



Jan. 8, 2016

**Cynthia Coffman, Esq.
Attorney General of the State of Colorado
Ralph L. Carr Colorado Judicial Center
1300 Broadway, 10th Floor
Denver, CO 80203**

Attorney General Coffman:

The board of the Home Care Association of Colorado thanks you for allowing public comments on the proposed for-profit conversion of Total Community Options, Inc. d/b/a InnovAge. As you know, the transaction being contemplated would be potentially history making as the first U.S. conversion to for-profit status of a non-profit Program for All-inclusive Care for the Elderly ("PACE") program.

Our association -- which dates to 1970 and whose member provider agencies care for the frail and elderly, among others, in their homes -- today reiterates other commenter's concerns regarding the adequacy of the transaction price as well as whether the anticipated distribution of proceeds is independent of the organization, broad-based and representative of the affected community.

As noted by other commenters, Colorado is fortunate to be home to a number of existing, independent health-care-focused foundations, some of which have stated in their comments that they already have the infrastructure in place to consider grant-making bequests on behalf of the PACE population and other populations served by the applicant. In addition, concern-specific foundations already are in existence in Colorado today to further the development of technologies -- including telemedicine and telehealth -- with the goal of improving care to seniors.

These facts warrant your careful scrutiny to minimize, and one hopes eliminate, any potential for self-dealing inherent with a transaction of this size, complexity and precedence.

Sincerely,

DocuSigned by:

A handwritten signature in black ink that reads "Don Knox".

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Don Knox

Executive Director

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