safe and effective decommissioning of the facility will be transferred to the transferee or to NRC, as appropriate. These records include documentation of surveys of ambient radiation levels and fixed and/or removable contamination, including methods and sensitivity.***

The respective Licensees confirm that such records will remain with the Licensees, that they are current, and that they will be current at the time of the Transaction.

- 7. Confirm that both transferor and transferee agree to transferring control of the licensed material and activity, and the conditions of transfer, and that the transferee has been made aware of any open inspection items and its responsibility for possible resulting enforcement actions.***

The parties confirm that they have agreed to the indirect transfer of control of the Licensees and the associated conditions and requirements. All conditions and requirements related to the Licenses remain unchanged. There are no known inspection items pertaining to the Licenses.

- 8. Confirm that the transferee will abide by all constraints, conditions, requirements, representations, and commitments of the transferor or that the transferee will submit a complete description of the proposed licensed program.***

The transferee confirms that they will abide by all such current constraints, requirements, and commitments under the Licenses.

- 9. The transferee, in the case of fuel cycle facilities, shall provide documentation showing that it is financially qualified to conduct normal operations. The information can be in the form of income statements and balance sheet forecasts.***

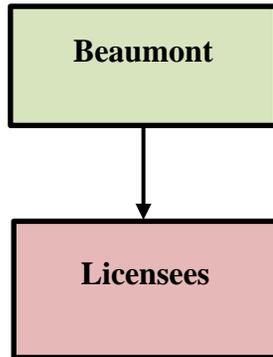
This question is not applicable for these Licenses.

Attachment 2

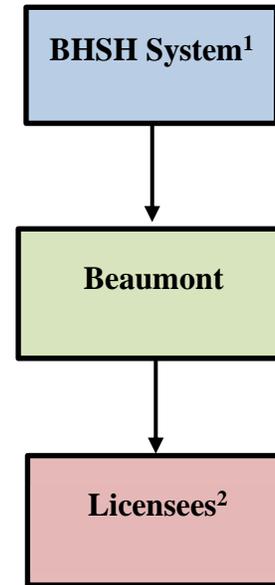
Simplified Organizational Chart Describing the Transaction

Simplified Organizational Chart Describing the Transaction

PRE-TRANSACTION



POST-TRANSACTION



¹ At Closing, Spectrum Health System will change its name to BSH System.

² Each of the Licenses listed in the cover letter above will continue to be held by their respective Licensees after the Transaction.

From: [Kelly, Jason](#)
To: [Tomczak, Tammy](#)
Cc: [Pavon, Sandy](#); [Orlikowski, Robert](#)
Subject: FW: Transfer of Control Application - Spectrum Health System and Beaumont Health
Date: Thursday, September 16, 2021 3:29:02 PM
Attachments: [Clive - NRC Region III License Transfer Application Fully executed.pdf](#)

Tammy,

Attached is an incoming request for a change of control involving multiple U.S. NRC Materials Licenses, including:

- License 21-01333-01 (Docket 030-02006), Licensee Beaumont Health System
- License 21-01333-02 (Docket 030-37359), Licensee Beaumont Health System
- License 21-20324-01 (Docket 030-18253), Licensee Beaumont Cardiovascular Specialists
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- License 21-11457-02 (Docket 030-02099), Licensee Beaumont Hospital – Wayne

These requests will need to be assigned to a License Reviewer for further review and evaluation. Note that the applicant also requests prompt posting of these requests to the NRC's website for public comment.

Jason M Kelly, MPH
Health Physicist
U.S. NRC Region III – DNMS MLB
Phone: (630) 829-9737
E-mail: Jason.Kelly@nrc.gov

From: Matsick, Rob <rob.matsick@hoganlovells.com>
Sent: Thursday, September 16, 2021 2:02 PM
To: Kelly, Jason <Jason.Kelly@nrc.gov>
Cc: Roma, Amy C. <amy.roma@hoganlovells.com>
Subject: [External_Sender] Transfer of Control Application - Spectrum Health System and Beaumont Health

Dear Mr. Kelly,

As we discussed earlier, please find attached a license transfer application for the referenced licenses, for your expedited processing and consideration.

Please confirm receipt and let us know if you have any questions. Thank you for your assistance.

Best regards,

Rob

Rob Matsick

Associate

Hogan Lovells US LLP

Columbia Square
555 Thirteenth Street, NW
Washington, DC 20004-1109

Tel: [+1 202 637 5600](tel:+12026375600)

Direct: [+1 202 804 7787](tel:+12028047787)

Fax: [+1 202 637 5910](tel:+12026375910)

Email: rob.matsick@hoganlovells.com
www.hoganlovells.com

Please consider the environment before printing this e-mail.

If you would like to know more about how we are managing the impact of the COVID-19 pandemic on our firm then take a look at our brief [Q&A](#). If you would like to know more about how to handle the COVID-19 issues facing your business then take a look at our [information hub](#).

About Hogan Lovells

Hogan Lovells is an international legal practice that includes Hogan Lovells US LLP and Hogan Lovells International LLP. For more information, see www.hoganlovells.com.

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