

**Second Regular Session  
Seventy-fifth General Assembly  
STATE OF COLORADO**

**INTRODUCED**

LLS NO. 26-0015.01 Josh Schultz x5486

**SENATE BILL 26-041**

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**SENATE SPONSORSHIP**

**Kipp and Weissman,**

**HOUSE SPONSORSHIP**

**Brown and McCormick,**

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**Senate Committees**  
Health & Human Services

**House Committees**

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**A BILL FOR AN ACT**

101     **CONCERNING CONSUMER PROTECTIONS IN TRANSACTIONS INVOLVING**  
102     **MEDICAL CARE ENTITIES.**

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**Bill Summary**

*(Note: This summary applies to this bill as introduced and does not reflect any amendments that may be subsequently adopted. If this bill passes third reading in the house of introduction, a bill summary that applies to the reengrossed version of this bill will be available at <http://leg.colorado.gov>.)*

**Section 1** of the bill amends and relocates the current requirements for notification to the attorney general regarding certain mergers, acquisitions, or transfers of securities or assets. Current law prohibits the attorney general from charging a party to a merger a fee connected with filing of the merger or a fee for providing additional information regarding the merger. The bill allows the attorney general to charge each

Shading denotes HOUSE amendment. Double underlining denotes SENATE amendment.  
Capital letters or bold & italic numbers indicate new material to be added to existing law.  
Dashes through the words or numbers indicate deletions from existing law.

filing party a reasonable fee, not to exceed \$5,000.

**Section 1** also requires that the parties to a merger, acquisition, or contracting affiliation of one or more health-care entities (material change transaction) comply with specified notice requirements at least 60 days before the closing of the material change transaction. If the material change transaction requires the filing of a premerger notification with the federal trade commission or the United States department of justice pursuant to the federal "Hart-Scott-Rodino Antitrust Improvements Act of 1976", the parties shall also submit notice to the attorney general. If the terms of the material change transaction are altered following the submission of the written notice to the attorney general, the parties must provide notice to the attorney general of the alteration.

The attorney general may deem information and materials provided in compliance with the notice requirements as public records subject to disclosure under the "Colorado Open Records Act".

**Section 1** also prohibits a material change transaction if the material change transaction may substantially lessen competition or tend to create a monopoly or may harm consumer welfare. A party to a material change transaction shall not close the material change transaction until specified conditions are met.

**Sections 3 through 9** amend the current requirements for transactions that involve licensed hospitals and are subject to notice requirements to the attorney general (covered transactions) by:

- Including in the definition of a "covered transaction" a transaction that would result in the sale, transfer, lease, exchange, or other disposition of the management, control, or operations of a hospital;
- Requiring parties to a covered transaction to include, in the notice to the attorney general of the transaction, a statement describing the charitable missions of each nonprofit entity entering into the covered transaction and the services provided by each nonprofit entity in furtherance of the nonprofit entity's charitable purposes and charitable missions;
- Specifying that if a covered transaction will not result in a material change in the charitable purposes, charitable missions, or services provided in furtherance of the charitable purposes or missions of a nonprofit entity entering into the covered transaction, and will not result in a termination of the attorney general's jurisdiction over the charitable assets due to a transfer of a material amount of those assets outside of the state of Colorado, the parties may proceed with the covered transaction without additional review by the attorney general. The attorney general may perform specified actions to review, and use

specified criteria to determine, whether the covered transaction will result in a material change.

- Authorizing the attorney general to exercise their common law authority to assess and review or challenge a covered transaction that will result in a material change in the charitable purposes, charitable missions, or services provided in furtherance of the charitable purposes or missions of a nonprofit entity entering into the covered transaction or will result in a termination of the attorney general's jurisdiction over the charitable assets due to a transfer of a material amount of those assets outside of the state of Colorado;
- Adding specified information to the notice requirements for covered transactions in which the parties involved in the transaction are all for-profit entities; and
- Creating notice requirements for and attorney general review of covered transactions involving a for-profit hospital and a nonprofit entity.

**Section 10** requires that, if certain health-care providers refer a patient to an entity for health-care services and the provider, or an immediate family member of the provider, has a financial relationship with the entity, the provider shall disclose the nature of the financial relationship to the patient at the time of the referral. The attorney general is required to study the effect of these provisions and the impact the provisions have on consumer knowledge and costs and submit a report on the findings of the study.

**Sections 11 through 30** make conforming amendments.

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*Be it enacted by the General Assembly of the State of Colorado:*

**SECTION 1.** In Colorado Revised Statutes, **add** part 3 to article 4 of title 6; and **add with amended and relocated provisions** part 2 to article 4 of title 6 as follows:

PART 2

UNIFORM ANTITRUST PRE-MERGER

NOTIFICATION ACT

**6-4-201. [Formerly 6-4.5-101] Short title.**

This ~~article 4.5~~ PART 2 may be cited as the "Uniform Antitrust Pre-Merger Notification Act".

1                   **6-4-202. [Formerly 6-4.5-102] Definitions.**

2                   ~~In this article 4.5~~ AS USED IN THIS PART 2:

3                   (1) "Additional documentary material" means the additional  
4 documentary material filed with a Hart-Scott-Rodino form.

5                   (2) "Electronic" means relating to technology having electrical,  
6 digital, magnetic, wireless, optical, electromagnetic, or similar  
7 capabilities.

8                   (3) "Filing threshold" means the minimum size of a transaction  
9 that requires the transaction to be reported under the Hart-Scott-Rodino  
10 Act in effect when a person files a pre-merger notification.

11                   (4) "Hart-Scott-Rodino Act" means section 201 of the FEDERAL  
12 "Hart-Scott-Rodino Antitrust Improvements Act of 1976", 15 U.S.C. sec.  
13 ~~18 (a)~~ 18a.

14                   (5) "Hart-Scott-Rodino form" means the form filed with a  
15 pre-merger notification, excluding additional documentary material.

16                   (6) "Person" means an individual; estate; business or nonprofit  
17 entity; government or governmental subdivision, agency, or  
18 instrumentality; or other legal entity.

19                   (7) "Pre-merger notification" means a notification filed under the  
20 Hart-Scott-Rodino Act with the federal trade commission or the United  
21 States department of justice antitrust division, or a successor agency.

22                   (8) "State" means a state of the United States, the District of  
23 Columbia, Puerto Rico, the United States Virgin Islands, or any other  
24 territory or possession subject to the jurisdiction of the United States.

25                   **6-4-203. [Formerly 6-4.5-103] Filing requirement - rules.**

26                   (a) A person filing a pre-merger notification shall file  
27 contemporaneously a complete electronic copy of the Hart-Scott-Rodino

1 form with the attorney general if EITHER PARTY TO THE MERGER:

2 (1) ~~The person~~ Has its principal place of business in this state; or

3 (2) ~~The person or a person it controls~~ Directly or indirectly had  
4 annual net sales in this state of the goods or services involved in the  
5 transaction of at least twenty percent of the filing threshold.

6 (b) A person that files a form under subsection ~~(2)(a)~~ (a) of this  
7 section shall include with the filing a complete electronic copy of the  
8 additional documentary material.

9 (c) ~~On request of the attorney general, a person that filed a form~~  
10 ~~under subsection (2)(a) of this section shall provide a complete electronic~~  
11 ~~copy of the additional documentary material to the attorney general not~~  
12 ~~later than seven days after receipt of the request.~~

13 (d) (1) The attorney general may ~~not~~ charge a REASONABLE fee  
14 connected with filing or providing the form or additional documentary  
15 material under this section.

16 (2) THE ATTORNEY GENERAL SHALL ADOPT RULES GOVERNING THE  
17 FEE DESCRIBED IN SUBSECTION (d)(1) OF THIS SECTION. THE FEE MUST NOT  
18 EXCEED FIVE THOUSAND DOLLARS FOR EACH FILING PARTY.

19 **6-4-204. [Formerly 6-4.5-104] Confidentiality.**

20 (a) Except as provided in subsection (c) of this section or section  
21 ~~6-4.5-105~~ 6-4-205, the attorney general may not make public or disclose:

22 (1) A Hart-Scott-Rodino form filed under section ~~6-4.5-103~~  
23 6-4-203;

24 (2) The additional documentary material filed or provided under  
25 section ~~6-4.5-103~~ 6-4-203;

26 (3) A Hart-Scott-Rodino form or additional documentary material  
27 provided by the attorney general of another state;

1 (4) That the form or the additional documentary material ~~were~~  
2 WAS filed or provided under section ~~6-4.5-103~~ 6-4-203 or provided by the  
3 attorney general of another state; or

4 (5) The merger proposed in the form.

5 (b) A form, additional documentary material, and other  
6 information listed in subsection (a) of this section are exempt from  
7 disclosure under the "Colorado Open Records Act", part 2 of article 72  
8 of title 24.

9 (c) Subject to a protective order entered by an agency, court, or  
10 judicial officer, the attorney general may disclose a form, additional  
11 documentary material, or other information listed in subsection (a) of this  
12 section in an administrative proceeding or judicial action if the proposed  
13 merger is relevant to the proceeding or action.

14 (d) This ~~article 4.5~~ PART 2 does not:

15 (1) Limit any other confidentiality or information-security  
16 obligation of the attorney general;

17 (2) Preclude the attorney general from sharing information with  
18 the federal trade commission or the United States department of justice  
19 antitrust division, or a successor agency; or

20 (3) Preclude the attorney general from sharing information with  
21 the attorney general of another state that has enacted the "Uniform  
22 Antitrust Pre-Merger Notification Act" or a substantively equivalent act.  
23 The other state's act must include confidentiality provisions at least as  
24 protective as the confidentiality provisions of the "Uniform Antitrust  
25 Pre-Merger Notification Act".

26 **6-4-205. [Formerly 6-4.5-105] Reciprocity.**

27 (a) The attorney general may disclose a Hart-Scott-Rodino form

1 and additional documentary material filed or provided under section  
2 ~~6-4.5-103~~ 6-4-203 to the attorney general of another state that enacts the  
3 "Uniform Antitrust Pre-Merger Notification Act" or a substantively  
4 equivalent act. The other state's act must include confidentiality  
5 provisions at least as protective as the confidentiality provisions of the  
6 "Uniform Antitrust Pre-Merger Notification Act".

7 (b) At least two business days before making a disclosure under  
8 subsection (a) of this section, the attorney general shall give notice of the  
9 disclosure to the person filing or providing the form or additional  
10 documentary material under section ~~6-4.5-103~~ 6-4-203.

11 **6-4-206. [Formerly 6-4.5-106] Civil penalty.**

12 The attorney general may seek imposition of a civil penalty of not  
13 more than ten thousand dollars per day of noncompliance on a person that  
14 fails to comply with section ~~6-4.5-103~~ (a), (b), or (c) 6-4-203 (a) OR (b).  
15 A civil penalty imposed under this section is subject to procedural  
16 requirements applicable to the attorney general, including the  
17 requirements of due process.

18 **6-4-207. [Formerly 6-4.5-107] Uniformity of application and**  
19 **construction.**

20 In applying and construing this uniform act, a court shall consider  
21 the promotion of uniformity of the law among jurisdictions that enact it.

22 **6-4-208. [Formerly 6-4.5-108] Transitional provision.**

23 This ~~article 4.5~~ PART 2 applies only to a pre-merger notification  
24 filed on or after August 6, 2025.

25 **PART 3**

26 **TRANSACTIONS AFFECTING HEALTH-CARE ENTITIES**

27 **6-4-301. Definitions.**

1 AS USED IN THIS PART 3, UNLESS THE CONTEXT OTHERWISE  
2 REQUIRES:

3 (1) (a) "CLINICALLY INTEGRATED NETWORK" MEANS A NETWORK  
4 IMPLEMENTING AN ACTIVE, ONGOING, AND WRITTEN PROGRAM TO  
5 EVALUATE AND MODIFY PRACTICE PATTERNS OF THE NETWORK'S  
6 PHYSICIAN PARTICIPANTS AND TO CREATE A HIGH DEGREE OF  
7 INTERDEPENDENCE AND COOPERATION AMONG THE PHYSICIANS, WHICH  
8 NETWORK IS REASONABLY DESIGNED TO CONTROL COSTS AND IMPROVE  
9 PATIENT OUTCOMES.

10 (b) "CLINICALLY INTEGRATED NETWORK" INCLUDES AN  
11 ACCOUNTABLE CARE ORGANIZATION, AS DESCRIBED IN 42 U.S.C. SEC.  
12 1395jjj.

13 (2) (a) "HEALTH-CARE ENTITY" MEANS:

14 (I) ANY OF THE FOLLOWING FACILITIES REQUIRED TO BE  
15 CURRENTLY OR PREVIOUSLY LICENSED OR CERTIFIED IN THE STATE:

16 (A) A HEALTH FACILITY DESCRIBED IN SECTION 25-1.5-103 (1)(a);  
17 OR

18 (B) A HOSPITAL AUTHORITY ESTABLISHED PURSUANT TO PART 5 OF  
19 ARTICLE 21 OF TITLE 23 OR ARTICLE 29 OF TITLE 25;

20 (II) A FACILITY PROVIDING URGENT CARE;

21 (III) ANY OF THE FOLLOWING EMERGENCY MEDICAL AND TRAUMA  
22 SERVICES AND ENTITIES:

23 (A) AN AMBULANCE SERVICE LICENSED PURSUANT TO SECTION  
24 25-3.5-314, EXCEPT THOSE WHOLLY OWNED AND OPERATED BY A  
25 POLITICAL SUBDIVISION OR A GOVERNMENTAL UNIT OR AGENCY;

26 (B) A HEALTH FACILITY THAT EMPLOYS OR CONTRACTS FOR  
27 EMERGENCY MEDICAL SERVICE PROVIDERS PURSUANT TO ARTICLE 3.5 OF



1 TITLE 25 TO RENDER MEDICAL CARE TO PATIENTS, EXCEPT THOSE HEALTH  
2 FACILITIES WHOLLY OWNED AND OPERATED BY A POLITICAL SUBDIVISION  
3 OR A GOVERNMENTAL UNIT OR AGENCY;

4 (C) IMAGING, RADIOLOGY, AND DIAGNOSTIC SERVICES  
5 ESTABLISHED PURSUANT TO SECTION 25-1-108;

6 (D) A CLINICAL LABORATORY REQUIRED TO BE CERTIFIED  
7 PURSUANT TO 42 U.S.C. SEC. 263a;

8 (E) A MAMMOGRAPHY FACILITY REQUIRED TO BE CERTIFIED  
9 PURSUANT TO 42 U.S.C. SEC. 263b;

10 (F) A BEHAVIORAL HEALTH ENTITY, AS DEFINED IN SECTION  
11 27-50-101;

12 (G) A PHARMACY BENEFIT MANAGER PROVIDING SERVICES FOR  
13 HEALTH PLANS IN COLORADO; AND

14 (H) A CORPORATION, PROFESSIONAL SERVICE CORPORATION,  
15 PARTNERSHIP, GROUP PRACTICE, PROVIDER NETWORK, BUSINESS TRUST,  
16 ASSOCIATION, ORGANIZATION, FACILITY, OR OTHER ENTITY THAT  
17 PROVIDES PROFESSIONAL SERVICES REQUIRED TO BE LICENSED OR  
18 CERTIFIED PURSUANT TO ARTICLE 200, 210, 215, 220, 230, 240, 245, 255,  
19 270, 275, 280, 285, 290, 310, OR 315 OF TITLE 12; OR

20 (IV) AN ENTITY THAT MEETS THE DEFINITION OF A CARRIER, AS  
21 DEFINED IN SECTION 10-16-102 (8) OR 24-50-603 (2).

22 (b) "HEALTH-CARE ENTITY" DOES NOT INCLUDE:

23 (I) A HEALTH FACILITY REQUIRED TO BE LICENSED OR CERTIFIED  
24 PURSUANT TO ARTICLE 27 OR 27.5 OF TITLE 25, ARTICLE 6 OF TITLE 25.5,  
25 OR SECTION 25.5-10-214 OR OTHER NURSING, LONG-TERM, HOME, OR  
26 HOSPICE CARE FACILITIES DESCRIBED IN SECTION 25-1.5-103; OR

27 (II) A HEALTH-CARE ENTITY DESCRIBED IN SUBSECTION

1 (2)(a)(III)(H) OF THIS SECTION REPRESENTING FEWER THAN SEVEN  
2 HEALTH-CARE PROVIDERS LICENSED OR CERTIFIED IN COLORADO.

3 (3) "HEALTH-CARE PROVIDER" MEANS A PHYSICIAN OR PHYSICIAN  
4 ASSISTANT LICENSED UNDER ARTICLE 240 OF TITLE 12, OR AN ADVANCED  
5 PRACTICE REGISTERED NURSE LICENSED UNDER ARTICLE 255 OF TITLE 12,  
6 WHO PROVIDES HEALTH-CARE SERVICES, INCLUDING MEDICAL CARE,  
7 CONSULTATION, DIAGNOSIS, OR TREATMENT.

8 (4) (a) "MATERIAL CHANGE TRANSACTION" OR "TRANSACTION"  
9 MEANS AN AGREEMENT, ARRANGEMENT, OR ACTIVITY THAT RESULTS IN:

10 (I) A PERSON ACQUIRING, DIRECTLY OR INDIRECTLY, INCLUDING  
11 THROUGH THE ACQUISITION OF AN ULTIMATE PARENT COMPANY, THE  
12 OWNERSHIP, MANAGEMENT, OPERATIONS, OR CONTROL OF A HEALTH-CARE  
13 ENTITY;

14 (II) THE CONSOLIDATION OF TWO OR MORE ENTITIES, INCLUDING  
15 CONSOLIDATING THROUGH A COMMON PARENT ORGANIZATION OR  
16 FORMING A NEW ORGANIZATION, WHERE THE ACQUIRED ENTITY IS A  
17 HEALTH-CARE ENTITY OR WHERE TWO OR MORE HEALTH-CARE ENTITIES  
18 ARE UNDER COMMON OWNERSHIP, MANAGEMENT, OR CONTROL AS A  
19 RESULT OF THE CONSOLIDATION; OR

20 (III) ANY RELATIONSHIP BETWEEN TWO OR MORE ENTITIES THAT  
21 PERMITS THE ENTITIES TO NEGOTIATE JOINTLY WITH INSURERS OR  
22 THIRD-PARTY ADMINISTRATORS REGARDING RATES PROVIDED BY A  
23 HEALTH-CARE ENTITY OR THAT PERMITS ONE HEALTH-CARE ENTITY TO  
24 NEGOTIATE ON BEHALF OF THE OTHER HEALTH-CARE ENTITY WITH  
25 INSURERS OR THIRD-PARTY ADMINISTRATORS REGARDING RATES FOR  
26 SERVICES PROVIDED BY A HEALTH-CARE ENTITY.

27 (b) "MATERIAL CHANGE TRANSACTION" OR "TRANSACTION"

1 INCLUDES:

2 (I) A SERIES OF TRANSACTIONS TAKING PLACE IN ANY FIVE-YEAR  
3 PERIOD WHERE AN ENTITY THAT HAS PREVIOUSLY ENGAGED IN A  
4 MATERIAL CHANGE TRANSACTION ACQUIRES ONE OR MORE ADDITIONAL  
5 HEALTH-CARE ENTITIES ENGAGED IN THE SAME OR SUBSTANTIALLY  
6 SIMILAR PROFESSIONAL SERVICES AS THAT ENTITY'S PREVIOUS MATERIAL  
7 CHANGE TRANSACTION;

8 (II) AN ACQUISITION OF FORTY PERCENT OR MORE OF VOTING  
9 SECURITIES OR NONCORPORATE INTERESTS, INCLUDING ASSETS, CAPITAL,  
10 STOCK, MEMBERSHIP INTERESTS, OR EQUITY INTERESTS, OF A  
11 HEALTH-CARE ENTITY OR AN ULTIMATE PARENT COMPANY OF A  
12 HEALTH-CARE ENTITY;

13 (III) AN ARRANGEMENT THAT INCLUDES THE SALE OF VOTING  
14 SECURITIES OR NONCORPORATE INTERESTS IN ANY AMOUNT THAT ALTERS  
15 VOTING CONTROL OF, OR RESPONSIBILITY FOR, THE GOVERNING BODY OF  
16 A HEALTH-CARE ENTITY OR AN ULTIMATE PARENT COMPANY OF A  
17 HEALTH-CARE ENTITY;

18 (IV) AN ARRANGEMENT THAT ALLOWS AN ENTITY TO EXERCISE  
19 DECISION-MAKING AUTHORITY, DIRECTLY OR INDIRECTLY, OVER A  
20 HEALTH-CARE ENTITY'S ASSETS, LIABILITIES, CONTRACTS, OPERATIONS, OR  
21 ADMINISTRATION; AND

22 (V) AN EXCLUSIVE EMPLOYMENT CONTRACT INVOLVING THE  
23 ACQUISITION OF FIVE OR MORE HEALTH-CARE PROVIDERS THAT PRACTICE  
24 AS PART OF THE SAME HEALTH-CARE ENTITY.

25 (c) "MATERIAL CHANGE TRANSACTION" OR "TRANSACTION" DOES  
26 NOT INCLUDE:

27 (I) A CORPORATE REORGANIZATION;

1 (II) RELATIONSHIPS BETWEEN ENTITIES UNDER COMMON  
2 OWNERSHIP;

3 (III) A TRANSACTION IDENTIFIED IN SUBSECTION (4)(a) OR (4)(b)  
4 OF THIS SECTION:

5 (A) THAT HAS A PURCHASE PRICE, CAPITAL COMMITMENT, OR  
6 EQUIVALENT CONSIDERATION OF LESS THAN TEN MILLION DOLLARS; OR

7 (B) WHERE ANY HEALTH-CARE FACILITY THAT IS A PARTY TO THE  
8 TRANSACTION HAS AN ANNUAL NET PATIENT SERVICE REVENUE OF NO  
9 MORE THAN FIVE MILLION DOLLARS;

10 (IV) A SERVICE OR MANAGEMENT CONTRACT TO PROVIDE  
11 ADMINISTRATIVE SERVICES TO A HEALTH-CARE ENTITY IF THE CONTRACT  
12 DOES NOT ALLOW FOR THE SERVICE OR MANAGEMENT PROVIDER TO  
13 EXERCISE DIRECT OR INDIRECT OPERATIONAL CONTROL OF THE  
14 HEALTH-CARE ENTITY, INCLUDING DECISIONS RELATED TO SERVICES  
15 OFFERED AND PRICES;

16 (V) THE FORMATION OF CLINICALLY INTEGRATED NETWORKS;

17 (VI) CLINICAL AFFILIATIONS SOLELY FOR COLLABORATING ON  
18 CLINICAL TRIALS AND PROVIDING GRADUATE MEDICAL EDUCATION; OR

19 (VII) NONEXCLUSIVE CONTRACTS BETWEEN A HEALTH-CARE  
20 ENTITY AND A HEALTH-CARE PROVIDER PRIMARILY FOR CLINICAL  
21 SERVICES.

22 (5) "THIRD-PARTY ADMINISTRATOR" MEANS AN ENTITY THAT  
23 ADMINISTERS PAYMENTS FOR HEALTH-CARE SERVICES ON BEHALF OF A  
24 CLIENT IN EXCHANGE FOR AN ADMINISTRATIVE FEE.

25 (6) "ULTIMATE PARENT COMPANY" MEANS AN ENTITY THAT IS NOT  
26 CONTROLLED BY ANOTHER ENTITY.

27 **6-4-302. Notice of material change transaction - form of notice**

1     **- notice after modification of terms.**

2           (1) NO LATER THAN SIXTY DAYS BEFORE THE CLOSING OF A  
3 MATERIAL CHANGE TRANSACTION, THE PARTIES TO THE MATERIAL CHANGE  
4 TRANSACTION SHALL SUBMIT WRITTEN NOTICE TO THE ATTORNEY  
5 GENERAL OF THE MATERIAL CHANGE TRANSACTION IF:

6           (a) FOR MATERIAL CHANGE TRANSACTIONS INVOLVING PARTIES  
7 DESCRIBED IN SECTION 6-4-301 (3):

8           (I) ONE OR MORE PARTIES TO THE TRANSACTION, OR AN ULTIMATE  
9 PARENT COMPANY TO A PARTY TO THE TRANSACTION, HAVE AN AVERAGE  
10 ANNUAL GROSS REVENUE OF AT LEAST FIVE MILLION DOLLARS;

11          (II) THE TRANSACTION WILL RESULT IN AN ENTITY HAVING A  
12 PROJECTED AVERAGE ANNUAL GROSS REVENUE OF AT LEAST FIVE MILLION  
13 DOLLARS; OR

14          (III) THE TOTAL CONSIDERATION OFFERED IN THE TRANSACTION  
15 IS AT LEAST FIVE MILLION DOLLARS; OR

16          (b) FOR MATERIAL CHANGE TRANSACTIONS INVOLVING PARTIES  
17 DESCRIBED IN SECTION 6-4-301 (2):

18          (I) ONE OR MORE PARTIES TO THE TRANSACTION, OR AN ULTIMATE  
19 PARENT COMPANY TO A PARTY TO THE TRANSACTION, HAVE AN AVERAGE  
20 ANNUAL GROSS REVENUE OF AT LEAST FIFTEEN MILLION DOLLARS;

21          (II) THE TRANSACTION WILL RESULT IN AN ENTITY HAVING A  
22 PROJECTED AVERAGE ANNUAL GROSS REVENUE OF AT LEAST FIFTEEN  
23 MILLION DOLLARS; OR

24          (III) THE TOTAL CONSIDERATION OFFERED IN THE TRANSACTION  
25 IS AT LEAST FIFTEEN MILLION DOLLARS.

26          (2) FOR A MATERIAL CHANGE TRANSACTION THAT IS SUBJECT TO  
27 THE NOTICE REQUIREMENTS OF SUBSECTION (1) OF THIS SECTION, WRITTEN

1 NOTICE PROVIDED BY THE PARTIES MUST INCLUDE:

2 (a) THE NAMES AND HEADQUARTERS BUSINESS ADDRESSES OF ALL  
3 PARTIES TO THE MATERIAL CHANGE TRANSACTION;

4 (b) IDENTIFICATION OF EACH LOCATION WHERE HEALTH-CARE  
5 SERVICES ARE CURRENTLY PROVIDED BY EACH PARTY TO THE MATERIAL  
6 CHANGE TRANSACTION;

7 (c) THE ANTICIPATED EFFECTIVE DATE OF THE PROPOSED  
8 MATERIAL CHANGE TRANSACTION; AND

9 (d) A BRIEF DESCRIPTION OF THE NATURE AND PURPOSE OF THE  
10 PROPOSED MATERIAL CHANGE TRANSACTION AND ANY MATERIAL CHANGE  
11 TRANSACTIONS COMPLETED BY ONE OR MORE OF THE PARTIES IN THE FIVE  
12 FISCAL YEARS PRECEDING THE NOTICE. IN LIEU OF PROVIDING A  
13 DESCRIPTION OF A MATERIAL CHANGE TRANSACTION COMPLETED IN THE  
14 FIVE FISCAL YEARS PRECEDING THE NOTICE, A PARTY MAY PROVIDE A COPY  
15 OF THE NOTICE FILED WITH THE ATTORNEY GENERAL IN CONNECTION WITH  
16 THAT MATERIAL CHANGE TRANSACTION PURSUANT TO SUBSECTION (1) OF  
17 THIS SECTION.

18 (3) NO LATER THAN SIXTY DAYS BEFORE THE EFFECTIVE DATE OF  
19 A MATERIAL CHANGE TRANSACTION, THE PARTIES TO A MATERIAL CHANGE  
20 TRANSACTION THAT REQUIRES THE FILING OF A PREMERGER NOTIFICATION  
21 WITH THE FEDERAL TRADE COMMISSION OR THE UNITED STATES  
22 DEPARTMENT OF JUSTICE PURSUANT TO THE FEDERAL  
23 "HART-SCOTT-RODINO ANTITRUST IMPROVEMENTS ACT OF 1976", 15  
24 U.S.C. SEC. 18a ET SEQ., SHALL PROVIDE WRITTEN NOTICE TO THE  
25 ATTORNEY GENERAL, INCLUDING:

26 (a) INFORMATION SUFFICIENT TO COMPLY WITH THE PREMERGER  
27 NOTIFICATION REQUIREMENTS OF THE FEDERAL "HART-SCOTT-RODINO

1 ANTITRUST IMPROVEMENTS ACT OF 1976", 15 U.S.C. SEC. 18a ET SEQ.;

2 (b) ANY PREVIOUS NOTICES FILED PURSUANT TO SUBSECTION (3)(a)  
3 OF THIS SECTION OR A BRIEF DESCRIPTION OF THE NATURE AND PURPOSE  
4 OF EACH MATERIAL CHANGE TRANSACTION INVOLVING ONE OR MORE OF  
5 THE PARTIES THAT OCCURRED IN THE FIVE FISCAL YEARS PRECEDING THE  
6 NOTICE; AND

7 (c) A CERTIFICATION THAT THE PARTIES WILL MAKE A DESCRIPTION  
8 OF THE MATERIAL CHANGE TRANSACTION AVAILABLE ON A PUBLIC  
9 WEBSITE WITHIN SEVEN DAYS AFTER THE MATERIAL CHANGE  
10 TRANSACTION HAS BEEN CONSUMMATED, OR AS SOON THEREAFTER AS  
11 PERMITTED BY STATE AND FEDERAL LAW.

12 (4) FOR A MATERIAL CHANGE TRANSACTION THAT IS NOT COVERED  
13 BY SUBSECTION (1), (2), OR (3) OF THIS SECTION, IF ONE OR MORE PARTIES,  
14 OR AN ULTIMATE PARENT COMPANY TO A PARTY, HAVE AN AVERAGE  
15 ANNUAL GROSS REVENUE OF AT LEAST THIRTY MILLION DOLLARS; IF THE  
16 MATERIAL CHANGE TRANSACTION WILL RESULT IN AN ENTITY HAVING A  
17 PROJECTED AVERAGE ANNUAL GROSS REVENUE OF AT LEAST THIRTY  
18 MILLION DOLLARS; OR IF THE TOTAL CONSIDERATION OFFERED IN THE  
19 TRANSACTION IS AT LEAST THIRTY MILLION DOLLARS, THE PARTIES SHALL  
20 PROVIDE WRITTEN NOTICE TO THE ATTORNEY GENERAL NO LATER THAN  
21 SIXTY DAYS BEFORE THE EFFECTIVE DATE OF THE MATERIAL CHANGE  
22 TRANSACTION, INCLUDING:

23 (a) THE PARTIES INVOLVED IN THE MATERIAL CHANGE  
24 TRANSACTION, INCLUDING THE NAMES, HEADQUARTERS BUSINESS  
25 ADDRESSES, AND WEBSITES OF ALL PARTIES, AND THE NAMES, CURRENT  
26 HEADQUARTERS BUSINESS ADDRESSES, AND WEBSITES OF ANY ULTIMATE  
27 PARENT COMPANIES OF THE PARTIES, AS DESCRIBED IN 16 CFR 801.1;

- 1           (b) THE LEADERSHIP OF THE ENTITIES INVOLVED IN THE MATERIAL  
2 CHANGE TRANSACTION, INCLUDING ALL BOARD MEMBERS, MANAGING  
3 PARTNERS, MEMBER MANAGERS, AND OFFICERS;
- 4           (c) THE SERVICES IMPACTED BY THE MATERIAL CHANGE  
5 TRANSACTION;
- 6           (d) THE CURRENT CONTRACTUAL RELATIONSHIPS BETWEEN THE  
7 ENTITIES AND INSURERS OR THIRD-PARTY ADMINISTRATORS THAT PROVIDE  
8 FOR COVERAGE OF HEALTH-CARE SERVICES AND THE PROPOSED  
9 RELATIONSHIPS BETWEEN THE ENTITIES AND THE AFFECTED INSURERS OR  
10 THIRD-PARTY ADMINISTRATORS;
- 11          (e) THE AGREEMENT OR AGREEMENTS THAT GIVE RISE TO THE  
12 MATERIAL CHANGE TRANSACTION AND ANY RELATED MANAGEMENT OR  
13 SERVICES CONTRACTS;
- 14          (f) PLANNED AREAS OF EXPANSION, WHETHER IN EXISTING  
15 MARKETS OR NEW MARKETS;
- 16          (g) ANY PLANS TO CLOSE FACILITIES, REDUCE WORKFORCES, OR  
17 REDUCE OR ELIMINATE SERVICES;
- 18          (h) ANY PREVIOUS NOTICES FILED WITH THE ATTORNEY GENERAL  
19 PURSUANT TO THIS SECTION OR A BRIEF DESCRIPTION OF THE NATURE AND  
20 PURPOSE OF EACH MATERIAL CHANGE TRANSACTION COMPLETED BY ONE  
21 OR MORE OF THE PARTIES IN THE FIVE FISCAL YEARS PRECEDING THE  
22 NOTICE; AND
- 23          (i) A CERTIFICATION THAT THE PARTIES WILL MAKE A DESCRIPTION  
24 OF THE MATERIAL CHANGE TRANSACTION AVAILABLE ON A PUBLIC  
25 WEBSITE WITHIN SEVEN DAYS AFTER THE MATERIAL CHANGE  
26 TRANSACTION HAS BEEN CONSUMMATED, OR AS SOON THEREAFTER AS  
27 PERMITTED BY STATE AND FEDERAL LAW.



1           (5) A NOTICE SUBMITTED PURSUANT TO SUBSECTION (1) OR (2) OF  
2 THIS SECTION IS NOT SUBJECT TO A CHALLENGE BY THE ATTORNEY  
3 GENERAL.

4           (6) A PARTY TO A MATERIAL CHANGE TRANSACTION MAY SUBMIT  
5 INFORMATION PURSUANT TO THIS SECTION ON BEHALF OF ANOTHER PARTY  
6 TO THE SAME TRANSACTION.

7           (7) A TRANSACTION OR OTHER DEVICE ENTERED INTO OR  
8 EMPLOYED FOR THE PURPOSE OF AVOIDING THE OBLIGATION TO COMPLY  
9 WITH THIS SECTION IS VOID, AND WHETHER THE PARTIES MUST COMPLY  
10 WITH THE NOTICE REQUIREMENTS OF THIS SECTION IS DETERMINED BY  
11 APPLYING THIS PART 3 AND ANY ASSOCIATED RULES TO THE SUBSTANCE  
12 OF THE MATERIAL CHANGE TRANSACTION.

13           (8) A PARTY TO A MATERIAL CHANGE TRANSACTION MAY REQUEST  
14 THAT THE ATTORNEY GENERAL SUBJECT THE MATERIAL CHANGE  
15 TRANSACTION TO A DIFFERENT CATEGORY OF NOTICE REQUIREMENT, AS  
16 DESCRIBED IN SUBSECTIONS (1), (2), (3), AND (4) OF THIS SECTION, THAN  
17 THE NOTICE REQUIREMENT THAT APPLIES DUE TO THE AVERAGE ANNUAL  
18 GROSS REVENUE CLASSIFICATION OF THE MATERIAL CHANGE  
19 TRANSACTION. THE ATTORNEY GENERAL MAY GRANT THE PARTY'S  
20 REQUEST, CONSIDERING FACTORS INCLUDING WHETHER THE TRANSACTION  
21 WILL PREVENT THE CLOSURE OF A FACILITY OR PRACTICE IN A RURAL OR  
22 FRONTIER COMMUNITY.

23           (9) (a) A NOTICE PROVIDED PURSUANT TO THIS SECTION CEASES TO  
24 BE EFFECTIVE IF THE TERMS OF THE MATERIAL CHANGE TRANSACTION ARE  
25 MATERIALLY ALTERED FOLLOWING THE SUBMISSION OF A WRITTEN NOTICE  
26 PURSUANT TO THIS SECTION.

27           (b) IF THE TERMS OF A MATERIAL CHANGE TRANSACTION ARE

1 MATERIALLY ALTERED FOLLOWING THE SUBMISSION OF A WRITTEN NOTICE  
2 PURSUANT TO THIS SECTION, THE PARTIES SHALL PROVIDE NOTICE TO THE  
3 ATTORNEY GENERAL OF THE ALTERATION, INCLUDING NEW COPIES OF THE  
4 INFORMATION REQUIRED UNDER THIS SECTION THAT IS SUBJECT TO  
5 ALTERATION.

6 (10) NOTWITHSTANDING ANY PROVISION OF THIS SECTION TO THE  
7 CONTRARY, THE ATTORNEY GENERAL MAY WAIVE ALL OR PART OF THE  
8 DISCLOSURE REQUIREMENTS DESCRIBED IN THIS SECTION.

9 (11) NOTHING IN THIS PART 3 PROHIBITS THE PARTIES TO A  
10 MATERIAL CHANGE TRANSACTION FROM VOLUNTARILY PROVIDING  
11 INFORMATION TO THE ATTORNEY GENERAL.

12 (12) A FINAL ADVERSE ACTION BY A STATE REGULATOR AGAINST  
13 A PARTY INVOLVED IN A MATERIAL CHANGE TRANSACTION OR A CHANGE  
14 OF OWNERSHIP FORM REQUIRED BY THE COLORADO DEPARTMENT OF  
15 PUBLIC HEALTH AND ENVIRONMENT MAY BE SUBMITTED TO ASSIST IN  
16 SATISFYING THE NOTICE REQUIREMENTS OF THIS SECTION.

17 (13) A PARTY TO A MATERIAL CHANGE TRANSACTION SATISFIES  
18 THE NOTICE REQUIREMENTS DESCRIBED IN THIS SECTION, AS APPLICABLE,  
19 BY:

20 (a) SUBMITTING A PREACQUISITION NOTIFICATION FILED WITH THE  
21 COMMISSIONER OF INSURANCE PURSUANT TO SECTION 10-3-803.5 (3);

22 (b) SUBMITTING AN APPLICATION FOR A CHANGE OF OWNERSHIP  
23 REQUIRED BY THE COLORADO DEPARTMENT OF PUBLIC HEALTH AND  
24 ENVIRONMENT FOR THE MATERIAL CHANGE TRANSACTION TO THE  
25 ATTORNEY GENERAL; OR

26 (c) SUBMITTING NOTICE TO THE ATTORNEY GENERAL PURSUANT TO  
27 SECTION 6-19-202, 6-19-302, OR 6-19-402.

1                   **6-4-303. Public inspection of records.**

2                   (1) THE ATTORNEY GENERAL SHALL TREAT ALL INFORMATION AND  
3 MATERIALS PROVIDED TO THE ATTORNEY GENERAL UNDER THIS PART 3 AS  
4 INVESTIGATIVE RECORDS OR RECORDS REGARDING INTELLIGENCE  
5 INFORMATION PURSUANT TO SECTION 6-4-111 (6).

6                   (2) THIS SECTION DOES NOT PROHIBIT THE ATTORNEY GENERAL  
7 FROM DISCLOSING INFORMATION OBTAINED PURSUANT TO THIS SECTION TO  
8 ANOTHER LAW ENFORCEMENT AGENCY, ANOTHER DEPARTMENT OF ANY  
9 GOVERNMENTAL OR PUBLIC ENTITY OF THIS OR ANY OTHER STATE, OR THE  
10 FEDERAL GOVERNMENT IF THE OTHER LAW ENFORCEMENT AGENCY OR  
11 DEPARTMENT EXECUTES AN AGREEMENT THAT THE INFORMATION WILL  
12 REMAIN CONFIDENTIAL AND WILL NOT BE USED IN ANY CRIMINAL  
13 PROSECUTION AGAINST THE PERSON PROVIDING THE WRITTEN RESPONSE,  
14 TESTIMONY, OR DOCUMENTS.

15                   **6-4-304. Prohibition of proposed material change transactions**  
16 **that may have harmful effects - enforcement.**

17                   (1) A PERSON THAT CONSUMMATES A MATERIAL CHANGE  
18 TRANSACTION VIOLATES PART 1 OF THIS ARTICLE 4 IF THE MATERIAL  
19 CHANGE TRANSACTION MAY SUBSTANTIALLY LESSEN COMPETITION OR  
20 TEND TO CREATE A MONOPOLY OR MAY HARM CONSUMER WELFARE.

21                   (2)(a) A PARTY TO A MATERIAL CHANGE TRANSACTION SHALL NOT  
22 CLOSE THE MATERIAL CHANGE TRANSACTION UNTIL:

23                   (I) AT LEAST SIXTY DAYS HAVE ELAPSED SINCE THE PARTIES TO  
24 THE MATERIAL CHANGE TRANSACTION LAST SUBMITTED WRITTEN NOTICE  
25 TO THE ATTORNEY GENERAL OF THE TRANSACTION PURSUANT TO SECTION  
26 6-4-302 AND THE ATTORNEY GENERAL HAS NOT NOTIFIED THE PARTIES TO  
27 THE TRANSACTION THAT THE ATTORNEY GENERAL REQUIRES MORE TIME

1 TO REVIEW THE TRANSACTION OR THAT THE ATTORNEY GENERAL WILL  
2 CHALLENGE THE TRANSACTION PURSUANT TO PART 1 OF THIS ARTICLE 4;

3 (II) IF THE ATTORNEY GENERAL HAS NOTIFIED THE PARTIES AND  
4 PROVIDES A GOOD FAITH REASON THAT MORE TIME IS REQUIRED TO  
5 REVIEW THE TRANSACTION PURSUANT TO SUBSECTION (2)(a)(I) OF THIS  
6 SECTION, AND THE ATTORNEY GENERAL HAS NOT PROVIDED A SECOND  
7 NOTICE PURSUANT TO SUBSECTION (2)(a)(III) OF THIS SECTION, AT LEAST  
8 FORTY-FIVE DAYS HAVE ELAPSED SINCE THE ATTORNEY GENERAL  
9 PROVIDED THE NOTICE; OR

10 (III) IF, NO LATER THAN FORTY-FIVE DAYS AFTER THE FIRST NOTICE  
11 FOR ADDITIONAL TIME PROVIDED PURSUANT TO SUBSECTION (2)(a)(II) OF  
12 THIS SECTION, THE ATTORNEY GENERAL AGAIN NOTIFIES THE PARTIES  
13 THAT MORE TIME IS REQUIRED TO REVIEW THE TRANSACTION AND IS ABLE  
14 TO SHOW BAD FAITH BY ANY OF THE PARTIES INVOLVED, AT LEAST  
15 FORTY-FIVE DAYS HAVE ELAPSED SINCE THE ATTORNEY GENERAL  
16 PROVIDED THE SECOND NOTICE.

17 (b) (I) A PARTY TO A MATERIAL CHANGE TRANSACTION DOES NOT  
18 VIOLATE THIS SECTION BY INITIATING A PROCESS TO OBTAIN APPROVAL OF  
19 THE MATERIAL CHANGE TRANSACTION FROM ANOTHER STATE AGENCY AS  
20 REQUIRED BY LAW.

21 (II) A DECISION BY ANOTHER STATE AGENCY TO PERMIT OR  
22 AUTHORIZE A MATERIAL CHANGE TRANSACTION DOES NOT PREVENT THE  
23 ATTORNEY GENERAL FROM SEEKING RELIEF PURSUANT TO THIS SECTION OR  
24 PREVENT A COURT FROM FINDING THAT THE MATERIAL CHANGE  
25 TRANSACTION MAY SUBSTANTIALLY LESSEN COMPETITION OR TEND TO  
26 CREATE A MONOPOLY OR MAY HARM CONSUMER WELFARE.

27 **6-4-305. Penalties - remedy - injunction.**

1           (1) FAILURE OF A PARTY TO A MATERIAL CHANGE TRANSACTION TO  
2     PROVIDE NOTICE OF THE MATERIAL CHANGE TRANSACTION AS REQUIRED  
3     BY THIS PART 3 IS AN INDEPENDENT AND SUFFICIENT GROUND FOR A COURT  
4     TO ENJOIN OR UNWIND THE MATERIAL CHANGE TRANSACTION OR PROVIDE  
5     OTHER EQUITABLE RELIEF.

6           (2) A PERSON THAT FAILS TO PROVIDE TIMELY INFORMATION AS  
7     REQUIRED BY THE ATTORNEY GENERAL IS LIABLE TO THE STATE FOR A  
8     CIVIL PENALTY OF NOT MORE THAN TWO HUNDRED DOLLARS PER DAY FOR  
9     EACH DAY DURING WHICH THE PERSON IS IN VIOLATION OF THIS PART 3.  
10    BEFORE BRINGING SUCH AN ACTION OR SEEKING TO RECOVER A CIVIL  
11    PENALTY, THE ATTORNEY GENERAL SHALL PERMIT THE PERSON TO COME  
12    INTO COMPLIANCE WITH THIS PART 3 WITHIN TEN DAYS AFTER BEING  
13    NOTIFIED OF THE ALLEGED NONCOMPLIANCE. THE RIGHT TO CURE  
14    NONCOMPLIANCE DOES NOT EXIST ON OR AFTER THE CLOSING DATE OF THE  
15    MATERIAL CHANGE TRANSACTION.

16           **6-4-306. Effect on existing authorities - rules.**

17           (1) THE ATTORNEY GENERAL MAY ADOPT RULES TO CARRY OUT  
18    THE PURPOSES OF THIS PART 3, INCLUDING:

19           (a) RULES CLARIFYING THE TERMS USED IN THIS PART 3;

20           (b) RULES REQUIRING THAT PERSONS PROVIDE ADDITIONAL  
21    INFORMATION IN ORDER TO COMPLY WITH SECTION 6-4-302 OR  
22    PRESCRIBING THE FORM OF NOTICES SUBMITTED PURSUANT TO SECTION  
23    6-4-302; AND

24           (c) OTHER RULES AS MAY BE NECESSARY AND APPROPRIATE TO  
25    CARRY OUT THE PURPOSES OF THIS PART 3.

26           (2) (a) NOTHING IN THIS PART 3 LIMITS THE ATTORNEY GENERAL'S  
27    AUTHORITY UNDER THIS ARTICLE 4, EXCEPT AS EXPRESSLY PROVIDED IN

1 THIS PART 3.

2 (b) NOTHING IN THIS PART 3 LIMITS THE ATTORNEY GENERAL'S  
3 COMMON LAW POWERS.

4 (c) NOTHING IN THIS PART 3 AFFECTS THE REGULATORY  
5 AUTHORITY OF A GOVERNMENTAL AGENCY OTHER THAN THE DEPARTMENT  
6 OF LAW.

7 (d) THIS PART 3 PROVIDES THE EXCLUSIVE REMEDY FOR A  
8 VIOLATION OF THIS PART 3.

9 **SECTION 2. Repeal of relocated provisions in this act.** In  
10 Colorado Revised Statutes, **repeal** article 4.5 of title 6.

11 **SECTION 3.** In Colorado Revised Statutes, 6-19-101, **amend** (2)  
12 as follows:

13 **6-19-101. Legislative declaration.**

14 (2) Furthermore, for purposes of the attorney general's authority  
15 over the transfer of nonprofit hospital assets, all nonprofit hospitals shall  
16 be deemed to hold all of their assets in trust, and those assets shall be  
17 deemed to be dedicated to the specific charitable purposes set forth in the  
18 articles of incorporation or other organic documents of the nonprofit  
19 entities that hold them in trust. The public is the beneficiary of this trust.  
20 Nonprofit hospitals have a substantial and beneficial effect on the  
21 provision of health care to the people of Colorado, providing as part of  
22 their charitable purposes uncompensated care to the uninsured or  
23 underinsured and including, but not limited to, providing ~~moneys~~ MONEY  
24 and support for health-related research and education or other community  
25 benefits. The general assembly also finds that transfers of the assets of  
26 nonprofit hospitals to the for-profit sector may directly affect the  
27 character and extent of the charitable use of those assets or the proceeds

1 from the assets. The public also has an interest in knowing that the  
2 transfer of the assets of a nonprofit hospital, or the proceeds from the  
3 assets, preserves, to the extent practicable, their charitable purpose. The  
4 general assembly believes it is in the best interest of the public to ensure  
5 that the public interest is fully protected whenever the assets of a hospital  
6 are transferred, ~~to a for-profit entity~~ except in the ordinary course of  
7 business.

8 **SECTION 4.** In Colorado Revised Statutes, 6-19-102, **amend** the  
9 introductory portion, (1), and (3); and **add** (4) as follows:

10 **6-19-102. Definitions.**

11 As used in this ~~article~~ ARTICLE 19, unless the context otherwise  
12 requires:

13 (1) (a) (I) "Covered transaction" means any transaction that would  
14 result in the sale, transfer, lease, exchange, or other disposition of:

15 (A) Fifty percent or more of the assets of a hospital; OR

16 (B) THE MANAGEMENT, CONTROL, OR OPERATIONS OF A HOSPITAL.

17 (II) A series of transactions taking place in any five-year period  
18 ~~which~~ THAT would result in the aggregate of the transfer of fifty percent  
19 or more of a hospital's assets ~~shall in all circumstances be~~ OR THE  
20 TRANSFER OF THE MANAGEMENT, CONTROL, OR OPERATIONS OF A  
21 HOSPITAL IS deemed to be a covered transaction.

22 (b) "Covered transaction" ~~shall also include~~ INCLUDES the sale,  
23 transfer, or other disposition of the control of a parent company, holding  
24 company, or other entity controlling a hospital.

25 (c) ~~For the purposes of~~ AS USED IN this subsection (1), "fifty  
26 percent or more of the assets" shall be based on the fair market value of  
27 all of the assets of the hospital.

1           (3) "Hospital" means a FACILITY REQUIRED TO BE CURRENTLY OR  
2 PREVIOUSLY licensed or certified AS A hospital as described in section  
3 25-1.5-103 ~~(1)(a)(I) and (1)(a)(II), C.R.S.~~ (1)(a), INCLUDING GENERAL  
4 HOSPITALS, HOSPITAL UNITS, FREESTANDING EMERGENCY DEPARTMENTS,  
5 CRITICAL ACCESS HOSPITALS, PSYCHIATRIC HOSPITALS, COMMUNITY  
6 CLINICS, REHABILITATION HOSPITALS, AMBULATORY SURGICAL CENTERS,  
7 AND OTHER SIMILAR FACILITIES.

8           (4) "NONPROFIT ENTITY" MEANS AN ENTITY THAT IS NOT A  
9 FOR-PROFIT ENTITY, INCLUDING A NONPROFIT CORPORATION AND AN  
10 ENTITY OPERATED BY A SPECIAL DISTRICT.

11           **SECTION 5.** In Colorado Revised Statutes, 6-19-103, **amend** (1)  
12 as follows:

13           **6-19-103. Procedures for covered transactions - notice -**  
14 **attorney general powers.**

15           (1) The parties to a covered transaction shall provide notice of  
16 such transaction to the attorney general no later than ~~sixty~~ NINETY days  
17 prior to the transaction closing or THE effective date of the transaction.  
18 The notice to the attorney general shall be in writing; shall include the  
19 information required in section 6-19-202, 6-19-302, ~~or~~ 6-19-402, OR  
20 6-19-502, as applicable; and shall contain a certification that public notice  
21 of the transaction will be given within seven days after the notification to  
22 the attorney general.

23           **SECTION 6.** In Colorado Revised Statutes, **amend** 6-19-202 as  
24 follows:

25           **6-19-202. Notice.**

26           Notice shall be provided by the parties to a covered transaction  
27 according to section 6-19-103 and shall include a statement on the



1 charitable purposes AND CHARITABLE MISSIONS of each nonprofit entity  
2 entering into the covered transaction AND THE SERVICES PROVIDED BY  
3 EACH NONPROFIT ENTITY IN FURTHERANCE OF THE NONPROFIT ENTITY'S  
4 CHARITABLE PURPOSES AND CHARITABLE MISSIONS, as well as a statement  
5 concerning the relationship of these CHARITABLE purposes AND MISSIONS  
6 to ~~the~~ EACH hospital involved in the transaction. IF APPLICABLE, the  
7 statement ~~may~~ SHALL include a certification by the chief executive officer  
8 as approved by the board of directors or board of trustees of the nonprofit  
9 entity transferring its assets that there will be no material change in the  
10 charitable purposes, CHARITABLE MISSIONS, OR SERVICES PROVIDED IN  
11 FURTHERANCE OF THE CHARITABLE PURPOSES OR MISSIONS to which the  
12 transferred assets are dedicated as a result of the transaction.

13 **SECTION 7.** In Colorado Revised Statutes, **repeal and reenact,**  
14 **with amendments,** 6-19-203 as follows:

15 **6-19-203. Attorney general review and assessment.**

16 (1) A COVERED TRANSACTION THAT WILL NOT RESULT IN A  
17 MATERIAL CHANGE IN THE CHARITABLE PURPOSES, CHARITABLE MISSIONS,  
18 OR SERVICES PROVIDED IN FURTHERANCE OF THE CHARITABLE PURPOSES  
19 OR MISSIONS OF A NONPROFIT ENTITY ENTERING INTO THE COVERED  
20 TRANSACTION, AND WILL NOT RESULT IN A TERMINATION OF THE  
21 ATTORNEY GENERAL'S JURISDICTION OVER THE CHARITABLE ASSETS DUE  
22 TO A TRANSFER OF A MATERIAL AMOUNT OF THOSE ASSETS OUTSIDE OF  
23 THE STATE OF COLORADO, MAY PROCEED WITHOUT FURTHER REVIEW  
24 UNDER THIS ARTICLE 19. WHEN REVIEWING WHETHER A MATERIAL  
25 CHANGE WILL RESULT FROM A TRANSACTION, THE ATTORNEY GENERAL'S  
26 AUTHORITY INCLUDES:

27 (a) CONTRACTING WITH, CONSULTING WITH, AND RECEIVING

1     ADVICE FROM A STATE AGENCY ON TERMS AND CONDITIONS THAT THE  
2     ATTORNEY GENERAL AND THE DIRECTOR OF THE AGENCY DEEM  
3     APPROPRIATE;

4             (b)   REQUIRING PRODUCTION OF MATERIAL DOCUMENTATION,  
5     INCLUDING THE PROPOSED AGREEMENTS RELATING TO THE PROPOSED  
6     TRANSACTION, AGREEMENTS REGARDING COLLATERAL TRANSACTIONS  
7     RELATING TO THE PROPOSED TRANSACTION, AND ANY REPORTS OF  
8     FINANCIAL AND ECONOMIC ANALYSIS THAT THE PARTIES REVIEWED OR  
9     RELIED ON IN NEGOTIATING THE PROPOSED TRANSACTION. EXCEPT FOR  
10    DOCUMENTS THE ATTORNEY GENERAL DETERMINES TO BE CONFIDENTIAL  
11    AS A MATTER OF LAW, THE DOCUMENTS FILED PURSUANT TO THIS  
12    SUBSECTION (1)(b) MUST BE MADE AVAILABLE TO THE PUBLIC FOR REVIEW  
13    AND COPYING DURING NORMAL BUSINESS HOURS AT BOTH THE ATTORNEY  
14    GENERAL'S OFFICE AND THE OFFICES OF THE PARTIES TO THE  
15    TRANSACTION. REASONABLE COSTS OF COPYING SHALL BE BORNE BY THE  
16    PARTIES IF COPIES ARE REQUESTED AT THEIR OFFICES.

17            (c)   PUBLISHING PUBLIC NOTICE OF THE COVERED TRANSACTION.  
18    THE PUBLIC NOTICE MAY INCLUDE THE FOLLOWING INFORMATION:

19            (I)   A GENERAL STATEMENT DESCRIBING THE TERMS OF THE  
20    TRANSACTION;

21            (II)  THE PROPOSED DATE FOR THE CLOSING OR THE EFFECTIVE  
22    DATE OF THE TRANSACTION;

23            (III) IF APPLICABLE, THE CHIEF EXECUTIVE OFFICER'S  
24    CERTIFICATION, AS REQUIRED BY SECTION 6-19-202;

25            (IV)  THE MEANS BY WHICH PUBLIC COMMENT CAN BE RECEIVED;  
26    AND

27            (V)  INFORMATION RELATED TO A PUBLIC HEARING HELD PURSUANT

1 TO SUBSECTION (1)(e) OF THIS SECTION;

2 (d) PROVIDING AN OPPORTUNITY FOR PUBLIC COMMENT; AND

3 (e) HOLDING A PUBLIC HEARING IN THE SAME MANNER AS

4 REQUIRED BY SECTION 6-19-404 (1).

5 (2) IN CONDUCTING A REVIEW TO DETERMINE WHETHER A

6 MATERIAL CHANGE WILL RESULT FROM A TRANSACTION, THE ATTORNEY

7 GENERAL MAY CONSIDER THE FOLLOWING FACTORS:

8 (a) WHETHER THE TRANSACTION WILL RESULT IN ANY REDUCTIONS

9 IN THE AVAILABILITY AND ACCESSIBILITY OF HEALTH-CARE SERVICES IN

10 THE COMMUNITIES SERVED BY THE HOSPITAL;

11 (b) WHETHER THE TRANSACTION WILL RESULT IN ANY REDUCTION

12 IN THE PROVISION OF COMMUNITY BENEFIT SPENDING OR ACTIVITIES AS

13 SET FORTH IN PART 7 OF ARTICLE 1 OF TITLE 25.5; OR

14 (c) WHETHER THE TRANSACTION WILL RESULT IN ANY REDUCTIONS

15 IN HEALTH-CARE SERVICES PROVIDED TO PUBLIC BENEFITS RECIPIENTS,

16 THE UNDERINSURED, OR THE UNINSURED.

17 (3) IF A TRANSACTION COVERED BY THIS PART 2 WILL RESULT IN A

18 MATERIAL CHANGE IN THE CHARITABLE PURPOSES, CHARITABLE MISSIONS,

19 OR SERVICES PROVIDED IN FURTHERANCE OF THE CHARITABLE PURPOSES

20 OR MISSIONS OF A NONPROFIT ENTITY ENTERING INTO THE COVERED

21 TRANSACTION, OR IF A TRANSACTION WILL RESULT IN A TERMINATION OF

22 THE ATTORNEY GENERAL'S JURISDICTION OVER A HOSPITAL'S ASSETS DUE

23 TO A TRANSFER OF A MATERIAL AMOUNT OF THOSE ASSETS OUTSIDE THE

24 STATE OF COLORADO, THE ATTORNEY GENERAL MAY EXERCISE THEIR

25 COMMON LAW AUTHORITY TO ASSESS AND REVIEW OR CHALLENGE THE

26 TRANSACTION AS DEEMED APPROPRIATE BY THE ATTORNEY GENERAL. IF

27 THE ATTORNEY GENERAL CONDUCTS AN ASSESSMENT OR REVIEW, THE

1 FOLLOWING PROVISIONS APPLY TO THE ACTIONS OF THE ATTORNEY  
2 GENERAL:

3 (a) THE ATTORNEY GENERAL SHALL PERFORM A REVIEW AND  
4 ASSESSMENT TO THE EXTENT PRACTICABLE AND WITH DUE  
5 CONSIDERATION TO THE FINANCIAL CIRCUMSTANCES OF THE PARTIES TO  
6 THE TRANSACTION;

7 (b) IN ADDITION TO THE AUTHORITY GRANTED TO THE ATTORNEY  
8 GENERAL UNDER SUBSECTION (1) OF THIS SECTION, THE ATTORNEY  
9 GENERAL MAY:

10 (I) CONTRACT WITH PERSONS, INCLUDING ATTORNEYS,  
11 ACCOUNTANTS, ACTUARIES, FINANCIAL ANALYSTS, AND HEALTH-CARE  
12 ANALYSTS, AS IS REASONABLE AND NECESSARY TO ASSIST IN REVIEWING  
13 A PROPOSED TRANSACTION. CONTRACT COSTS SHALL BE BORNE BY THE  
14 PARTIES TO THE TRANSACTION AND MUST NOT EXCEED AN AMOUNT THAT  
15 IS REASONABLY NECESSARY TO CONDUCT THE REVIEW AND ASSESSMENT.

16 (II) ACCEPT AND EXPEND GRANTS, DONATIONS, OR BOTH, NOT TO  
17 EXCEED FIFTY THOUSAND DOLLARS FOR THE PURPOSE OF THE  
18 IMPLEMENTATION OF THIS ARTICLE 19. THE STATE TREASURER SHALL  
19 CREDIT THE GRANT OR DONATION TO THE NONPROFIT HEALTH CARE  
20 ENTITY REVIEW CASH FUND CREATED IN SECTION 6-19-406 (1)(f). THE  
21 ATTORNEY GENERAL MAY EXPEND MONEY FROM THE NONPROFIT HEALTH  
22 CARE ENTITY REVIEW CASH FUND CREATED IN SECTION 6-19-406 (1)(f)  
23 FOR THE PURPOSES OF THIS ARTICLE 19.

24 (c) THE ATTORNEY GENERAL MAY ALLOW A TRANSACTION THAT  
25 SATISFIES THE FOLLOWING CRITERIA:

26 (I) THE ASSETS CONTINUE TO BE DEDICATED TO THE SAME  
27 CHARITABLE PURPOSE AND MISSION RELATED TO THE PROVISION OF

1 HEALTH-CARE SERVICES IN THE COMMUNITY SERVED BY THE HOSPITAL,  
2 UNLESS DOING SO IS UNLAWFUL, IMPRACTICABLE, IMPOSSIBLE TO ACHIEVE,  
3 OR WASTEFUL, IN WHICH CASE THE ASSETS CONTINUE TO BE DEDICATED TO  
4 A SIMILAR CHARITABLE PURPOSE AND MISSION;

5 (II) THE DIRECTORS OR TRUSTEES OF THE PARTIES TO THE  
6 TRANSACTION HAVE NOT ACTED UNREASONABLY IN LIGHT OF THE  
7 FINANCIAL CIRCUMSTANCES OF THE PARTIES;

8 (III) THE DIRECTORS OR TRUSTEES OF THE PARTIES TO THE  
9 TRANSACTION HAVE NOT ACTED UNREASONABLY IN ACCOMMODATING THE  
10 AFFECTED COMMUNITY OR COMMUNITIES; AND

11 (IV) THE DIRECTORS OR TRUSTEES OF THE PARTIES TO THE  
12 TRANSACTION HAVE NOT BREACHED THEIR FIDUCIARY DUTIES OR  
13 OTHERWISE ENGAGED IN MISCONDUCT IN NEGOTIATING OR ENGAGING IN  
14 THE TRANSACTION; AND

15 (d) THE ATTORNEY GENERAL MAY LIBERALLY CONSTRUE THE  
16 CRITERIA SET FORTH IN SUBSECTION (3)(c) OF THIS SECTION IN FAVOR OF  
17 ALLOWING A TRANSACTION TO PROCEED.

18 **SECTION 8.** In Colorado Revised Statutes, **amend** 6-19-302 as  
19 follows:

20 **6-19-302. Notice.**

21 (1) The parties to a covered transaction governed by this part 3  
22 shall provide the notice required by section 6-19-103.

23 (2) THE NOTICE REQUIRED BY THIS SECTION MUST:

24 (a) IDENTIFY THE ENTITIES INVOLVED IN THE TRANSACTION; AND

25 (b) INCLUDE A SUMMARY OF THE MAIN TERMS OF THE  
26 TRANSACTION, INCLUDING HOW HOSPITAL ASSETS AND HEALTH-CARE  
27 SERVICES WILL BE AFFECTED BY THE TRANSACTION AND WHETHER A



1           **SECTION 10.** In Colorado Revised Statutes, **add** 25-49-107 as  
2 follows:

3           **25-49-107. Providers - physicians - disclosure of certain**  
4 **referrals - study and report - definitions - repeal.**

5           (1) AS USED IN THIS SECTION, UNLESS THE CONTEXT OTHERWISE  
6 REQUIRES:

7           (a) "DESIGNATED HEALTH SERVICES" HAS THE MEANING SET FORTH  
8 IN SECTION 25.5-4-414 (1)(a).

9           (b) "FINANCIAL RELATIONSHIP" MEANS AN OWNERSHIP OR  
10 INVESTMENT INTEREST IN AN ENTITY FURNISHING DESIGNATED HEALTH  
11 SERVICES. AN OWNERSHIP OR INVESTMENT INTEREST MAY BE REFLECTED  
12 IN EQUITY, DEBT, OR OTHER INSTRUMENTS.

13           (c) "IMMEDIATE FAMILY MEMBER OF THE PROVIDER" MEANS A  
14 SPOUSE, NATURAL OR ADOPTIVE PARENT, SIBLING, NATURAL OR ADOPTIVE  
15 CHILD, STEPPARENT, STEPCHILD, STEPSIBLING, IN-LAW, GRANDPARENT,  
16 GRANDCHILD, OR SPOUSE OF A GRANDPARENT OR GRANDCHILD OF A  
17 PROVIDER.

18           (d) "PROVIDER" MEANS:

19           (I) A DOCTOR OF MEDICINE OR OSTEOPATHY WHO IS LICENSED TO  
20 PRACTICE MEDICINE PURSUANT TO ARTICLE 240 OF TITLE 12;

21           (II) A DOCTOR OF DENTAL SURGERY OR DENTAL MEDICINE WHO IS  
22 LICENSED TO PRACTICE DENTISTRY PURSUANT TO ARTICLE 220 OF TITLE  
23 12;

24           (III) A DOCTOR OF PODIATRIC MEDICINE WHO IS LICENSED TO  
25 PRACTICE PODIATRY PURSUANT TO ARTICLE 290 OF TITLE 12;

26           (IV) A DOCTOR OF OPTOMETRY WHO IS LICENSED TO PRACTICE  
27 OPTOMETRY PURSUANT TO ARTICLE 275 OF TITLE 12; OR

1           (V) A CHIROPRACTOR WHO IS LICENSED TO PRACTICE  
2 CHIROPRACTIC PURSUANT TO ARTICLE 215 OF TITLE 12.

3           (2) (a) IF A PROVIDER REFERS A PATIENT TO AN ENTITY FOR  
4 DESIGNATED HEALTH SERVICES AND THE PROVIDER, OR AN IMMEDIATE  
5 FAMILY MEMBER OF THE PROVIDER, HAS A FINANCIAL RELATIONSHIP WITH  
6 THE ENTITY, THE PROVIDER SHALL DISCLOSE, OR PROVIDE CONSPICUOUS  
7 NOTICE IN A COMMON AREA THAT IS ACCESSIBLE TO ANYONE, THE NATURE  
8 OF THE FINANCIAL RELATIONSHIP TO THE PATIENT AT THE TIME OF THE  
9 REFERRAL. AT THE PATIENT'S REQUEST, THE PROVIDER MAY PROVIDE THE  
10 PATIENT WITH REASONABLE ALTERNATIVE REFERRAL OPTIONS FOR  
11 ENTITIES WITH WHICH THE PROVIDER, OR AN IMMEDIATE FAMILY MEMBER  
12 OF THE PROVIDER, DOES NOT HAVE A FINANCIAL RELATIONSHIP.

13           (b) SUBSECTION (2)(a) OF THIS SECTION DOES NOT APPLY TO A  
14 FINANCIAL RELATIONSHIP THAT MEETS THE REQUIREMENTS OF AN  
15 EXCEPTION TO THE PROHIBITIONS ESTABLISHED IN 42 U.S.C. SEC. 1395nn  
16 OR REGULATIONS ADOPTED PURSUANT TO 42 U.S.C. SEC. 1395nn.

17           (c) SUBSECTION (2)(a) OF THIS SECTION DOES NOT APPLY TO A  
18 FINANCIAL RELATIONSHIP OR A REFERRAL FOR DESIGNATED HEALTH  
19 SERVICES IF THE FINANCIAL RELATIONSHIP OR REFERRAL FOR DESIGNATED  
20 HEALTH SERVICES WOULD NOT VIOLATE 42 U.S.C. SEC. 1395nn OR  
21 REGULATIONS ADOPTED PURSUANT TO 42 U.S.C. SEC. 1395nn.

22           (3) AN ENTITY THAT PROVIDES DESIGNATED HEALTH SERVICES AS  
23 A RESULT OF A REFERRAL WITHOUT INFORMING THE PATIENT OF THE  
24 REFERRING PROVIDER'S FINANCIAL INTEREST, OR THE FINANCIAL INTEREST  
25 OF AN IMMEDIATE FAMILY MEMBER OF THE REFERRING PROVIDER, IN THE  
26 ENTITY PURSUANT TO SUBSECTION (2)(a) OF THIS SECTION SHALL NOT  
27 PRESENT A CLAIM OR BILL TO AN INDIVIDUAL, A THIRD-PARTY PAYER, THE



1 DEPARTMENT OF HEALTH CARE POLICY AND FINANCING, OR ANY OTHER  
2 ENTITY FOR THE DESIGNATED HEALTH SERVICES.

3 (4) A PROVIDER THAT FAILS TO PROVIDE THE FINANCIAL  
4 RELATIONSHIP DISCLOSURE REQUIRED UNDER THIS SECTION THREE OR  
5 MORE TIMES IS SUBJECT TO A FIVE-HUNDRED-DOLLAR FINE.

6 (5)(a) THE ATTORNEY GENERAL SHALL STUDY THE EFFECT OF THIS  
7 SECTION AND THE IMPACT ON CONSUMER KNOWLEDGE AND COSTS.

8 (b) ON OR BEFORE NOVEMBER 15, 2029, THE ATTORNEY GENERAL  
9 SHALL INCLUDE, AS PART OF THE DEPARTMENT OF LAW'S PRESENTATION  
10 DURING ITS "SMART ACT" HEARING REQUIRED BY SECTION 2-7-203, THE  
11 FINDINGS OF THE STUDY CONDUCTED PURSUANT TO SUBSECTION (5)(a) OF  
12 THIS SECTION.

13 (c) THIS SUBSECTION (5) IS REPEALED, EFFECTIVE JANUARY 1,  
14 2030.

15 **SECTION 11.** In Colorado Revised Statutes, **amend** 6-4-101 as  
16 follows:

17 **6-4-101. Short title.**

18 The short title of this ~~article 4~~ PART 1 is the "Colorado State  
19 Antitrust Act of 2023".

20 **SECTION 12.** In Colorado Revised Statutes, **amend** 6-4-108 as  
21 follows:

22 **6-4-108. Facilitating or aiding and abetting.**

23 (1) It is unlawful to facilitate or aid and abet another person in  
24 violating this ~~article 4~~ PART 1.

25 (2) Each separate instance of facilitating or aiding and abetting  
26 another person in violating this ~~article 4~~ PART 1 is a separate violation of  
27 this ~~article 4~~ PART 1.

1           **SECTION 13.** In Colorado Revised Statutes, 6-4-109, **amend** (2)  
2 introductory portion, (3), (4), and (5) introductory portion as follows:

3           **6-4-109. Exemptions.**

4           (2) Nothing in this ~~article 4~~ PART 1 shall be construed to:

5           (3) A professional review committee constituted and conducting  
6 its reviews and activities in accordance with ~~the provisions of~~ part 2 of  
7 article 30 of title 12, or the members of the professional review  
8 committee, shall not be held or construed to be an illegal combination or  
9 conspiracy in restraint of trade under this ~~article 4~~ PART 1.

10          (4) Any person, activity, or conduct exempt or immune under the  
11 laws of this state or exempt or immune from the federal antitrust laws is  
12 exempt or immune from this ~~article 4~~ PART 1 without regard to any  
13 monetary threshold imposed by federal law; except that nothing in this  
14 ~~article 4~~ PART 1 shall be deemed to modify the specific provisions of part  
15 4 of article 4 of title 10.

16          (5) Nothing in this ~~article 4~~ PART 1 prohibits or shall be construed  
17 to prohibit the formation and operation of:

18           **SECTION 14.** In Colorado Revised Statutes, **amend** 6-4-110 as  
19 follows:

20           **6-4-110. Jurisdiction - venue.**

21          (1) Primary jurisdiction of any cause of action brought pursuant  
22 to this ~~article 4~~ PART 1 is vested in the district courts of this state.

23          (2) Any cause of action brought pursuant to this ~~article 4~~ PART 1  
24 may be brought in any judicial district in which the alleged violation  
25 occurred, any injury was allegedly suffered, or any defendant resides.

26           **SECTION 15.** In Colorado Revised Statutes, 6-4-111, **amend** (1)  
27 introductory portion, (1)(c), (5) introductory portion, and (6) as follows:

1                   **6-4-111. Civil discovery request - rules.**

2                   (1) When the attorney general has reasonable cause to believe that  
3                   any person has engaged in, is engaging in, or may have information  
4                   related to a violation of this ~~article 4~~ PART 1 or of any provision of the  
5                   federal antitrust statutes that may be enforced by the attorney general, the  
6                   attorney general may:

7                   (c) Make true copies, at the expense of the attorney general, of any  
8                   documents examined pursuant to subsection (1)(b) of this section, which  
9                   copies may be offered into evidence in lieu of the originals in any civil  
10                  action brought pursuant to this ~~article 4~~ PART 1. The person producing the  
11                  documents may require that the attorney general make copies of the  
12                  documents. If the attorney general determines the use of originals is  
13                  necessary, the attorney general shall pay to have copies of those  
14                  documents made for use by the person producing the documents.

15                  (5) If any person fails to appear or fails to cooperate with any  
16                  investigation or inquiry pursuant to a request or subpoena issued pursuant  
17                  to this section, the attorney general may apply to any district court for an  
18                  appropriate order to effect the purposes of this section. The application  
19                  must state that there is reasonable cause to believe that the order applied  
20                  for is necessary to investigate, prosecute, or terminate a violation of this  
21                  ~~article 4~~ PART 1. If the court is satisfied that reasonable cause exists, the  
22                  court may:

23                  (6) (a) The attorney general may deem any investigative records  
24                  or records regarding intelligence information obtained under this ~~article~~  
25                  ~~4~~ PART 1 public records subject to public inspection pursuant to part 2 of  
26                  article 72 of title 24.

27                  (b) Nothing in this subsection (6) shall be construed to prevent or

1 limit the attorney general's authority to issue public statements describing  
2 or warning of any course of conduct or conspiracy that violates this ~~article~~  
3 ~~4~~ PART 1, whether the public statements are made on a local, statewide,  
4 regional, or nationwide basis.

5 **SECTION 16.** In Colorado Revised Statutes, **amend** 6-4-112 as  
6 follows:

7 **6-4-112. Enforcement by the attorney general.**

8 (1) The attorney general may institute actions or proceedings to  
9 prevent or restrain violations of this ~~article 4~~ PART 1, including actions to  
10 prevent or restrain unfair methods of competition in or affecting  
11 commerce.

12 (2) The attorney general may bring a civil action on behalf of the  
13 state or any governmental or public entity injured, either directly or  
14 indirectly, in its business or property by reason of any violation of this  
15 ~~article 4~~ PART 1 and, if successful, shall recover any actual damages  
16 sustained by the entity. If the violation alleged and proved is determined  
17 by the court to be a per se violation of this ~~article 4~~ PART 1, the attorney  
18 general, on behalf of the entity, may recover three times the actual  
19 damages that the entity sustains.

20 (3) (a) The attorney general may bring a civil action as parens  
21 patriae on behalf of any individual residing within the state who is  
22 injured, either directly or indirectly, in the individual's business or  
23 property by reason of any violation of this ~~article 4~~ PART 1 and, if  
24 successful, shall recover any actual damages sustained by the individual.  
25 If the violation alleged and proved is determined by the court to be a per  
26 se violation of this ~~article 4~~ PART 1, the attorney general, on behalf of the  
27 individual, may recover three times the actual damages that the individual

1 sustains.

2 (b) In any parens patriae action in which actual or treble damages  
3 are recovered, the court, in its discretion, may determine that the amount  
4 of damages recovered is too small to make any refund to parens group  
5 members practicable. In that event, the court may direct the damages to  
6 be paid to the general fund of the state or to some other governmental or  
7 public entity as the court deems appropriate or may require that damages  
8 be paid as rebates or price reductions to future consumers.

9 (4) In addition to any other remedies provided in this ~~article 4~~  
10 PART 1, the attorney general may request, and a court may make, orders  
11 or judgments as may be necessary to:

12 (a) Fully compensate or make whole any person injured, either  
13 directly or indirectly, by means of any restraint of trade in violation of this  
14 ~~article 4~~ PART 1; or

15 (b) Prevent any unjust enrichment by any person through any  
16 restraint of trade in violation of this ~~article 4~~ PART 1.

17 (5) In any action brought pursuant to this ~~article 4~~ PART 1, the  
18 attorney general, if successful, is entitled to recover the costs of  
19 investigation, expert fees, costs of the action, and reasonable attorney  
20 fees.

21 **SECTION 17.** In Colorado Revised Statutes, 6-4-113, **amend** (1)  
22 as follows:

23 **6-4-113. Civil penalties.**

24 (1) The attorney general may bring a civil action on behalf of the  
25 state to seek the imposition of a civil penalty for any violation of this  
26 ~~article 4~~ PART 1. The court, upon finding a violation of this ~~article 4~~ PART  
27 1, shall impose a civil penalty to be paid to the general fund of the state

1 in an amount not to exceed one million dollars for each ~~such~~ violation.

2 **SECTION 18.** In Colorado Revised Statutes, 6-4-114, **amend** (1)  
3 as follows:

4 **6-4-114. Enforcement - injunction.**

5 (1) Any person injured, either directly or indirectly, in its business  
6 or property by reason of a violation of this ~~article 4~~ PART 1 may file an  
7 action to prevent or restrain the violation.

8 **SECTION 19.** In Colorado Revised Statutes, 6-4-115, **amend** (1)  
9 as follows:

10 **6-4-115. Enforcement - civil damages.**

11 (1) Any person injured, either directly or indirectly, in its business  
12 or property by reason of any violation of this ~~article 4~~ PART 1 may sue  
13 and, if successful, is entitled to recover any actual damages that the  
14 person sustained. If the violation alleged and proved is determined by the  
15 court to be a per se violation of this ~~article 4~~ PART 1, the person may  
16 recover three times the actual damages that the person sustains.

17 **SECTION 20.** In Colorado Revised Statutes, **amend** 6-4-116 as  
18 follows:

19 **6-4-116. Notice to the attorney general.**

20 Any person that files a civil action that includes any allegation of  
21 a violation of this ~~article 4~~ PART 1 shall, simultaneously with the filing of  
22 the action in district court, serve a copy of the complaint on the attorney  
23 general.

24 **SECTION 21.** In Colorado Revised Statutes, 6-4-118, **amend** (1)  
25 as follows:

26 **6-4-118. Enforcement - criminal proceedings.**

27 (1) The attorney general shall prosecute all criminal proceedings

1 for violations of this ~~article 4~~ PART 1, whether by indictment or direct  
2 information filed in the appropriate district court.

3 **SECTION 22.** In Colorado Revised Statutes, **amend** 6-4-119 as  
4 follows:

5 **6-4-119. Statute of limitations.**

6 (1) Any civil action commenced pursuant to this ~~article 4~~ PART 1  
7 must be brought within four years after the date that the cause of action  
8 accrued. For purposes of this ~~article 4~~ PART 1, a cause of action accrues:

9 (a) When the circumstances giving rise to the cause of action are  
10 discovered or should have been discovered in the exercise of reasonable  
11 diligence; or

12 (b) On the date that the last in a series of acts or practices in  
13 violation of this ~~article 4~~ PART 1 occurred, including any acquisitions or  
14 series of acquisitions that, in the aggregate, may constitute a violation of  
15 this ~~article 4~~ PART 1.

16 (2) Any criminal proceeding brought pursuant to this ~~article 4~~  
17 PART 1 must be commenced within six years after the alleged criminal act  
18 occurred.

19 (3) If the attorney general commences a proceeding or action for  
20 any violation of this ~~article 4~~ PART 1, the running of the statute of  
21 limitations with respect to every cause of action that is based in whole or  
22 in part on any matter complained of in the proceeding or action is  
23 suspended during the pendency of the proceeding or action and for one  
24 year after the conclusion of the proceeding or action.

25 (4) Whenever any civil or criminal proceeding is brought by the  
26 United States to prevent, restrain, or punish violations of any federal  
27 antitrust laws, the running of the statute of limitations with respect to any

1 action under this ~~article 4~~ PART 1 that is based in whole or in part on any  
2 matter complained of in the federal proceeding is suspended during the  
3 pendency of the federal proceeding and for one year after the conclusion  
4 of the federal proceeding.

5 (5) Except as expressly provided in subsections (1) and (2) of this  
6 section, no other limitation terminates the period within which the  
7 attorney general may file an action for a violation of this ~~article 4~~ PART 1.

8 **SECTION 23.** In Colorado Revised Statutes, **amend** 6-4-120 as  
9 follows:

10 **6-4-120. Remedies - cumulative.**

11 The remedies provided in this ~~article 4~~ PART 1 are cumulative  
12 except as otherwise expressly limited.

13 **SECTION 24.** In Colorado Revised Statutes, **amend** 6-4-121 as  
14 follows:

15 **6-4-121. Void contracts - refund.**

16 (1) Any contract or agreement that a person makes while a  
17 member of any combination, conspiracy, trust, or pool prohibited under  
18 this ~~article 4~~ PART 1 that is founded upon, is the result of, grows out of,  
19 or is connected with any violation of this ~~article 4~~ PART 1, either directly  
20 or indirectly, is void, and the person may not recover based on or benefit  
21 from the contract or agreement.

22 (2) Any payments made upon, under, or pursuant to a contract or  
23 agreement for the benefit of a person that is a member of any  
24 combination, conspiracy, trust, or pool prohibited under this ~~article 4~~  
25 PART 1 may be recovered in an action brought by the party making the  
26 payments or by the party's heirs, personal representatives, or assigns.

27 **SECTION 25.** In Colorado Revised Statutes, **amend** 24-21-626



1 as follows:

2 **24-21-626. Unfair trade practices.**

3 (1) The provisions of the "Unfair Practices Act", article 2 of title  
4 6, and the "Colorado State Antitrust Act of 2023", PART 1 OF article 4 of  
5 title 6, are specifically applicable to charitable gaming activities  
6 conducted by any licensee. Within thirty days after receiving a complaint  
7 alleging a violation of either of the acts, the licensing authority shall  
8 transmit the complaint to the attorney general.

9 (2) The licensing authority shall revoke the license of a licensee  
10 that violates any provision of article 2 of title 6 or PART 1 OF article 4 of  
11 title 6 for a period of one year after the date of the finding of the  
12 violation. Upon the expiration of such period, the licensee may apply for  
13 the issuance of a new license.

14 **SECTION 26.** In Colorado Revised Statutes, **amend** 25-17-410  
15 as follows:

16 **25-17-410. Limited exemption from antitrust, restraint of**  
17 **trade, and unfair trade practices provisions.**

18 If a producer or group of producers participating in a paint  
19 stewardship program or a stewardship organization contracted by one or  
20 more producers to implement a paint stewardship program engages in an  
21 activity performed solely in furtherance of implementing the paint  
22 stewardship program and in compliance with ~~the provisions of this part~~  
23 4, the activity is not a violation of the antitrust, restraint of trade, and  
24 unfair trade practices provisions of the "Unfair Practices Act", article 2  
25 of title 6, or the "Colorado State Antitrust Act of 2023", PART 1 OF article  
26 4 of title 6.

27 **SECTION 27.** In Colorado Revised Statutes, **amend** 25-17-711

1 as follows:

2 **25-17-711. Limited exemption from antitrust, restraint of**  
3 **trade, and unfair trade practices provisions.**

4 If the program or any other plan approved by the executive director  
5 pursuant to this part 7 engages in an activity performed solely in  
6 furtherance of implementing the program or plan and in compliance with  
7 this part 7, the activity is not a violation of the antitrust, restraint of trade,  
8 and unfair trade practices provisions of the "Unfair Practices Act", article  
9 2 of title 6, or the "Colorado State Antitrust Act of 2023", PART 1 OF  
10 article 4 of title 6.

11 **SECTION 28.** In Colorado Revised Statutes, **amend** 25-17-1016  
12 as follows:

13 **25-17-1016. Antitrust.**

14 If a battery stewardship organization engages in an activity  
15 performed solely in furtherance of implementing an approved plan in  
16 compliance with this part 10, the activity is not a violation of the antitrust,  
17 restraint of trade, and unfair trade practices provisions of the "Unfair  
18 Practices Act", article 2 of title 6, or the "Colorado State Antitrust Act of  
19 2023", PART 1 OF article 4 of title 6.

20 **SECTION 29.** In Colorado Revised Statutes, 40-3-104.3, **amend**  
21 (1)(a)(II)(D) as follows:

22 **40-3-104.3. Manner of regulation - competitive responses -**  
23 **economic development rate - definitions - repeal.**

24 (1) (a) Upon application by any public utility providing electric,  
25 natural gas, or steam service, the commission shall authorize such public  
26 utility to provide utility services to a specific customer or potential  
27 customer by contract without reference to its tariffs on file with the

1 commission if the commission finds that:

2 (II) For contracts with existing customers involving natural gas  
3 service:

4 (D) The price of any such service provided pursuant to this  
5 ~~subparagraph (H)~~ SUBSECTION (1)(a)(II) shall be justified and shall not be  
6 less than the marginal cost of the service to the public utility. If the price  
7 is less than marginal cost, this shall be deemed to be an illegal restraint  
8 of trade subject to ~~the provisions of~~ PART 1 OF article 4 of title 6; ~~C.R.S.~~;  
9 and

10 **SECTION 30.** In Colorado Revised Statutes, **amend** 40-15-106  
11 as follows:

12 **40-15-106. Cross-subsidization prohibited - illegal restraint of**  
13 **trade.**

14 The price of telecommunications services or products ~~which~~ THAT  
15 are not subject to the jurisdiction of the commission shall not be priced  
16 below cost by use of subsidization from customers of services and  
17 products subject to the jurisdiction of the commission, and any such  
18 cross-subsidization is deemed to be an illegal restraint of trade subject to  
19 ~~the provisions of~~ PART 1 OF article 4 of title 6. ~~C.R.S.~~

20 **SECTION 31. Effective date - applicability.** (1) Except as  
21 otherwise provided in this section, this act takes effect upon passage.

22 (2) Part 3 of article 4 of title 6, Colorado Revised Statutes, as  
23 enacted in section 1 of this act, takes effect November 1, 2026.

24 (3) Section 6-4-302, Colorado Revised Statutes, as enacted in  
25 section 1 of this act, applies to material change transactions in which an  
26 offer is made on or after November 1, 2026.

27 **SECTION 32. Safety clause.** The general assembly finds,

1 determines, and declares that this act is necessary for the immediate  
2 preservation of the public peace, health, or safety or for appropriations for  
3 the support and maintenance of the departments of the state and state  
4 institutions.