

***BID RESPONSE PACKET***  
***710-19-1042***

## BID SIGNATURE PAGE

Type or Print the following information.

PROSPECTIVE CONTRACTOR'S INFORMATION				
Company:	Genoa Healthcare, LLC			
Address:	707 S. Grady Way, Suite 700			
City:	Renton	State:	WA	Zip Code: 98057
Business Designation:	<input type="checkbox"/> Individual <input type="checkbox"/> Sole Proprietorship <input type="checkbox"/> Public Service Corp <input type="checkbox"/> Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Nonprofit			
Minority and Women-Owned Designation*:	<input checked="" type="checkbox"/> Not Applicable <input type="checkbox"/> American Indian <input type="checkbox"/> Asian American <input type="checkbox"/> Service Disabled Veteran <input type="checkbox"/> African American <input type="checkbox"/> Hispanic American <input type="checkbox"/> Pacific Islander American <input type="checkbox"/> Women-Owned			
	AR Certification #: _____		* See <i>Minority and Women-Owned Business Policy</i>	

PROSPECTIVE CONTRACTOR CONTACT INFORMATION			
Provide contact information to be used for bid solicitation related matters.			
Contact Person:	Chase Woods	Title:	Site Development Director
Phone:	(913) 824-6083	Alternate Phone:	(651) 447-4445
Email:	cwoods@genoahealthcare.com		

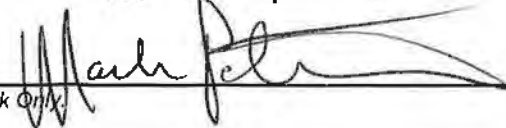
CONFIRMATION OF REDACTED COPY
<input type="checkbox"/> YES, a redacted copy of submission documents is enclosed. <input checked="" type="checkbox"/> NO, a redacted copy of submission documents is <u>not</u> enclosed. I understand a full copy of non-redacted submission documents will be released if requested.  <i>Note: If a redacted copy of the submission documents is not provided with Prospective Contractor's response packet, and neither box is checked, a copy of the non-redacted documents, with the exception of financial data (other than pricing), will be released in response to any request made under the Arkansas Freedom of Information Act (FOIA). See Bid Solicitation for additional information.</i>

ILLEGAL IMMIGRANT CONFIRMATION
By signing and submitting a response to this <i>Bid Solicitation</i> , a Prospective Contractor agrees and certifies that they do not employ or contract with illegal immigrants. If selected, the Prospective Contractor certifies that they will not employ or contract with illegal immigrants during the aggregate term of a contract.

ISRAEL BOYCOTT RESTRICTION CONFIRMATION
By checking the box below, a Prospective Contractor agrees and certifies that they do not boycott Israel, and if selected, will not boycott Israel during the aggregate term of the contract.  <input checked="" type="checkbox"/> Prospective Contractor does not and will not boycott Israel.

**An official authorized to bind the Prospective Contractor to a resultant contract must sign below.**

The signature below signifies agreement that any exception that conflicts with a Requirement of this *Bid Solicitation* will cause the Prospective Contractor's bid to be disqualified:

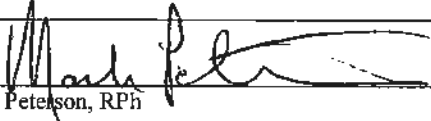
Authorized Signature:  Title: Chief Executive Officer  
Use Ink Only.

Printed/Typed Name: Mark J. Peterson, RPh Date: May 14, 2019

## SECTION 1 - VENDOR AGREEMENT AND COMPLIANCE

- Any requested exceptions to items in this section which are **NON-mandatory** must be declared below or as an attachment to this page. Vendor **must** clearly explain the requested exception and should label the request to reference the specific solicitation item number to which the exception applies.
- Exceptions to Requirements **shall** cause the vendor's proposal to be disqualified.

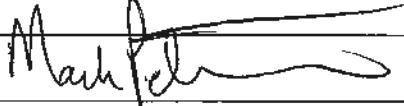
By signature below, vendor agrees to and **shall** fully comply with all Requirements as shown in this section of the bid solicitation.

<b>Vendor Name:</b>	Genoa Healthcare, LLC	<b>Date:</b>	May 14, 2019
<b>Signature:</b>		<b>Title:</b>	Chief Executive Officer
<b>Printed Name:</b>	Mark J. Peterson, RPh		

## **SECTION 2 - VENDOR AGREEMENT AND COMPLIANCE**

- Any requested exceptions to items in this section which are ***NON-mandatory*** must be declared below or as an attachment to this page. Vendor **must** clearly explain the requested exception and should label the request to reference the specific solicitation item number to which the exception applies.
- Exceptions to Requirements **shall** cause the vendor's proposal to be disqualified.

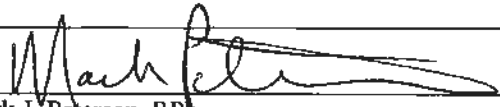
By signature below, vendor agrees to and **shall** fully comply with all Requirements as shown in this section of the bid solicitation.

<b>Vendor Name:</b>	Genoa Healthcare, LLC	<b>Date:</b>	May 14, 2019
<b>Signature:</b>		<b>Title:</b>	Chief Executive Officer
<b>Printed Name:</b>	Mark J. Peterson, RPh		

## **SECTION 3 - VENDOR AGREEMENT AND COMPLIANCE**

- *Exceptions to Requirements shall cause the vendor's proposal to be disqualified.*

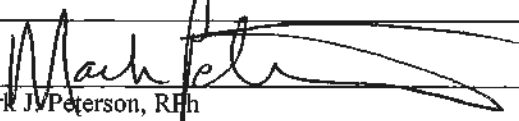
By signature below, vendor agrees to and **shall** fully comply with all Requirements as shown in this section of the bid solicitation.

<b>Vendor Name:</b>	Genoa Healthcare, LLC	<b>Date:</b>	May 14, 2019
<b>Signature:</b>		<b>Title:</b>	Chief Executive Officer
<b>Printed Name:</b>	Mark J. Peterson, RPH		

## **SECTION 4 - VENDOR AGREEMENT AND COMPLIANCE**

- *Exceptions to Requirements shall cause the vendor's proposal to be disqualified.*

By signature below, vendor agrees to and **shall** fully comply with all Requirements as shown in this section of the bid solicitation.

<b>Vendor Name:</b>	Genoa Healthcare, LLC	<b>Date:</b>	May 14, 2019
<b>Signature:</b>		<b>Title:</b>	Chief Executive Officer
<b>Printed Name:</b>	Mark J. Peterson, RPh		



**ATTACHMENT A**

**Contract and Grant Disclosure and Certification Form**



Contract Number \_\_\_\_\_  
 Attachment Number \_\_\_\_\_  
 Action Number \_\_\_\_\_

## CONTRACT AND GRANT DISCLOSURE AND CERTIFICATION FORM

Failure to complete all of the following information may result in a delay in obtaining a contract, lease, purchase agreement, or grant award with any Arkansas State Agency.

SUBCONTRACTOR: \_\_\_\_\_ SUBCONTRACTOR NAME: \_\_\_\_\_

Yes  No

IS THIS FOR:

TAXPAYER ID NAME: \_\_\_\_\_

Goods?  Services?  Both?

YOUR LAST NAME: \_\_\_\_\_

FIRST NAME \_\_\_\_\_

M.I.: \_\_\_\_\_

ADDRESS: \_\_\_\_\_

CITY: \_\_\_\_\_

STATE: \_\_\_\_\_

ZIP CODE: \_\_\_\_\_

COUNTRY: \_\_\_\_\_

**AS A CONDITION OF OBTAINING, EXTENDING, AMENDING, OR RENEWING A CONTRACT, LEASE, PURCHASE AGREEMENT, OR GRANT AWARD WITH ANY ARKANSAS STATE AGENCY, THE FOLLOWING INFORMATION MUST BE DISCLOSED:**

### FOR INDIVIDUALS \*

Indicate below if: you, your spouse or the brother, sister, parent, or child of you or your spouse is a current or former: member of the General Assembly, Constitutional Officer, State Board or Commission Member, or State Employee:

Position Held	Mark (√)		Name of Position of Job Held [senator, representative, name of board/ commission, data entry, etc.]	For How Long?		What is the person(s) name and how are they related to you? [i.e., Jane Q. Public, spouse, John Q. Public, Jr., child, etc.]	
	Current	Former		From MM/YY	To MM/YY	Person's Name(s)	Relation
General Assembly							
Constitutional Officer							
State Board or Commission Member							
State Employee							

None of the above applies

### FOR AN ENTITY (BUSINESS) \*

Indicate below if any of the following persons, current or former, hold any position of control or hold any ownership interest of 10% or greater in the entity: member of the General Assembly, Constitutional Officer, State Board or Commission Member, State Employee, or the spouse, brother, sister, parent, or child of a member of the General Assembly, Constitutional Officer, State Board or Commission Member, or State Employee. Position of control means the power to direct the purchasing policies or influence the management of the entity.

Position Held	Mark (√)		Name of Position of Job Held [senator, representative, name of board/commission, data entry, etc.]	For How Long?		What is the person(s) name and what is his/her % of ownership interest and/or what is his/her position of control?		
	Current	Former		From MM/YY	To MM/YY	Person's Name(s)	Ownership Interest (%)	Position of Control
General Assembly								
Constitutional Officer								
State Board or Commission Member								
State Employee								

None of the above applies

Contract Number \_\_\_\_\_  
Attachment Number \_\_\_\_\_  
Action Number \_\_\_\_\_

## Contract and Grant Disclosure and Certification Form

**Failure to make any disclosure required by Governor's Executive Order 98-04, or any violation of any rule, regulation, or policy adopted pursuant to that Order, shall be a material breach of the terms of this contract. Any contractor, whether an individual or entity, who fails to make the required disclosure or who violates any rule, regulation, or policy shall be subject to all legal remedies available to the agency.**

**As an additional condition of obtaining, extending, amending, or renewing a contract with a state agency I agree as follows:**

1. Prior to entering into any agreement with any subcontractor, prior or subsequent to the contract date, I will require the subcontractor to complete a **CONTRACT AND GRANT DISCLOSURE AND CERTIFICATION FORM**. Subcontractor shall mean any person or entity with whom I enter an agreement whereby I assign or otherwise delegate to the person or entity, for consideration, all, or any part, of the performance required of me under the terms of my contract with the state agency.
2. I will include the following language as a part of any agreement with a subcontractor:  

*Failure to make any disclosure required by Governor's Executive Order 98-04, or any violation of any rule, regulation, or policy adopted pursuant to that Order, shall be a material breach of the terms of this subcontract. The party who fails to make the required disclosure or who violates any rule, regulation, or policy shall be subject to all legal remedies available to the contractor.*
3. No later than ten (10) days after entering into any agreement with a subcontractor, whether prior or subsequent to the contract date, I will mail a copy of the **CONTRACT AND GRANT DISCLOSURE AND CERTIFICATION FORM** completed by the subcontractor and a statement containing the dollar amount of the subcontract to the state agency.

**I certify under penalty of perjury, to the best of my knowledge and belief, all of the above information is true and correct and that I agree to the subcontractor disclosure conditions stated herein.**

Signature  Title Chief Executive Officer Date May 13, 2019

Vendor Contact Person Chase Woods Title Site Development Director Phone No. (913) 827-6083

**Agency use only**

Agency Number 0710 Agency Name Department of Human Services Agency Contact Person \_\_\_\_\_ Contact Phone No. \_\_\_\_\_ Contract or Grant No. \_\_\_\_\_

Navigate

## Equal Employment Opportunities

UnitedHealth Group is committed to Equal Employment Opportunity and to ensuring a work environment free of harassment.

### Applies To

This policy applies to all employees and contractors in the United States.

### Policy

UnitedHealth Group has a commitment to Equal Employment Opportunity (EEO) and to a work environment free of harassment. The policy of UnitedHealth Group is that people will be employed and promoted on the basis of their individual qualifications for the job and without regard to race, color, creed, public assistance, gender, gender identity and/or expression, religion, sexual orientation, national origin, ancestry, citizenship status, marital status, age, disabilities, genetic information, or status as a special disabled Veteran, Veteran of the Vietnam era, other eligible protected veteran, or any other characteristic protected under federal, state or local laws.

UnitedHealth Group will provide:

- Freedom from abusive, intimidating or offensive behavior on the part of supervisors or other employees. In this regard it should be understood that harassment of any sort will not be tolerated which includes derogatory ethnic, racial or sexist remarks;
- Freedom from sexual harassment. This refers to behavior which is not welcome, which is personally offensive and interferes with the work effectiveness of its victims and their co-workers. Additional information can be found in the UnitedHealth Group's [Sexual and Other Harassment policy](#).
- Freedom from any form of discrimination or intimidating or abusive behavior on the part of any supervisor or other employee as a result of a person's sexual orientation;
- Any employee who is found to be in violation of UnitedHealth Group's Equal Employment Opportunity policy or has been found to have

## Affirmative Action

UnitedHealth Group is a contractor of the United States government and as such is committed to affirmative action with respect to gender, race, covered veteran status, and disability in its employment practices and in the areas of compensation, benefits, transfers, layoffs, returns from layoffs, company supported training, education or training assistance, and social and/or recreational programs. UnitedHealth Group has written Affirmative Action Plans for 1) minorities and women and 2) individuals with disabilities, Veterans of the Vietnam era, and special disabled Veterans, and other eligible veterans.

Employees wishing to learn more about the company's affirmative action programs should refer to the [Affirmative Action Programs](#) document.

## Making A Report Or Complaint Of Possible Discrimination

UnitedHealth Group's policies prohibit any kind of improper or illegal treatment or discrimination of employees or applicants for employment. If you believe that you, a co-worker, or any applicant for employment are being treated unfairly because of:

- age
- ancestry
- color
- covered veteran status
- disability
- creed
- genetic information
- gender
- gender identity and/or expression
- marital status
- national origin or ancestry, citizenship status
- race
- religion
- sexual orientation
- status with respect to public assistance

You should report the incident or behavior to at least one of the following:

- HRdirect at 1-800-561-0861 from 7:00 a.m. to 7:00 p.m. CT Monday - Friday
- Your manager or any person in your management hierarchy
- Any other management employee
- A Human Capital Partner
- The Ethics and Compliance Help Center (Secure Site) (you can remain anonymous)
- By phone at 1-800-455-4521 (toll free in the U.S. and Guam).
- By accessing the Ethics and Compliance Help Center

**Note: You do not have to make a complaint or report of discrimination to the person who you believe is violating this policy, even if that person is your manager or is in your management chain of command.**

## Anonymous Complaint

You can file an anonymous complaint of possible discrimination by calling the Ethics & Compliance Help Center at 1-800-455-4521.

## Protection From Retaliation

Employees who make good faith complaints or reports of discrimination, or who provide information related to any such complaint or report, are protected from retaliation. Please refer to the [Non-Retaliation policy](#).

If you experience or witness any behavior that you believe is prohibited retaliation, you should report that concern as outlined in the Making a report or complaint of discrimination section.

## Confidentiality

- Only those people who have a need to know will be told about the complaint or the investigation. Generally, the people who are involved in the investigation will include:
  - the person filing the complaint
  - the employee accused of discrimination
  - others who have knowledge of or observed the complaint
  - HRdirect
  - Human Capital Partner
  - Corporate Employee Relations
- 

## Additional Resources

- [Equal Employment Opportunities - California Employees](#)
  - [EEO is the Law](#)
  - [Non-Discrimination Policy](#)
- 

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Updated: May 09, 2019



May 13, 2019

Arkansas Department of Human Services  
Attn: Office of Procurement  
700 Main Street Slot W345  
Little Rock, AR 72201

Re: Genoa Healthcare, LLC  
Bid Number: 710-19-1042 – Pharmacy Services/Division of Developmental Disabilities  
Services (DDS)

To Whom It May Concern:

We are providing this information at the request of Genoa Healthcare, LLC. Travelers Casualty and Surety Company of America (Travelers) has been providing the surety bonds for the UnitedHealth Group of companies for many years. Potential work programs up to \$500,000,000 have been approved. Additionally, we have considered single projects in excess of \$160,000,000 and would consider projects beyond that amount.

Travelers Casualty and Surety Company of America is currently rated “A++” (Excellent), “XV” (\$2 billion or more) Financial Size Category by A.M. Best’s Key Rating Guide. (This information is updated and found on the A.M. Best’s website at [www.ambest.com](http://www.ambest.com)).

Should the captioned project(s) be awarded to and accepted by Genoa Healthcare, LLC, it is our intent to provide the required Performance and Payment bonds on its behalf. Our support is conditioned upon completion of the underwriting process, including satisfactory review of contract documents, specifications, bond forms and subject to normal underwriting procedures and conditions at the time. Any arrangement for bonds required by contract is a matter between Genoa Healthcare, LLC and Travelers and we assume no liability to the owners or third parties, if for any reason bonds are not executed.

Travelers Casualty and Surety Company of America

A handwritten signature in blue ink that reads "Susan A. Welsh".

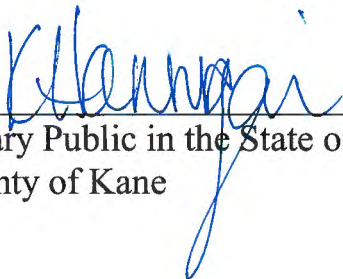
Attorney-in-Fact  
Susan A. Welsh

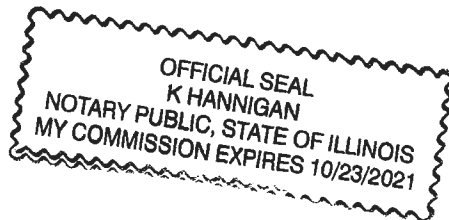
ACKNOWLEDGEMENT BY SURETY

STATE OF ILLINOIS  
COUNTY OF KANE

On this 13<sup>th</sup> day of May, 2019 before me, K Hannigan, a Notary Public, within and for said County and State, personally appeared Susan A. Welsh to me personally known to be the Attorney-in-Fact of and for Travelers Casualty and Surety Company of America and acknowledged that she executed the said instrument as the free act and deed of said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at my office in the aforesaid County, the day and year in this certificate first above written.

  
\_\_\_\_\_  
Notary Public in the State of Illinois  
County of Kane







**Travelers Casualty and Surety Company of America  
Travelers Casualty and Surety Company  
St. Paul Fire and Marine Insurance Company**

**POWER OF ATTORNEY**

**KNOW ALL MEN BY THESE PRESENTS:** That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint **Susan A. Welsh** of **Chicago Illinois**, their true and lawful Attorney-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

**IN WITNESS WHEREOF**, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this **3rd** day of **February**, 2017.



State of Connecticut

City of Hartford ss.

By: *Robert L. Raney*  
Robert L. Raney, Senior Vice President

On this the **3rd** day of **February**, 2017, before me personally appeared **Robert L. Raney**, who acknowledged himself to be the Senior Vice President of Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

**In Witness Whereof**, I hereunto set my hand and official seal.

My Commission expires the **30th** day of **June**, 2021



*Marie C. Tetreault*  
Marie C. Tetreault, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company, which resolutions are now in full force and effect, reading as follows:

**RESOLVED**, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

**FURTHER RESOLVED**, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

**FURTHER RESOLVED**, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

**FURTHER RESOLVED**, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, **Kevin E. Hughes**, the undersigned, Assistant Secretary of Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

Dated this 13 day of May 2019



*Kevin E. Hughes*  
Kevin E. Hughes, Assistant Secretary

**To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880.  
Please refer to the above-named Attorney-in-Fact and the details of the bond to which the power is attached.**

## **Attachment C**

### **Corrective Actions**

1. Illinois Department of Financial & Professional Regulation (2014)-Rockford, Illinois (Case No. 2013-01026): Disciplinary action alleging that a QoL Meds pharmacy in Rockford, IL violated the Illinois Pharmacy Practice Act. All alleged activities took place in February 2013, 17 months prior to the pharmacy being acquired by Genoa Healthcare in July 2014. The Consent Order entered in October 2014 alleges that the QoL Meds pharmacy (1) dispensed medications without a pharmacist on duty, (2) dispensed medications from an unlicensed pharmacy location, (3) dispensed controlled substances before the authorized refill date, (4) mislabeled drug vials, (5) maintained expired medications in active stock, and (6) charged a third party dispensing fee for free drug samples. A corrective action plan was submitted in October 2014, quarterly onsite audits are conducted, and a fine of \$20,000 was paid. Since instituting the corrective action plan in 2014, the pharmacy has operated in compliance with all laws. The pharmacy's Illinois pharmacy license remains on probation, and is eligible to have the probation lifted on October 23, 2019.

2. Oregon Board of Pharmacy (2018) - Salem, Oregon (Case No. 2017-0523): Disciplinary action alleging an apparent failure to have a PIC at the Salem, OR pharmacy site for a period of six weeks in 2017. Although the site did have a PIC in place at all times, a requisite form documenting a change in PIC was not timely filed by the temporary PIC, creating a gap in Board of Pharmacy online filings. A Consent Order was received by the Oregon Board of Pharmacy on July 30, 2018 and a \$6,000 fine was paid.

3. In March 2018, one of our pharmacies in Arizona received a violation/complaint letter from the Arizona Board of Pharmacy following a routine inspection for not complying with the Arizona state regulations regarding "shared" after hours pharmacy service; in particular, regarding appropriate notice to customers as to the after-hours pharmacy we were using and having sufficient policies and procedures regarding such service. There was no allegation that patient care was impacted.

In the months that followed, we were presented with a Consent Agreement by the Arizona Board asking us to stipulate to such violations and pay a \$500 fine. No other conditions were imposed. In March 2019, we executed the Consent Agreement.

It is noted that as a result of the violation notice, we switched after-hours vendors. In addition, we have educated our pharmacies to ensure that patients are aware that their after-hour needs are being met by another pharmacy service and that we have compliant policies and procedures in place regarding such "shared services".

### **Conflicts of Interest**

1. Genoa does not have any conflicts of interest in this bid.

## **Attachment B**

### **INTRODUCTION OF OFFEROR**

Genoa Healthcare (“Genoa”) has been operating since 2002 and is the largest provider of pharmacy, outpatient telepsychiatry and medication management services. Genoa currently has 7 pharmacies in Arkansas and is able to provide additional pharmacy service to catchment area locations. Genoa serves 458 behavioral health centers across 47 states and the District of Columbia (see **Exhibit A** for complete list of pharmacy sites). Through these pharmacies, Genoa has provided pharmacy services to over 800,000 clients with mental illness and developmental disabilities annually. All of Genoa’s pharmacy operations provide customized pharmacy services based on the individual needs of each partner and client.

Although Genoa specializes in providing services specifically to the mental health community, every Genoa pharmacy is a full-service operation that carries and dispenses all types of medications. Genoa encourages each client to use only one pharmacy, so that the Genoa pharmacist can closely monitor drug-drug interactions, duplicate therapy, and potential allergies for the client’s entire medication profile. We believe this also improves the communication and coordination of care between primary care providers and mental health providers. Genoa pharmacy staff takes responsibility for the coordination of these primary care and specialty medications. We provide integrated pharmacy services that improve the lives of the individuals we serve and ease the workload of those that serve them. The pharmacy and pharmacist are available on-site for partner staff and clients, to provide the best possible service. They are integrated into your care teams to provide a higher level of service and improve medication utilization, which lead to improved adherence with reduced no shows.

Genoa’s development and management of the 458 pharmacies has been successful because of the extensive pharmacy knowledge and experience the management team brings to the company. Genoa’s infrastructure is exceptional and unparalleled in our industry. The Genoa team is led by our experienced senior management team (see **Exhibit B** for organization chart and Exhibit C for executive bios). Genoa’s infrastructure not only provides us with the ability to expand with the behavioral health market, but it also provides the ability to withstand ever-present changes within that market and the expertise to modify our current services to meet the demands of our partners. Part of our key infrastructure includes our Regulatory Affairs Team, which allows us to have a voice during legislative sessions involving behavioral health topics. Genoa has 22 Directors of Operations, an internal Compliance Officer, Trainers, and several other key individuals that help support our infrastructure. With multiple Directors of Operations, we are able to maintain great relationships with our partners and provide routine business reviews regarding how each of our pharmacies is performing. This enables us to continually identify areas where we can provide more value-added services. Genoa’s senior management teams, as well as other key employees, have extensive experience owning and operating pharmacies.

## GENOA'S VALUE-ADDED SERVICES

Although Genoa specializes in serving mental health consumers, we are a full-service pharmacy. This means we take care of all the medication needs of our consumers; including prescriptions written by psychiatrists, primary care, and other specialty providers. Genoa will bring benefits to Arkansas DHS and the HDCs that cannot be found with any other pharmacy. We have a customizable approach to our services, providing mental health agencies with only the services that are needed, staffing according to those services, and building the pharmacy out to the specifications to accommodate those functions.

Many of our services are designed to help save our partners' time and costs. By assisting with activities that our partners previously spent time performing, we enable staff to become more available to spend time providing billable services. Genoa is committed to providing a higher level of pharmacy service to the mental health community. We take great pride in our unique approach to pharmacy care. We provide outstanding customer service and add a personal touch to each encounter with every consumer. Genoa understands mental health consumers and their unique needs. We work diligently every day to continually develop new ways to make obtaining medications and taking medications easier for the consumers we serve.

- **Genoa Telepsychiatry:** Genoa is the nation's largest provider of outpatient telepsychiatry services. Our focus on the underserved and Medicaid populations helps us build sustainable telepsychiatry programs for community mental health, primary care, military, and community hospital settings around the country. Our team of 250 psychiatrists and nurse practitioners provides high quality psychiatric services across 30 states through approximately 100,000 patient encounters every year.
- **Genoa Medication Management Solutions:** Genoa provides comprehensive medication management services to members of health plans with complex health issues. Most have four or more chronic illnesses, take more than 10 medications each day, and have more than \$50,000 in medical care costs annually.
- **Convenient Adherence Packaging:** Genoa leads the way with adherence packaging. We have multiple packaging options available for dispensing to HDC consumers, offered at no cost to the consumer or clinic, and available to any consumer who may benefit. Depending on specific consumer needs, programs, residential settings, and preference, Genoa can customize the dispensing on an individual consumer basis.

We may be best known for our Convenient Adherence Packaging, which is a color-coded multi-medication compliance packaging system that we developed in 2008, specifically for consumers living with severe and persistent mental illness.

- **Computerized Patient Profiles:** Genoa will maintain computerized profiles for all consumers and medications filled at the Genoa pharmacy in our pharmacy dispensing software, Prodigy. The system records consumer demographic information, such as name, date of birth, address, contact information, and applicable insurance. The pharmacy software also maintains dispensing data and history, consumer allergies, monitors drug interactions, shows duplicate therapies and any minor and major contraindications. Medications that are part of the consumer profile will include adjudicated and non-adjudicated prescription, over-the-counter (OTC), sample, and Patient Assistance Program (PAP) medications. This information is also made available to the HDCs via Genoa Online, detailed below.
- **Genoa Online - NetRx:** Genoa's online tools allow our partners access to valuable clinical and utilization information. Genoa Online is our free, online system that will allow HDCs

easy access to valuable clinical and utilization information (from anywhere via the web). Each Genoa Online user will be assigned to a specific group of consumers, based on the user's clinical role.

The system is HIPAA compliant so the consumers' profiles will be protected from any outside eyes. NetRx Director, Clinical Director, and prescribers. As a partner of Genoa, these the Center clinical providers will have access to:

- View consumers' complete medication profiles
  - Request refills
  - View the refill history of consumers' medications
  - Check drug interactions
  - Print drug monographs
  - View color photos of medications
- **Genoa Online - MedAnalyzer:** Genoa developed this online tool to provide business data (Organizational Analysis) and clinical information (Drug Utilization) on our pharmacies back to our partner agencies.
    - As a partner of Genoa, HDC staff and prescribers will have access to the following Organizational Analysis Reports:
      - **Monthly Snapshot:** Provides a high level overview of the Genoa pharmacy, including pharmacy performance measures
      - **Consumer Analysis:** Provides the total number of consumers, new consumers, lost consumers, retention ratio, and net/gain loss for the Genoa pharmacy
      - **PAP Analysis:** Shows a breakdown of medications dispensed through the Patient Assistance Program (PAP) for the Genoa pharmacy
      - **Prescriber Analysis:** Provides an overview of the number of consumers who had prescriptions written and dispensed at the Genoa pharmacy by each prescriber at our partner center
      - **Total Rx Analysis:** Indicates the number of prescriptions dispensed for consumers by month at the Genoa pharmacy over a 13-month period
    - As a partner of Genoa, HDC staff and prescribers will also have access to the following Drug Utilization Reports:
      - **Medication Possession Ratio (MPR):** MPR is the ratio of how many days' supply a medication a consumer was given compared to the total number of days between fills of the medication. This report provides the capability to identify poorly compliant consumers and create action plans with the Genoa pharmacy to improve adherence
      - **Concomitant Atypical Antipsychotics:** Displays consumers' overlap in different atypical antipsychotic drugs prescribed to them over a specified period of time
      - **Gap:** Shows incidents of a gap between refills of medications for consumers using the Genoa pharmacy
      - **Benzodiazepine:** Displays consumer usage of benzodiazepines over a user-defined period of time

Genoa's MedAnalyzer tool allows data to be filtered by clinic location/program, prescriber, drug, or even consumer. Although the reports can be exported to Microsoft Excel, it is much more robust than simply providing Excel reports. Our Director of Operations who oversees the state of Arkansas will also review this information with your management team at regular intervals or as desired.

- **Refill Synchronization:** Genoa will also work with consumers and prescribers to synchronize refills of medications, so they can refill all medications at the same time. This synchronization will create less confusion for the consumers and promote cost savings. Furthermore, since transportation is often an issue for the consumers we serve, synchronization of refills will reduce the chance of a gap in medication therapy after leaving the facility.
- **Delivery/Mailing:** At Genoa, we understand that many consumers have transportation issues, and many organizations have multiple program locations. We will set up scheduled delivery routes to the Center locations and residential homes. We can also deliver to individual consumers via US Priority Mail; all at no charge.
- **Prior Authorization (PA) Assistance:** Genoa offers PA assistance as a value-added service. If a prescription is rejected due to a PA requirement, Genoa will initiate that PA for our consumers and their prescribers. We are contracted with PriorAuthPlus (in conjunction with Cover My Meds), which allows us to initiate drug and plan specific prior authorization forms via a resubmitted claim. Our pharmacy teams will complete as much of the form as possible, send it electronically to the prescriber for completion and/or signature if required, then submit online to the third party payer. This streamlined process will save the HDCs time and money while improving medication adherence.
- **Pharmacy Assistance with Medicaid and Medicare Part D:** The Genoa pharmacy staff can assist consumers with coverage information and questions about Medicaid or Medicaid Part D plans, to the best of our ability. Because the majority of consumers with a payer source are using either the Medicaid or Part D plans, the on-site Genoa pharmacy staff will be very familiar with the available resources to get any questions that may arise answered. Genoa can utilize the Medicaid Helpline, available to providers within the state, to help locate missing ID's, verify coverage, or answer questions. For consumers who are eligible for Medicare Part D programs, the Genoa pharmacy staff can help HDC consumers evaluate the different plans, based on their current medication profile.
- **Clozapine Monitoring Services:** Our pharmacy staff will monitor lab results, dispense accordingly, and enter the results into the clozapine registry. Genoa initially started as a Clozapine Monitoring Management company, we have extensive experience managing consumers taking clozapine, and have been selected as the Teva PAP program manager.
- **Stay up-to-date on legislation:** Genoa has a full-time Government Affairs Team that is dedicated to following legislation that would affect our pharmacy business or our partner agencies (such as funding cuts). Our Vice President of Government Affairs connects local government officials with our pharmacies and partner-organizations across the country by coordinating tours, raising awareness of mental health services provided in the community, working with government to introduce bills, working with Medicaid agencies on reimbursement issues, etc.
- **Integrated Pharmacist Involvement:** Our Genoa pharmacist will be expected and encouraged to be involved with any and all clinical projects for which the HDC would like his or her participation and pharmacotherapy expertise. Genoa pharmacists often play an integral role with our partners' clinical teams (P&T committees, formulary advisory groups, clinical campaigns, etc.). We appreciate the opportunity to be involved on these integrated healthcare teams. Genoa will provide in-service training to HDC staff on subjects such as drug security, documentation and sanitation standards for medication administration, education on specific medication use and therapeutics, and medication management.

As described above, Genoa offers numerous value-added services. In addition to gaining a pharmacy, HDCs will be gaining an additional member to the clinical team (paid and managed by Genoa). The Genoa pharmacist will be on-site to work closely with the HDC team, help save costs, and improve clinical outcomes for the HDC consumers.

***Genoa creates additional value and promotes additional potential cost savings with several of our pharmacy services: Assistance with Prior Authorizations, Patient Assistance Programs, and Medication Setups. We estimate that we save our average mental health agency partner nearly \$100,000 on an annual basis.***

## Exhibit A

PHARMACY LOCATIONS
Anchorage Community Mental Health Services- Anchorage, AK
CED Mental Health Center- Attalla, AL
Central Pharmacy- Florence, AL (20022)
Central Pharmacy- Mobile, AL (20026)
Central Pharmacy- Montgomery, AL (20020)
Montgomery Area Mental Health Authority- Montgomery, AL
SpectraCare Health Systems- Dothan, AL (Prevatt Rd)
Arkansas Psychiatric Clinic- Little Rock, AR
Living Hope Southeast- Little Rock, AR
Ouachita Behavioral Health and Wellness- Hot Springs, AR
Ozark Guidance Center, Inc.- Springdale, AR
South Arkansas Regional Health Center- El Dorado, AR
Southwest Arkansas Counseling and Mental Health Center- Texarkana, AR
Western Arkansas Counseling and Guidance Center- Fort Smith, AR
Adelante Healthcare- Mesa, AZ
Change Point Integrated Health- Show Low, AZ
CODAC Health, Recovery & Wellness, Inc.- Tucson, AZ (1025 Ft Lowell Rd)
CODAC Health, Recovery & Wellness, Inc.- Tucson, AZ (1650 E Ft Lowell Rd)
Community Bridges, Inc.- Mesa, AZ
Community Health Associates- Douglas, AZ
Community Health Associates- Yuma, AZ
Community Partners Integrated Healthcare Inc.- Yuma, AZ
COPE Community Services, Inc.- Tucson, AZ (S Stone Ave)
EMPACT-Suicide Prevention Center - Phoenix, AZ (1035 E Jefferson st.)
Horizon Health & Wellness- Apache Junction, AZ
Horizon Health & Wellness- Casa Grande, AZ
Jewish Family & Children's Services- Phoenix, AZ
La Frontera Center- Tucson, AZ (E Grant Rd)
La Frontera Center- Tucson, AZ (W 29th St)
Lifewell Behavioral Wellness- Phoenix, AZ (South Mountain)
Mohave Mental Health Clinic- Kingman, AZ
Partners in Recovery, LLC- Gilbert, AZ
Partners in Recovery, LLC- Phoenix, AZ
Southeastern Arizona Behavioral Health Services, Inc.- Sierra Vista, AZ
Southwest Behavioral & Health Services- Payson, AZ
Southwest Behavioral & Health Services- Phoenix, AZ (N 31st Ave)
Southwest Behavioral & Health Services- Phoenix, AZ (N 3rd St)
Spectrum Healthcare- Cottonwood, AZ
Terros Health- Phoenix, AZ (51st Ave)



Terros Health- Phoenix, AZ (E McDowell)
Terros Health- Phoenix, AZ (Metro Phoenix)
Terros Health- Phoenix, AZ (N 23rd Ave)
Terros Health- Tempe, AZ
The Guidance Center, Inc.- Flagstaff, AZ
Valle del Sol- Phoenix, AZ (1209 S. First Ave.)
West Yavapai Guidance Clinic- Prescott, AZ (Dameron Dr)
Mental Health Systems, Inc.- Escondido, CA
Telecare Corporation- Santa Ana, CA
Aspen Pointe Mental Health- Colorado Springs, CO
Aspen Pointe Mental Health- Colorado Springs, CO (W. Moreno)
Aspen Pointe Mental Health- Colorado Springs, CO (Jet Wing)
Aurora Mental Health Center- Aurora, CO
Community Reach Center- Thornton, CO
Health Solutions- Pueblo, CO (Montebello Rd)
Health Solutions- Pueblo, CO (W Adriendo Ave)
Mental Health Partners- Boulder, CO
Mind Springs Health- Grand Junction, CO
North Range Behavioral Health- Greeley, CO
San Luis Valley Behavioral Health- Alamosa, CO
SummitStone Health Partners- Fort Collins, CO (Centre Ave)
SummitStone Health Partners- Ft. Collins, CO (W Crestridge St)
The Center for Mental Health- Montrose, CO (E Main St)
Bridges Healthcare- Milford, CT
Catholic Charities Archdiocese of Hartford- Hartford, CT
Community Health Resources, Inc.- Enfield, CT (Hazard Ave)
Community Health Resources, Inc.- Manchester, CT (E Middle Turnpike)
Gilead Community Services, Inc.- Middletown, CT (Main St)
InterCommunity, Inc.- East Hartford, CT
InterCommunity, Inc.- Hartford, CT
Rushford, a Hartford HealthcarePartner- Meriden, CT
Sound Community Services, Inc.- New London, CT
United Community and Family Services- Norwich, CT
United Services, Inc.- Dayville, CT
Wheeler Clinic Inc.- Hartford, CT
Wheeler Clinic Inc.- Plainville, CT
Community Connections- Washington, DC
Apalachee Center- Tallahassee, FL
Archways- Ft. Lauderdale, FL
BayCare Behavioral Health- New Port Richey, FL
Bridgeway Center- Ft. Walton Beach, FL
Centerstone of Florida, Inc.- Bradenton, FL
Clay Behavioral Health Center - Middleburg, FL

David Lawrence Center- Naples, FL
Directions for Living- Clearwater, FL
Gracepoint Management, Inc.- Tampa, FL
Henderson Behavioral Health- Fort Lauderdale, FL
Henderson Behavioral Health- Tamarac, FL
Life Management Center of Northwest Florida Inc- Panama City, FL
LifeStream Behavioral Healthcare- Leesburg, FL
Meridian Behavioral Healthcare- Gainesville, FL
Meridian Behavioral Healthcare- Lake City, FL (SW 13th St)
Northside Behavioral Health Center - Tampa, FL
Park Place Behavioral Health Care- Kissimmee, FL
Peace River Center- Bartow, FL
SalusCare, Inc.- Ft. Myers, FL
Suncoast Center Inc.- St. Petersburg, FL
The Centers, Inc.- Ocala, FL
Winter Haven Hospital Inc, Center for Behavioral Health- Winter Haven, FL
Aspire Behavioral Health- Albany, GA
Clifton Springs Mental Health Center- Decatur, GA
Cobb County Community Services Board- Smyrna, GA
Gateway Behavioral Health Services- Brunswick, GA (600 Coastal Village Dr)
Gateway Behavioral Health Services- Brunswick, GA (700 Coastal Village Dr)
Georgia Pines Community Health Services Clinic- Thomasville, GA
Highland Rivers Center- Dalton, GA (1400 Applewood Dr)
Highland Rivers Center- Dalton, GA (1401 Applewood Dr Suite 5)
Kirkwood Mental Health Center- Atlanta, GA
Phoenix Center Behavioral Health Services- Warner Robins, GA
View Point Health- Conyers, GA
View Point Health- Lawrenceville, GA
Winn Way Mental Health Center- Decatur, GA
Berryhill Mental Health Center- Fort Dodge, IA
Vera French Community Mental Health Center- Davenport, IA
Access Behavioral Health Services, Inc.- Boise, ID
Rehabilitative Health Services- Ammon, ID
Association for Individual Development (AIDs)- Aurora, IL
Centerstone of Illinois- Alton, IL
Chestnut Family Health Center- Bloomington, IL
Chestnut Health Systems, Inc.- Belleville, IL
Chestnut Health Systems, Inc.- Granite City, IL
Community Counseling Centers of Chicago- Chicago, IL (North Clark St)
DuPage County Health Department- Wheaton, IL
Ecker Center for Mental Health, Inc.- Elgin, IL
Heritage Behavioral Health Care, Inc.- Decatur, IL
Human Service Center- Peoria, IL

Lake County Health Department, Behavioral Health Services- Waukegan, IL
Milestone, Inc.- Milestone, IL
Oak Street Health- Ashburn, IL
Oak Street Health- Berwyn, IL
Oak Street Health- Blue Island, IL
Oak Street Health- Brighton Park, IL
Oak Street Health- Bronzeville, IL
Oak Street Health- Rockford, IL
Rosecrance Ware Center- Rockford, IL
Thresholds- Chicago, IL
Trilogy, Inc.- Chicago, IL
Adult & Child Mental Health Center Incorporated- Indianapolis, IN
Aspire Indiana Behavioral Health System- Anderson, IN
Aspire Indiana Behavioral Health System- Carmel, IN
Centerstone of Indiana- Bloomington, IN
Centerstone of Indiana- Columbus, IN
Community Howard Regional Behavioral Health- Kokomo, IN
Community Mental Health Center, Inc.- Lawrenceburg, IN
Cornerstone Behavioral Health- Marion, IN
Cummins Behavioral Health Systems- Avon, IN
Edgewater Systems for Balanced Living, Inc.- Gary, IN
Four County Counseling Center- Logansport, IN
Hamilton Center- Terre Haute, IN
Indiana Health Group- Carmel, IN
LifeSpring- Jeffersonville, IN
Meridian Health Services Corp.- Muncie, IN
Northeastern Center, Inc.- Kendallville, IN
Oak Street Health- Hammond, IN
Oak Street Health- Irvington, IN
Oaklawn Psychiatric Center, Inc.- Elkhart, IN
Oaklawn Psychiatric Center, Inc.- Goshen, IN
Oaklawn Psychiatric Center, Inc.- South Bend, IN
Park Center, Inc- Fort Wayne, IN (Carew St)
Park Center, Inc- Fort Wayne, IN (E State Blvd)
Porter-Starke Services, Inc.- Valparaiso, IN
Regional Mental Health Center- East Chicago, IN
Regional Mental Health Center- Merrillville, IN
Samaritan Center- Vincennes, IN
Southwestern Behavioral Healthcare- Evansville, IN
Swanson Center- Michigan City, IN
The Bowen Center- Fort Wayne, IN
The Bowen Center- Warsaw, IN (Jefferson St)
Valle Vista Health System- Greenwood, IN

Wabash Valley Alliance, Inc. d/b/a Valley Oaks Health- Lafayette, IN
Central Kansas Mental Health Center- Salina, KS
Crosswinds, Counseling and Wellness- Emporia, KS
Family Service and Guidance Center of Topeka, Inc.- Topeka, KS
Four County Mental Health Center, Inc.- Independence, KS
High Plains Mental Health Center- Hays, KS
Horizons Mental Health Center- Hutchinson, KS
Johnson County Mental Health Center- Olathe, KS- C&A Residential, MD
Johnson County Mental Health Center- Shawnee, KS
The Guidance Center- Leavenworth, KS
Valeo Behavioral Health Care- Topeka, KS
Wyandot Center- Kansas City, KS
Bluegrass Regional Mental Health- Richmond, KY
Bluegrass.org- Lexington, KY
Centerstone of Kentucky- Louisville, KY (101 W Muhammad Ali Blvd)
Centerstone of Kentucky- Louisville, KY (Crums Lane)
Centerstone of Kentucky- Louisville, KY (W Magazine St)
Four Rivers Behavioral Health, Inc.- Mayfield, KY
Four Rivers Behavioral Health, Inc.- Paducah, KY
LifeSkills, Inc. (Region 4)- Bowling Green, KY
Acadiana Area Human Services District- Lafayette, LA
Capital Area Human Services- Baton Rouge, LA
Florida Parishes Human Services Authority- Hammond, LA
Florida Parishes Human Services Authority- Mandeville, LA
Imperial Calcasieu Human Services Authority- Lake Charles, LA
Jefferson Parish Human Services Authority- Marrero, LA
Jefferson Parish Human Services Authority- Metairie, LA
Metropolitan Human Services District- New Orleans, LA
Advocates, Inc.- Framingham, MA
Behavioral Health Network- Springfield, MA
Clinical & Support Options, Inc.- Greenfield, MA
Gandara Mental Health Center- Springfield, MA
Quincy Mental Health Center- Quincy, MA
River Valley Counseling Center - Holyoke, MA
ServiceNet, Inc.- Northampton, MA
TILL, Inc.- Charlestown, MA
Calvert County Mental Health Clinic- Prince Frederick, MD
Community Health and Counseling Services- Bangor, ME
Maine Behavioral Healthcare- Biddeford, ME
Advantage Health Centers- Detroit, MI
Central Pharmacy- Lansing, MI (20101)
Central Pharmacy- Shelby Township, MI (20098)
CNS Healthcare- Waterford, MI

Community Care Services- Lincoln Park, MI
Covenant Community Care- Detroit, MI
Development Centers, Inc.- Detroit, MI
Easterseals Adult Services- Southfield, MI
Genesee Health System- Flint, MI
Lapeer County Community Mental Health Center- Lapeer, MI
Lifeways CMH- Jackson, MI
Lincoln Behavioral Services- Redford, MI
Livingston County Community Mental Health Authority- Howell, MI
Monroe Community Mental Health Authority- Monroe, MI
Northeast Guidance Center- Detroit, MI
Riverwood Center- Benton Harbor, MI
Saginaw County Community Mental Health Authority (SCCMHA)- Saginaw, MI
Southwest Counseling Solutions- Detroit, MI
St. Clair County Community Mental Health- Port Huron, MI
Summit Pointe- Battle Creek, MI
Team Wellness Center- Detroit, MI
Washtenaw County Community Mental Health Agency- Ann Arbor, MI
Wellness Center at McKenny Center - Detroit, MI
Associated Clinic of Psychology- St. Louis Park, MN (Ford Rd)
Associated Clinic of Psychology- St. Louis Park, MN (Hwy 7)
Associated Clinic of Psychology- West St Paul, MN
Central Minnesota Mental Health Center- St. Cloud, MN
Central Pharmacy- Roseville, MN (00093)
Family Life Center at People Incorporated- Coon Rapids, MN
Guild, Incorporated- St. Paul, MN
Human Development Center- Duluth, MN
Mental Health Resources/Central Pharmacy- St. Paul, MN
Nystrom & Associates, Ltd- Duluth, MN
Nystrom & Associates, Ltd- Eden Prairie, MN
Nystrom & Associates, Ltd- New Brighton, MN
Nystrom & Associates, Ltd- Otsego, MN
Nystrom & Associates, Ltd- Woodbury, MN
Open Door Health Center- Mankato, MN
People Incorporated- St. Paul, MN
Radias Health- St. Paul, MN
South Central Human Relations Center- Owatonna, MN
Western Mental Health Center- Marshall, MN
Zumbro Valley Health Center- Rochester, MN
Advent Medical Group- St. Peters, MO
Bootheel Counseling Services, Inc.- Sikeston, MO
Clayton Behavioral- Ladue, MO
Community Counseling Center- Cape Girardeau, MO



Compass Health, Inc. d/b/a Compass Health Network - St. Charles, MO
Compass Health, Inc. d/b/a Compass Health Network - Union, MO
Compass Health, Inc. d/b/a Compass Health Network - Warrenton, MO
Compass Health, Inc. d/b/a Compass Health Network - Wentzville, MO
Comprehensive Mental Health Services- Independence, MO
Family Guidance Center- St. Joseph, MO
Great Mines Health Center- Potosi, MO
Mark Twain Behavioral Health- Hannibal, MO
ReDiscover- Kansas City, MO (E 117th St)
ReDiscover- Lee's Summit, MO (NE Independence Ave)
ReDiscover- Lee's Summit, MO (NE Rice Rd)
Tri-County Mental Health Services- Kansas City, MO
Central Pharmacy- Southaven, MS (20130)
Hinds Behavioral Health Services- Jackson, MS
Western Montana Mental Health Center- Bozeman, MT
Family Preservation Services of North Carolina, Inc.- Asheville, NC
Monarch- Charlotte, NC
Monarch- Greensboro, NC
Monarch- Winston Salem, NC
October Road- Asheville, NC
Port Health Services - New Bern, NC
Port Health Services- Greenville, NC
RHA Behavioral Health Services- Burlington, NC
RHA Health Services- Roanoke Rapids, NC
Community Alliance- Omaha, NE
Good Neighbor Community Health Center- Columbus, NE
Lutheran Family Services of Nebraska, Inc.- Lincoln, NE
Community Partners- Rochester, NH
Greater Nashua Mental Health Center- Nashua, NH
Lakes Region Mental Health Center- Laconia, NH
Mid-State Health Center- Plymouth, NH
Monadnock Family Services- Keene, NH
Riverbend Community Mental Health Center- Concord, NH
The Center for Life Management- Derry, NH
The Mental Health Center of Greater Manchester- Manchester, NH (Cypress St)
The Mental Health Center of Greater Manchester- Manchester, NH (Wall St)
West Central Behavioral Health (WCBH)- Claremont, NH
Cape Counseling Services, Inc- Cape May Court House, NJ
Comprehensive Behavioral Healthcare, Inc.- Lynhurst, NJ
CPC Behavioral Health- Red Bank, NJ
NewBridge Services, Inc.- Pompton Plains, NJ
Ocean Mental Health Services, Inc.- Bayville, NJ
Preferred Behavioral Health of NJ, Inc.- Lakewood, NJ

South Jersey Behavioral Health Resources, Inc- Camden, NJ
South Jersey Behavioral Health Resources, Inc- Cherry Hill, NJ
Vantage Health System- Dumont, NJ
Hidalgo Medical Services- Lordsburg, NM
Hidalgo Medical Services- Silver City, NM
Sage Neuroscience Center- Albuquerque, NM
Serenity Mental Health- Las Vegas, NV
Family Service League- Bay Shore, NY
Helio Health, Inc.- Syracuse, NY
Liberty Resources- Syracuse, NY
Mental Health Association of Rockland- Valley Cottage, NY
A Renewed Mind - Toledo, OH
Beacon Health- Mentor, OH
Behavioral Healthcare Partners of Central Ohio, Inc.- Newark, OH
Catalyst Life Services- Mansfield, OH
Central Community Health Board of Hamilton County, Inc.- Cincinnati, OH
Coleman Behavioral Services- Youngstown, OH
Coleman Professional Services- Canton, OH
Coleman Professional Services- Kent, OH
Coleman Professional Services- Lima, OH
Coleman Professional Services- Warren, OH
CommQuest Services, Inc.- Canton, OH
Community Counseling Center- Ashtabula, OH
Concord Counseling Services- Westerville, OH
FrontLine Service- Cleveland, OH
Greater Cincinnati Behavioral Health Services- Amelia, OH
Greater Cincinnati Behavioral Health Services- Cincinnati, OH
Harbor- Bowling Green, OH
Harbor- Perrysburg, OH
Harbor- Toledo, OH
North Central Mental Health Services- Columbus, OH
OhioGuidestone- Cleveland, OH
One Health Ohio- Warren, OH
One Health Ohio- Youngstown, OH
Phoenix Rising Behavioral Healthcare & Recovery, Inc.- Canton, OH
Portage Path Behavioral Health- Akron, OH
Ravenwood Health- Chardon, OH
Scioto Paint Valley Mental Health Center- Chillicothe, OH
Shawnee Family Health Center- Portsmouth, OH
South Community Behavioral Healthcare- Dayton, OH - Kenneth Miller, MD
Talbert House- Cincinnati, OH (Glenway Ave)
The Counseling Center- Wooster, OH
Unison Behavioral Health Group Inc.- Toledo, OH

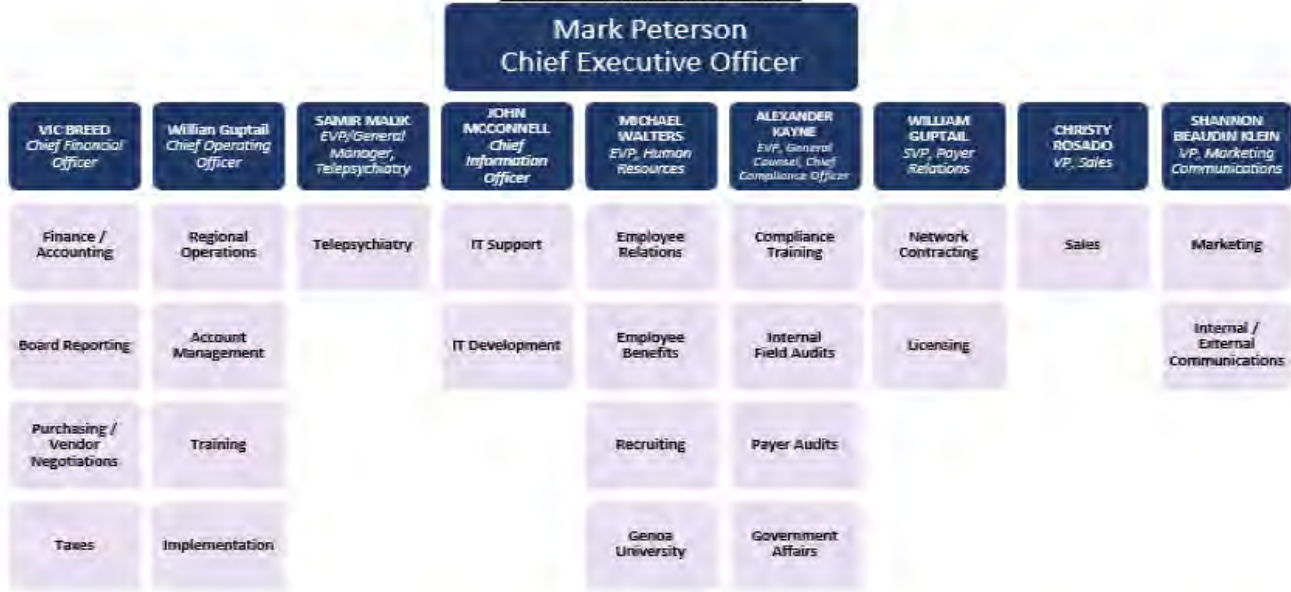
Valley Counseling Services- Warren, OH (E Market St)
ViaQuest Psychiatric & Behavioral Solutions- Dublin, OH
Zepf Center- Toledo, OH (W Central Ave)
Strength of Mind- Broken Arrow, OK
Beavercreek Health Center- Oregon City, OR
Cascadia Behavioral Healthcare- Portland, OR (MLK Blvd)
Clackamas County Mental Health- Oregon City, OR
Columbia Community Mental Health- St. Helens, OR
Deschutes County Health Services- Bend, OR
Laurel Hill Center Inc- Eugene, OR
Lifeways, Inc- Ontario, OR
LifeWorks Northwest- Portland, OR
Marion County Adult Behavioral Health- Salem, OR
Options for Southern Oregon- Grants Pass, OR
Alternative Community Resource Program, Inc.- Johnstown, PA
Central Pharmacy- Pittsburgh, PA (10001)
Children's Service Center- Wilkes-Barre, PA
COMHAR- Philadelphia, PA
Community Guidance Center- Indiana, PA
Community Services Group- Lancaster, PA
Creative Health Services- Pottstown, PA
Lakeshore Community Services- Erie, PA
Lenape Valley Foundation- Doylestown, PA
Mon Yough Community Services- McKeesport, PA
Nulton Diagnostic and Treatment Center- Johnstown, PA
The Care Center, Inc. d/b/a Southwestern Pennsylvania Human Services - Butler, PA
The Wedge Recovery Centers- Philadelphia, PA
True North Wellness Services- Hanover, PA
Washington Communities Human Services, Inc.- Washington, PA
East Bay Center, Inc.- Barrington, RI
Gateway Healthcare- Charlestown, RI
Gateway Healthcare- Johnston, RI
Gateway Healthcare- Pawtucket, RI
Providence Center- Providence, RI (N Main St)
Quality Behavioral Health- Warwick, RI
Central Pharmacy- Columbia, SC (10790)
Human Service Agency- Watertown, SD
Frontier Health- Bristol, TN
Frontier Health- Johnson City, TN
Helen Ross McNabb Center- Chattanooga, TN
Helen Ross McNabb Center- Knoxville, TN
Helen Ross McNabb Center- Morristown, TN (Hamblen County)
Ridgeview- Oak Ridge, TN



Volunteer behavioral Health Care System-McMinnville TN
Volunteer Behavioral Health- Cheer Mental Health- McMinnville, TN
Volunteer Behavioral Health- Hiwassee Mental Health Center- Athens, TN
Volunteer Behavioral Health- Hiwassee Mental Health Center- Cleveland, TN
Volunteer Behavioral Health- Johnson Mental Health Center- Chattanooga, TN
Volunteer Behavioral Health- Plateau Mental Health Center- Cookeville, TN
Volunteer Behavioral Health-Rhea Mental Health Center- Dayton, TN
Andrews Center- Tyler, TX
Border Region Behavioral Health Center- Laredo, TX
Burke Center- Lufkin, TX
Child & Family Guidance Center- Waxahachie, TX
Clarity Child Guidance Center- San Antonio, TX
Emergence Health Network- El Paso, TX (Montana Ave)
Emergence Health Network- El Paso, TX (Trawood Dr)
Hill Country MHDD Centers- Kerrville, TX
Hill Country MHDD Centers- San Marcos, TX
Pecan Valley Centers- Cleburne, TX
Spindletop Center- Beaumont, TX
Texoma Community Center- Sherman, TX
Tri-County Behavioral Healthcare- Conroe, TX
Tropical Texas Behavioral Health (4th pharmacy)- Weslaco, TX
Tropical Texas Behavioral Health- Brownsville, TX
Tropical Texas Behavioral Health- Edinburg, TX
Tropical Texas Behavioral Health- Harlingen, TX
Central Pharmacy - Salt Lake City, UT
Blue Ridge Behavioral Healthcare- Roanoke, VA
Colonial Behavioral Health- Williamsburg, VA
Crossroads CSB- Farmville, VA
Danville-Pittsylvania CSB- Danville, VA
Fairfax County CSB- Alexandria, VA (Holland Rd)
Fairfax County CSB- Alexandria, VA (Merrifield Center)
Fairfax County CSB- Alexandria, VA (South County Govt Center)
Fairfax County CSB- Fairfax, VA (Willow Oaks Corporate Dr)
Fairfax County CSB- Reston, VA (Lake Anne)
Hampton-Newport News Community Services Board- Hampton, VA
Harrisonburg-Rockingham Community Services Board - Harrisonburg, VA
Horizon Behavioral Health- Lynchburg, VA
New River Valley CSB- Blacksburg, VA
Northwestern Community Services Board - Winchester, VA
Piedmont CSB - Martinsville, VA
Rappahannock Area CSB- Fredericksburg, VA
Rappahannock-Rapidan CSB- Culpeper, VA
Valley Community Services Board- Staunton, VA

Lamoille County Mental Health Services- Morrisville, VT
Asian Counseling and Referral Service- Seattle, WA
Cascade Mental Health Care- Centralia, WA
Central Pharmacy- Auburn, WA (00003)
Columbia Wellness- Longview, WA
Community Psychiatric Clinic- Seattle, WA
Community Services Northwest- Vancouver, WA
Compass Health- Bellingham, WA
Compass Health- Everett, WA
Comprehensive Health Care- Yakima, WA
Comprehensive Life Resources- Tacoma, WA
Greater Lakes Mental Healthcare- Lakewood, WA
Kitsap Mental Health Services- Bremerton, WA (Almira Dr NE)
Peninsula Behavioral Health- Port Angeles, WA
Sound- Seattle, WA
Valley Cities Counseling & Consultation- Auburn, WA
Valley Cities Counseling & Consultation- Des Moines, WA
American Behavioral Clinics- Milwaukee, WI
Central Pharmacy- Jackson, WI (20030)
Family & Children's Center- La Crosse, WI
Journey Mental Health Center, Inc.- Madison, WI
Psychiatric Consultants & Therapists- Milwaukee, WI
Racine County Human Services Department- Racine, WI
Washington County Mental Health Center- West Bend, WI
Waukesha County Human Services Department- Waukesha, WI (Airport Rd)
Waukesha County Human Services Department- Waukesha, WI (Moreland Blvd)
FMRS Health Systems, Inc. - Beckley, WV
Logan-Mingo Area Mental Health, Inc. - Logan, WV
Prestera Center - Huntington, WV
Seneca Health Services, Inc.- Maxwellton, WV
Southern Highlands- Princeton, WV
Westbrook Health Services, Inc.- Parkersburg, WV
Central Wyoming Counseling Center- Casper, WY
Peak Wellness Center- Cheyenne, WY

**Exhibit B  
Genoa's Organization Chart**



**Operational Management**

**Twenty-Two (22) Directors of Operations who each manage 15 to 20 sites, managed by three (3) VPs of Operations**

Experienced managers (most whom are pharmacists) with extensive operating knowledge of the pharmacy business

Manage the pharmacy team on a day-to-day basis

**Exhibit C**  
**Genoa's Management Biographies**

**Mark Peterson · Chief Executive Officer**

Mark Peterson, R.Ph joined Genoa Healthcare in December 2003, bringing with him extensive experience in building and operating healthcare and technology companies. He is responsible for Genoa's sales, marketing, business and corporate development. He also serves as a board member.

Peterson was previously senior vice president of marketing and data services with HealthNexus LLC, a healthcare technology and services company acquired in 2001 by Global Healthcare Exchange. HealthNexus' charter was to unite healthcare with technology to improve collaboration between healthcare trading partners and eliminate inefficiencies in the supply chain. In addition to marketing and data services, Peterson's responsibilities included product management, diversification opportunities, strategic merger/acquisition opportunities and competitive intelligence.

Prior to HealthNexus, Peterson was co-founder and COO of Embion, Inc., a supply-chain management company providing procurement automation for medical clinics. He identified the business opportunity, developed the business model, secured private financing, staffed the company, and developed and managed the execution of corporate plans. The company was sold to Encounter Care Services Inc.

Prior to Embion, Peterson held various leadership roles with the specialty pharmacy at Chronimed and the outcomes and clinical trials business unit at United HealthGroup's Ingenix.

Peterson holds a Bachelor of Science in pharmacy from the University of Minnesota. His pre-pharmacy coursework at the College of Saint Thomas in St. Paul, Minnesota, includes a computer science emphasis.

**William Guptail · Senior Vice President, Payer Relations and Chief Operations Officer**

William (Bill) Guptail joined Genoa Healthcare in March 2016 as Senior Vice President, Payer Relations and was most recently promoted to Chief Operations Officer in May 2019. Guptail comes to Genoa having most recently served as President – West Region, Complex Care Management for OptumCare. During his 14-year tenure at UHC and Optum, Guptail served in a variety of leadership positions, including national roles in clinical operations and product leadership. He also served as the Chief Operating Officer and Plan President of UnitedHealthcare Community and State in Hawaii from 2009–2013. Guptail also held previous leadership positions at Healthnexus and Novartis Medical Nutrition.

Guptail has a bachelor's in Human Resources Management and a music minor from Millikin University and a Master of Business Arts from St. Thomas University. His role in Payer Relations includes oversight of the company's navigation of the ever-changing landscape across Medicare, Medicaid and commercial health plans. He is based out of the company's Eagan, Minnesota office.

**Victor Breed, CPA · Chief Financial Officer**

Victor Breed joined Genoa in October 2006 as the company's chief financial officer. He is responsible for accounting functions, treasury management, billing, purchasing, insurance/risk management and banking relationships. He plays a significant role in raising equity financing and negotiating new bank financing.

Previously Breed was the EVP of Finance and Operations for a medical device company, ClearMedical, Inc. As the EVP, Breed developed and implemented a new business model and

managed all operational and administrative functions including production, engineering, regulatory, finance, accounting, human resources and IT.

Prior to ClearMedical, Inc., Breed served as senior vice president for Solucient, LLC. While with Solucient, he was the General Manager of the business unit providing performance management solutions for hospitals. In addition, he identified and evaluated potential business partners and M&A candidates and negotiated business relationships, joint ventures and marketing arrangements.

Before working for Solucient, LLC, Breed was the COO and CFO for HBS International. As COO/CFO Breed oversaw daily operations and developed strategies for accelerating growth by merger or acquisition. HBS International was one of the Deloitte & Touche Technology Fast 500; a list of the fastest growing technology companies in North America and on the 2000 Healthcare Informatics list of 10 Most Influential Healthcare IT Companies.

Breed is a graduate of Lake Superior State University with a bachelor of science in accounting. He is also a member of both the American Institute of Certified Public Accountants and the Washington Society of Public Accountants

#### **John McConnell · Chief Information Officer**

John McConnell joined Genoa in July 2012 as the Senior Information Systems Program Manager. In February 2013 John transitioned into the Chief Information Office (CIO) role overseeing the long term vision of the implementation of technology within Genoa. John's goal is to ensure the health, stability and operational efficiency of Genoa's systems and to help build processes that will allow Genoa to continue to grow.

Prior to joining Genoa, John was a senior Business Intelligence consultant and Product Manager at Extended Results, Inc. in Redmond, Washington. John was a Technology Group Manager for Washington Mutual Bank (WaMu) in Seattle, Washington where he oversaw a team of development staff that supported 12 enterprise back office systems ranging from a centralized procurement system, to the bank's technology ticketing system and change management systems, technology asset management system and corporate real estate systems. When WaMu was purchased by JPMorgan Chase in 2008, John led a team of developers through the handoff of systems to corresponding staff with Chase.

Before working at WaMu, Mr. McConnell was engaged as a consultant with Seattle City Light where he was the Technical Lead for the Customer and Management Systems team.

#### **Stephanie Kornechuk, BScPharm, PharmD ·Senior Vice President of Purchasing**

Stephanie Kornechuk, BScPharm, PharmD, joined Genoa in December 2003 as pharmacy manager of Genoa's fourth pharmacy located in Puyallup, Wash. She soon transitioned into an administrative role as project manager to aid Genoa in a string of notable tasks.

Not only did Kornechuk write many of Genoa's pharmacy operations policies, but she headlined many of Genoa's present departments. Kornechuk has lead roles in purchasing, auditing, compliance, quality assurance, pharmacy software administration and employee HIPAA procedures. She has also been a primary resource for employees during major company programs and industry changes such as Medicare Part D. In 2013, Kornechuk also began leading the implementation and contracts departments, overseeing the entire process of opening new pharmacies.

Prior to working at Genoa, Kornechuk worked as a hospital pharmacist for St. Joseph Medical The Department in Tacoma, WA and as a long term care pharmacist for Northwood Clinical Pharmacy and Shoppers Drug Mart in Halifax, Nova Scotia, Canada.

Kornechuk graduated from Dalhousie University in Halifax, Nova Scotia with a bachelor of science in pharmacy. She also received her pharmacy doctorate from the University of Washington.

**Dale Masten ·VP, Regulatory Affairs**

Dale Masten is the Vice President of Regulatory Affairs at Genoa Healthcare. Masten joined Genoa in March 2011 and leads the Regulatory Affairs initiatives for Genoa. His over 20 years of lobbying experience made him a good fit for the position. Genoa has become a major factor within the government affairs community advocating on behalf of both pharmacy and mental health issues.

For 10 years prior to joining Genoa, Masten served as a Regional Manager/Director, Government Affairs for the National Association of Chain Drug Stores (NACDS) where he represented chain pharmacy in 9 states within the Southeast/Midwest Region of the United States.

Before working at NACDS, Masten served as President of both the Virginia Retail Merchants Association and the Tennessee Council of Retail Merchants for three years respectively. During his capacity as President, Masten advocated for retail on a variety of issues spanning from taxes, pharmacy, and operational issues. Masten began his lobbying career in 1992 with the Ohio Council of Retail Merchants where he represented Ohio retailers before various legislative committees.

Masten has a Bachelor of Arts degree from Ohio State University.

**Larry Hart· Director of Implementation**

Larry Hart joined the company in April 2006 as Director of Implementation. He leads the team that helps get new pharmacies open which includes construction, pharmacy design, legal contracts, licensing, and third party contracting.

Mr. Hart has served in multiple roles in his time with the company, including operations, 340B assessments and compliance. Prior to joining the company, Mr. Hart was a Regional Director of Operations with McKesson Medication Management, which provided pharmacy management services to health systems. He attended Virginia Tech and graduated from the Medical University of South Carolina with a Bachelor of Science in Pharmacy.

**Natasha Hennessy· Regional Vice President of Operations – West Division**

Natasha Hennessy joined Genoa Healthcare in 2011 as a Site Manager for one of our St. Paul, MN locations. In 2012, she was promoted to Director of Operations, where she oversaw 20 pharmacy locations in three states. Hennessy held that role until 2017, when she was promoted to Regional Vice President, Western Division, overseeing seven regions and Directors of Operations, managing over 140 pharmacy locations. Prior to Genoa Healthcare, Hennessy worked as a Pharmacy manager for Walgreens for six years.

She graduated from North Dakota State University College of Pharmacy, with a PharmD, in 2006.

**Michael Walters · Executive Vice President, Human Resources**

Michael Walters joined Genoa Healthcare in 2015 as Senior Vice President, Human Resources. He previously led Human Resources for Verathon Medical, a medical device manufacturer located in Bothell, WA. In this capacity, he held responsibility for all HR functions for their global work force located in North America, Europe, Asia, Middle East, and Latin

America. Previously, Michael provided HR leadership in various capacities for Microsoft and the Nielsen Company.

In addition to his professional responsibilities, Michael is also currently an instructor with the University of Washington where he teaches “The HR Business Partner” through their school of business management. Michael holds a Bachelor in psychology from UCLA and a Master’s in Business Administration from Loyola Marymount University.

**Alexander Kayne · EVP, General Counsel and Secretary Chief Compliance Officer**

Alexander (Aly) Kayne joined Genoa Healthcare in 2015 as Executive Vice President, General Counsel and Secretary. Kayne was promoted to Chief Compliance Officer in 2018 in addition to his duties as General Counsel. Kayne comes to Genoa having most recently served as General Counsel for Omnicare, where he developed the company's legal department and played a key role in helping successfully resolve several complex legacy legal matters.

Kayne was a Partner with Dewey & LeBoeuf LLP in its New York Litigation Department prior to joining Omnicare. He has represented companies from a variety of industries, including healthcare, banking, insurance, and energy, and his practice focused on complex commercial and securities cases in federal and state courts including cases involving federal and governmental regulatory agencies.

In 2014, Kayne was recognized by Corporate Board Member as one of the elite “General Counsel to Watch,” which identifies the brightest and most respected chief legal counsel in the industry.

**Samir Malik ·Executive Vice President/General Manager, Genoa Telepsychiatry**

Samir Malik joined Genoa Healthcare in 2015 as Senior Vice President/General Manager of Genoa’s Telepsychiatry division. Samir is responsible for developing and executing the expansion of psychiatry services both within and outside of clinics that Genoa serves today.

Previously, Samir was Co-founder and CEO of 1DocWay, a New York City-based telepsychiatry company, which expanded access to mental healthcare in rural America. Samir and his team built the technology-enabled-services company from scratch, treating 25,000 consumers before being acquired by Genoa in November of 2015.

Prior to 1DocWay, Samir held the title of President of Signature Healthcare, and CEO of ZipCare Transportation, two healthcare service companies he started prior to founding 1DocWay. These two endeavors have grown in the past 3 years from two employees to over 100, while improving access to healthcare in markets and populations in need of mental health access.

From 2010 to 2012, Samir was the Director of Strategic Planning at CenterPointe Hospital, 150-bed health system in St Louis, Missouri, where he designed and built a new model for outpatient mental health programs across 3 states.

Prior to CenterPointe Hospital, Samir’s career began with McKinsey & Co as a Business Analyst, where he focused on a wide range of strategic and operational initiatives for large organizations both inside and outside healthcare. While there, Samir served as a McKinsey Hospital Institute Fellow.

Samir received a Bachelor of Science in Economics from the Wharton School at the University of Pennsylvania magna cum laude, a Bachelor of Arts in Neuroscience from Penn with distinction, and a Master’s of Business Administration at Wharton in Healthcare Management.

**Exhibit C**  
**Reference for Similar Work**

- Texoma Community Center (Sherman, TX)
  - Brent Phillips-Broadrick (COO)  
903-957-4700  
[Bphillips@texomacc.org](mailto:Bphillips@texomacc.org)

The Texoma Community Center has been a partner of Genoa since 2016. We currently operate an on-site pharmacy where we serve their consumers in outpatient behavioral health programs, IDD programs and facilities, Substance Use Disorder Treatment programs, and others.

- Human Service Agency (Watertown, SD)
  - Kari Johnston (COO)  
605-866-0123  
[Karij@humanserviceagency.org](mailto:Karij@humanserviceagency.org)

Human Service Agency in Watertown, SD has been a partner of Genoa since 2006. Similar to the Texoma Center pharmacy, we currently operate an on-site pharmacy where we serve their consumers in outpatient behavioral health programs, IDD programs and facilities, Substance Use Disorder Treatment programs, and others.