DAN RAYFIELD
ATTORNEY GENERAL

BENJAMIN GUTMAN
DEPUTY ATTORNEY GENERAL

DEPARTMENT OF JUSTICE

Justice Building
1162 Court Street NE
Salem, Oregon 97301-4096
Telephone: (503) 378-6002

December 31, 2025

VIA E-MAIL ONLY: rob.davis@propublica.org

Rob Davis
1020 SE 7th Ave
Portland, OR 97214

Re: Petition for Public Records Disclosure Order
Oregon Health Authority
DOJ File No.: 443029 GA0184-25

Dear Mr. Davis:

This letter is the Attorney General's response to your petition for the disclosure of records under the Oregon Public Records Law, ORS 192.311 to 192.478. Your petition asks the Attorney General to order the Oregon Health Authority (OHA) to disclose fully several documents that are responsive to a records request. For the reasons discussed below, we respectfully dismiss your petition in part and deny your petition in part.

The Public Records Law confers the right to inspect public records in Oregon, unless such records are exempt under ORS 192.338, 192.345, or 192.355. ORS 192.314(1). The law is a disclosure law, and exemptions from disclosure must be express. Any person denied the right to inspect or to receive a copy of a public record of a state agency may petition the Attorney General to review the record and determine if it may be withheld. ORS 192.411(1). The agency carries the burden to sustain its actions. *Id*.

Your petition stems from a request for certain records submitted to OHA in connection with OHA's review of a proposed acquisition of the Corvallis Clinic, P.C. (the Corvallis Clinic) by Optum Oregon MSO, LLC (Optum Oregon). In response to your request, OHA provided you with redacted copies of the records you requested. In support of the redactions, OHA cited several statutory exemptions. Your petition challenges these redactions.

After receiving your petition, OHA made a supplemental release of certain records with fewer redactions. With respect to those portions of the records that have now been released in unredacted form, we respectfully dismiss your petition as moot.

We discussed your petition and the remaining redacted records with Karine Gialella, OHA's assigned Attorney General contact counsel. Ms. Gialella explained that on December 28, 2023, Optum Oregon filed a Notice of Material Change Transaction (Notice) pursuant to the requirement of ORS 415.501(4) describing its intent to acquire the Corvallis Clinic. In connection with the Notice and a related request for emergency exemption, the parties to the transaction submitted records to OHA. The parties designated certain parts of the records as confidential, and those are the sections that were redacted in the copies you received.

Entities seeking approval of a material change transaction must submit information to OHA even if they believe it is confidential. ORS 415.501(13)(a). These entities "may designate portions of a notice and any documents thereafter submitted as * * * as confidential." OAR 409-070-0070(1). OHA must then maintain the confidentiality of the submitted information:

> The authority shall maintain the confidentiality of all confidential information and documents that are not publicly available that are obtained in relation to a material change transactions and may not disclose the information or documents to any person, including a member of the review board, without the consent of the person who provided the information or document. Information and documents described in this paragraph are exempt from disclosure under [the Public Records Law].

ORS 415.501(13)(c).

ORS 415.501 does not define "confidential information." However, the ordinary meaning of "confidential"—information intended for or limited to certain people—[1] aligns with the statute's requirement that OHA keep private records that are not publicly available. We reviewed the redacted material, and it includes financial data, contract terms, and other information that is not in the public domain. Because the submitting parties have designated this information as confidential, OHA is prohibited from disclosing it to you. ORS 415.501(13)(c). And because the statute prohibits release, the records are exempt from disclosure under the Public Records Law. ORS 192.355(9)(a) (exempting "[p]ublic records or information the disclosure of which is prohibited or restricted or otherwise made confidential or privileged under Oregon law.").[2]

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[1] *Merriam-Webster.com*, CONFIDENTIAL Definition & Meaning - Merriam-Webster (accessed Dec 29, 2025) (defining "confidential" as "intended for or restricted to the use of a particular person, group, or class); *see also Shank v. Board of Nursing*, 220 Or App 228, 241-42 (2008) (examining undefined confidentiality provision and finding that "confidential" means "communicated, conveyed acted on, or practiced in confidence: known only to a limited few: not publicly disseminated") citing *Webster's Third New Int'l Dictionary* 476 (unabridged ed. 2002).

[2] Because we find that the redacted material is exempt from disclosure pursuant to ORS 415.501(13)(c), we have not considered the additional exemptions cited by OHA including the exemption for trade secrets.

In your petition, you also state that you "would like the clinic income and balance sheet disclosed, if both were submitted to OHA." You did not seek these financial statements from OHA as part of your records request. OHA, therefore, had no obligation to respond. *See* ORS 192.329(1) (public body's obligation to respond triggered by receipt of written request for records submitted in accordance with the public body's published procedure). OHA observes, however, that had you made this request, they would have been prohibited from disclosing this information by ORS 415.501(13)(c) because it is nonpublic information that was designated as confidential by the submitting parties.

Your petition also explains that the public has a significant interest in these records. But the exemption provided by ORS 415.501(13)(c) requires OHA to keep these records confidential without regard to the public interest. Therefore, the Attorney General lacks legal autvhority to order OHA to release the records based on a balancing of the public interest. *See* Attorney General's Public Records and Meetings Manual at 73 (2024) (certain exemptions are "not dependent upon whether 'the public interest requires disclosure in the particular instance'."). For these reasons, we respectfully deny your petition.

Sincerely,

BENJAMIN GUTMAN
Deputy Attorney General

DP9/pjn
c via e-mail only: Jeanne Windham, Oregon Health Authority
Karine Gialella, Senior Assistant Attorney General, Department of Justice