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Will & Emery

FEBRUARY 26, 2016  
JW MARRIOTT MARQUIS  
MIAMI, FL

# ASC Symposium

The premier national conference addressing high-level business and legal issues affecting the ambulatory surgery center industry

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During the past year, several transactions have completely transformed the ambulatory surgery center (ASC) industry and the ASC transaction landscape. While large transactions have historically involved mergers of ASC management companies, these recent transactions have paired companies operating in different subsectors of the healthcare industry, resulting in a transformational impact to the ASC industry.

The joint venture transaction between Tenet Healthcare Corporation (Tenet) and United Surgical Partners International (USPI) gives Tenet the right to acquire 100% of USPI within the next five years, and also the ability to operate all of Tenet's outpatient services, including ASCs, through the USPI platform. HIG Capital-backed Surgery Partners, which recently acquired NovaMed and Symbion, completed its initial public offering, and HIG joined AmSurg and Surgical Care Affiliates in the ranks of publicly traded ASC management companies. Finally, on the heels of AmSurg's unexpected acquisition of Sheridan, AmSurg demonstrated its desire to expand its physician services subsection by extending an unsolicited offer to acquire TeamHealth, Inc.

In this landscape of continued consolidation and complex partnerships, health systems are refining their outpatient strategies, and innovative transaction structures have emerged, including new strategies and partnerships designed to combine unaffiliated ASCs in local marketplaces. New regulatory issues have arisen, with ASCs positioning themselves to obtain commercial reimbursement lift, gain profit distribution flexibility, capture anesthesia revenue, perform more complex procedures (*i.e.*, total joints) and value ASC ownership interests appropriately, each in compliance with the law.

In addition, the reimbursement paradigm has changed as ASCs search for their role in health care reform initiatives and refine the value proposition ASCs offer to third party payors in the changing reimbursement environment. On the Washington front, the coming presidential and congressional elections in 2016 have the potential to set the country on a new course for health care policy.

The distinguished faculty of the McDermott Will & Emery 2016 ASC Symposium will provide valuable insights into these and other critical business and legal issues facing the ASC industry. This conference is a must for decision-makers from independent ASCs, senior executives and development personnel from national and regional ASC management companies, health system executives and development officers involved in ASC ventures, the health care investment community and health care executives with a vested interest in ASCs.

We hope you will join us in Miami for the 14th annual ASC Symposium!



**Jerry J. Sokol**  
Program Chairman



**Danielle E. Golino**  
Program Vice-Chairman

## PROGRAM FACULTY

### **Christopher A. Holden**

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Senior Founder & Chief Executive Officer  
The Surgical Hospital at Southwoods

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Executive Vice-President & Chief Development Officer  
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## **Kristian Werling**

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McDermott Will & Emery

## **Michael J. Patterson**

President & Chief Executive Officer  
Mississippi Valley Health

## **Michael Dolphin, D.O.**

Partner  
Orthopedic Specialists

## **Brian Lohrbach, M.D.**

ASC Surgeon  
Orthopedic & Sports Institute of Fox Valley

## **Steve Schewe**

Director, Global Arthroplasty Business Development  
Arthrex

## **Gary Gertler**

Partner  
McDermott Will & Emery



# AGENDA

FRIDAY, FEBRUARY 26, 2016

**7:00 – 8:30 am      Networking Breakfast and Registration**

NETWORKING BREAKFAST SPONSORED BY:



**8:30 – 8:35 am      Welcome and Opening Remarks**

*Jerry J. Sokol, Partner & Program Chairman, McDermott Will & Emery*

MORNING SESSIONS SPONSORED BY:



**8:35 – 9:35 am      State of the ASC Industry**

Chief executive officers from three leading, national ASC companies provide insight on current market conditions, their company's growth strategies and their visions of the future of the ASC industry.

*Christopher A. Holden, President & Chief Executive Officer, AmSurg Corporation*

*Andrew Hayek, Chairman & Chief Executive Officer, Surgical Care Affiliates*

*Michael Doyle, Chief Executive Officer, Surgery Partners LLC*

*Moderator: Jerry J. Sokol, Partner & Program Chairman, McDermott Will & Emery*

**9:35 – 10:15 am      The Health System Perspective**

Executives from preeminent health systems discuss where ASCs fit into the overall direction of health systems, provide insight on outpatient services trends in general and share their vision for the future of the healthcare industry.

*Keith Pitts, Vice Chairman, Tenet Healthcare Corporation*

*Ralph de la Torre M.D., Founder, Chairman & Chief Executive Officer of Steward Health Care System*

*Moderator: Ira J. Coleman, Partner, McDermott Will & Emery*

**10:15 – 10:35 am      Networking Break**

## EXHIBIT HALL OPEN DURING ENTIRE SYMPOSIUM

**10:35 – 11:15 am State-of-the-Art ASC Transactions – ASC Bundling Transactions**

A case study of four unaffiliated surgery centers (owned by the same management company) that participated in a unique local market strategy designed to engage multiple ASC buyers in a competitive bidding process, test the market and obtain negotiating leverage.

*Jerry J. Sokol*, Partner & Program Chairman, McDermott Will & Emery

*Henry H. Bloom*, President & Founder, The Bloom Organization LLC

**11:15 – 11:45 am State-of-the-Art ASC Transactions – Master Tri-Party Deals**

A case study of a complex ASC transaction combining multiple ASCs, a health system partner and an ASC management company partner to integrate ASC services in a local marketplace.

*Jennifer A. Vecchio*, Counsel, McDermott Will & Emery

*Robert C. Goettling*, Principal, The Bloom Organization LLC

**11:45 am – 12:15 pm Washington Update**

Presidential and congressional elections in 2016 could set the country on a new course for health care policy. This panel will explore the implications of the coming election and provide a glimpse into the health care agenda for 2016 and beyond, with a focus on the anticipated impact on ASCs.

*William Main Prentice*, Chief Executive Officer, Ambulatory Surgery Center Association

*Eric Zimmerman*, Partner, McDermott Will & Emery

*Nandan Kenkeremath*, Senior Health Policy Consultant, Marwood Group

Moderator: *Christopher M. Jedrey*, Partner, McDermott Will & Emery

**12:15 – 2:00 pm Networking Luncheon****KEYNOTE SPEAKER: DESMOND HOWARD**

Desmond Howard, winner of the 1991 Heisman Trophy, member of the College Football Hall of Fame, former NFL wide receiver, Most Valuable Player of Super Bowl XXXI and co-host of ESPN's College GameDay.

# AGENDA

FRIDAY, FEBRUARY 26, 2016

2:00 – 2:40 pm

## Critical Issues Impacting ASCs

- Anesthesia arrangements: new models, recent trends and enforcement activity
- Utilizing group practice ownership to gain profit distribution flexibility
- Valuing ownership interests and removing “deadweight” physicians
- Dealing with increased *qui tam* activity, government investigations and audits
- Specific legal requirements for obtaining reimbursement “lift” in hospital/ASC transactions

*Jennifer B. Baldock*, Senior Vice President & General Counsel, Surgery Partners

*Clint Cromwell*, Vice President & General Counsel, AmSurg Corporation

*Brad Bickham*, Chief Legal Officer, United Surgical Partners International

*Daniel H. Melvin*, Partner, McDermott Will & Emery

*Jeffrey Weiss, D.O.*, President, East Division, TeamHealth Anesthesia

Moderator: *Danielle Golino*, Partner, McDermott Will & Emery

2:40 – 3:20 pm

## ASCs and Managed Care: Where the Rubber Meets the Road

- The payor's view of ASCs – part of the solution or part of the problem?
- Mending fences or building walls – how ASCs view current relations with third party payors
- The value proposition ASCs can offer to third party payors
- The ASCs role in health care reform initiatives, including ACOs, shared savings and bundled payments

*Kirk Fischer*, Vice President, Delivery System, Florida Blue

*Dan Rosenthal*, President, UnitedHealthcare Networks

*Clint Hailey*, Senior Vice President & Chief Managed Care Officer, Tenet Healthcare Corporation

Moderator: *Gary Scott Davis*, Partner, McDermott Will & Emery

3:20 – 3:40 pm

## Networking Break



## EXHIBIT HALL OPEN DURING ENTIRE SYMPOSIUM

**3:40 – 4:20 pm****Physician-Owned Hospitals: Surviving and Thriving**

- Whether the Affordable Care Act's restrictions are impacting existing physician-owned hospitals
- Strategies that physician-owned hospitals are using to grow revenue and EBITDA
- Why transactional activity and valuations for both physician-owned hospitals and real estate are at all-time highs

*Ed W. Muransky*, Senior Founder & Chief Executive Officer, The Surgical Hospital at Southwoods

*Joe Clark*, Executive Vice President and Chief Development Officer, Surgical Care Affiliates

*John C. Riddle*, Managing Director, Brown Gibbons & Lang

*Brett Brodnax*, President & Chief Development Officer, United Surgical Partners International

*Daniel H. Melvin*, Partner, McDermott Will & Emery

Moderator: *Kristian Werling*, Partner, McDermott Will & Emery

**4:20 – 5:00 pm****The Migration of More Complex Procedures into the ASC Setting**

- Detailed analysis of the migration of total joint and spine procedures to the outpatient setting, with a focus on reimbursement methodology and recovery times
- How new ASC procedures are impacting the ASC business model
- Cutting-edge technologies and techniques that have the potential to expand ASC procedures

*Michael J. Patterson*, President & Chief Executive Officer, Mississippi Valley Health

*Michael Dolphin, D.O.*, Partner, Orthopedic Specialists

*Brian Lohrbach, M.D.*, Orthopedic & Sports Institute of Fox Valley

*Steve Schewe*, Director, Global Arthroplasty Business Development, Arthrex

Moderator: *Gary Gertler*, Partner, McDermott Will & Emery

**5:00 – 7:00 pm****Networking Cocktail Reception**

## JW MARRIOTT MARQUIS MIAMI



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JW Marriott Marquis Miami infuses sophistication, design, art, fashion and technology into a new threshold of luxury in the heart of downtown Miami. Located in the \$1 billion Metropolitan Miami development complex, the five-year old hotel was the premiere property in the upscale JW Marriott Marquis family. Its sister property, the JW Marriott Marquis Dubai, opened in 2013.

Blending sleek and modern design, the hotel offers 313 stunning guest rooms with state-of-the-art technology and luxurious bathrooms. Relax and unwind by the pool, indulge yourself at Enliven Spa or enjoy a unique culinary experience with James Beard award winning Chef Daniel Boulud at db Bistro Moderne. Amenities abound with two levels of entertainment, including the Mariano Bartolome Indoor Golf School (which includes instruction, golf simulators, putting greens and a Pro Shop), a virtual bowling alley, media room with 65" 3D screen, billiard room and a 10,000 square foot NBA-approved basketball court. Guests can also enjoy the 2500 square foot fitness center, Met2 Fitness and the on-site yoga studio.

### AIRPORT INFORMATION

The JW Marriott Marquis Miami is located approximately 8.5 miles from Miami International Airport and 26 miles from Fort Lauderdale International Airport. Taxis are readily available outside the baggage claim area at both airports. The hotel concierge can also arrange car service to and from both airports.

### RESERVATION INFORMATION

A block of guest rooms is being held at the JW Marriott Marquis Miami. To receive a special room rate starting at \$329/night, based on availability, call reservations at +1 888 717 8850 and be sure to mention McDermott Will & Emery's 2016 ASC Symposium when securing your reservation. You may also visit <http://cwp.marriott.com/miamj/2016ascsymposium> to make your reservations online.

**Reservations must be made by Tuesday, February 2, 2016.**

Additional room requests received after February 2 are subject to room and group-rate availability. No-shows will be charged the full room revenue for the dates of the reservation.

## HOW TO REGISTER

Registration can be completed online at [www.mwe.com/ASC-2016](http://www.mwe.com/ASC-2016). A confirmation e-mail will be sent to you upon paid registration.

## COST

The cost for this full-day event is \$795 per person and \$695 for additional individuals from the same organization. **The cost for physician-owner attendees is \$395 per person.**

## CANCELLATIONS/SUBSTITUTIONS

The registration fee is fully refundable with a written notice received by Friday, February 12, 2016. After February 12, no refunds will be given, although you may transfer your registration to another person from the same organization.

## ACCREDITATION

### CONTINUING MEDICAL EDUCATION (CME)

This CME activity has been planned and implemented in accordance with the Essential Areas and Policies of the Accreditation Council for Continuing Medical Education (ACCME) through the Joint Sponsorship of the Institute for Medical Studies (IMS) and McDermott Will & Emery. IMS is accredited by the ACCME to provide continuing medical education for physicians. Physicians should claim only the credit commensurate with the extent of their participation in the activity.

### CONTINUING LEGAL EDUCATION (CLE) CREDIT

CLE credit is pending in California, Illinois, New York and Texas. A Uniform Certificate of Attendance will be made available to participants requesting CLE credit in all other states. Attendees *must* sign in on-site at the symposium in order to qualify for CLE credit.

Pursuant to its responsibilities as an Accredited Provider of MCLE in various states, McDermott Will & Emery has adopted Financial Aid/Financial Hardship policies to assist attorney participants who are unable to attend programs due to cost considerations.

*CLE and CME credit are pending.*

## McDERMOTT HEALTH

With more than 30 years of experience serving the health care industry, McDermott Will & Emery's Health Industry Advisory Practice Group is one of the world's largest and most prestigious. Our group is interdisciplinary, bringing together all of the regulatory, transactional, finance, real estate, restructuring and tax knowledge necessary to deliver effective, efficient and focused services to our health industry clients and those entities seeking to invest in the health industry.

McDermott is the undisputed leading law firm in health care as evidenced by the fact that McDermott is the **only firm to receive Tier 1 rankings in health care nationally by all of the industry's top legal directories: *Chambers USA*, *The Legal 500 USA*, *U.S. News–Best Lawyers* and *Law360*. For the sixth consecutive year, *Chambers USA* ranked the Firm's health practice as the only firm in Tier 1 in the United States (2010–2015). *Chambers USA* cites McDermott's "broad-based team of experts" whose "knowledge is very detailed and their responsiveness is wonderful. They are intense, passionate and have a logical and thoughtful approach to things."**

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Outstanding client service is a cornerstone of McDermott's practice that has withstood the test of geography, economy and time. We are proud of the recognition we have received from our clients for our commitment to service, and we value their satisfaction as the best measure of our success.

## ASC PRACTICE

McDermott's Health Industry Advisory Practice Group is dedicated to addressing all transactional and regulatory legal needs related to the ASC industry. McDermott's multidisciplinary ASC team has substantial experience in the full range of ASC transactions, including:

- Representing ASCs selling significant equity stakes to corporate buyers
- Health system/physician ASC joint ventures
- Syndicating start-up ASCs
- Ongoing ASC representation, including physician redemptions, physician syndications and reimbursement related issues
- Regulatory and compliance counseling
- Lobbying
- State licensing requirements, certificate of need laws and other licensure issues

For more information regarding our health care practice, please visit [www.mwe.com/health](http://www.mwe.com/health).

## ABOUT McDERMOTT WILL & EMERY

McDermott Will & Emery is a premier international law firm with a diversified business practice. Numbering approximately 1,100 lawyers, we have offices in Boston, Brussels, Chicago, Dallas, Düsseldorf, Frankfurt, Houston, London, Los Angeles, Miami, Milan, Munich, New York, Orange County, Paris, Rome, Seoul, Silicon Valley and Washington, D.C. Extending our reach to Asia, we have a strategic alliance with MWE China Law Offices in Shanghai.

McDermott's pro bono program seeks to bridge the justice gap for low-income individuals by providing critical legal services in the areas of family law, housing, benefits, special education, adoption and guardianship, elder abuse, asylum and immigration, and civil and human rights. McDermott also provides much-needed legal assistance to nonprofits and small businesses whose focus is to develop and revitalize low-income communities, and to environmental organizations to help ensure a clean, safe and healthy environment for all.