



# Hanson Bridgett Practice Group Health Care

Our practice is one of California's largest and serves clients in every segment of the industry. Our attorneys are recognized experts on the issues that arise in the complex and competitive market for health care services. We are often called upon to assist with provider entity formation, business combinations, tax exemptions and payor negotiations. We help providers navigate the myriad laws regulating and restricting their ability to do business. A substantial part of our practice involves helping clients with operational issues. We also provide litigation and dispute resolution services oriented toward the specialized issues with which our clients must deal.

## Our Clients

### Hospitals

Our work includes corporate formation, governance, real estate, construction, environmental issues, land use planning, tax-exemptions, antitrust and financing. In addition, we provide advice on a wide range of operational matters such as credentialing, peer review, physician contracts, physician relationships, employment issues and executive compensation.

### Physician Groups

We assist physician groups with corporate law, labor and employment, ERISA, reimbursement, contracts with third party payors, credentialing and patient care law. We also advise clients concerning the creation of "concierge" practices that conform to federal reimbursement laws and state HMO requirements.

### **Skilled Nursing Facilities**

We represent many skilled nursing facilities and are active in the areas that concern these clients. We are skilled at handling licensing citations, reimbursement issues, federal OBRA requirements, medical director and health professional agreements, fraud and abuse problems. We have particular experience in the purchase, sale, delicensure and closure of facilities.

### **Assisted Living Facilities**

We are the preeminent firm in the field of assisted living facilities. We help our clients on a wide range of organizational and operational matters. We serve as general counsel for the California Assisted Living Association and the American Seniors Housing Association. We are also active in the public policy initiatives of these organizations.

### **Multi-Level and Continuing Care Retirement Communities**

These institutions have unique needs that include distinctive licensing requirements, special financial obligations toward residents, significant regulation by state agencies, and unusual tax issues. They also involve us extensively in areas unfamiliar to most health care law firms such as developing condominium projects for seniors and dealing with transfer issues within facilities. We serve as general counsel for Aging Services of California, which represents nonprofit providers of multi-level and continuing care services.

## **Areas of Expertise**

### **Corporate Issues**

We frequently provide advice regarding corporate formation, choice of entity structure, and governance. We help clients govern themselves more effectively by providing board orientations. We show clients how to recruit and retain talented directors by accessing indemnity protections and liability insurance. We also help nonprofit clients assure their compliance with charitable trust requirements.

### **Tax and Tax Exemption**

We provide cutting-edge tax services to health care clients. We have obtained numerous tax exemption determination letters and rulings, and we advise clients about the complex interplay between tax,

regulatory, and business considerations. We also have worked closely with clients in developing mechanisms whereby outside equity participants can enter into joint ventures with tax-exempt entities and create integrated delivery systems. A key area for the firm in counseling joint ventures has been to help physicians and hospitals avoid the potentially severe ERISA rules involving affiliated service groups. We also advise clients on complex and evolving executive compensation issues.

### **Tax-Exempt Bond Financing**

As borrower's counsel to various tax-exempt health care providers, we help guide clients through the complex process of securing tax-exempt bond financing for projects. We work cooperatively, creatively and efficiently with issuing agencies, underwriters, auditors, trustees, title companies, mortgage insurers, rating agencies and credit enhancers. As a multi-disciplinary firm, we can quickly tap into sophisticated real estate, employee benefits, environmental, corporate, and insurance expertise to help protect our clients' interests.

### **Antitrust**

We advise health care clients extensively in all aspects of antitrust law and has been involved in several major health care antitrust litigation matters. Our attorneys have authored numerous articles on health care antitrust issues and are frequently called upon to serve as special counsel to provide antitrust advice.

### **Licensure**

Our firm has broad experience in dealing with licensure issues for hospitals, skilled nursing facilities, assisted living facilities, continuing care retirement communities and other providers. Our expertise includes nursing home and assisted living citation and certification issues, hospital JCAHO concerns and Medicare and Medicaid decertification proceedings.

### **Fraud and Abuse**

We are frequently called upon to counsel clients regarding compliance with and exceptions to Medicare and Medicaid anti-fraud and abuse laws. We are experienced with federal and state physician referral prohibitions—the so-called “Stark” and “Speier” laws. We help clients structure

contracts and transactions to ensure compliance with these laws while taking advantage of available safe harbors and exceptions.

### **Compliance Plans**

We assist clients in developing policies and procedures in response to federal laws that encourage the creation of “compliance plans.” Our goal in each case is to tailor a plan to the client’s needs, taking into account the most likely areas of regulatory review and enforcement, the need to match the plan to the provider’s situation and resources, and the need to communicate corporate values and legal requirements to workforce members and contractors.

### **EMTALA**

Since the 1980s, we have represented general acute care hospitals in planning compliance and dealing with alleged violations of the federal Emergency Medical Treatment and Labor Act (EMTALA). This work involves sensitive issues regarding a hospital’s duty to serve the most vulnerable members of the community, its ability to devote resources to those persons, and its relationship with the physicians and other professionals who find themselves on the front lines.

### **ADA and Fair Housing**

We have special expertise in issues involving the Americans with Disabilities Act and the federal and state fair housing laws. Issues range from how a provider can describe its services in advertising materials and promotional brochures, to whether it can restrict its services to specific classes of patients or residents, to when it can legally cease providing services. We have represented clients in investigations involving alleged violations of laws prohibiting discrimination on the basis of disability and religion. We have litigated these issues in federal and state court, including a precedent-setting victory against the U.S. Department of Justice.

### **Professional Contracts**

Our attorneys develop and negotiate all types of services contracts involving physicians. Our contracts take into consideration issues and changes in third-party reimbursement, tax law, financing and Medi-Cal and Knox-Keene issues. They also are prepared with a sensitivity to state prohibitions against the corporate practice of medicine, federal and state physician referral

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legislation, and the laws providing peer review protection to physicians. At the same time, we tailor our contracts to meet concerns about quality of care, administrative efficiency, and physician involvement.

### **Managed Care Contracting**

Our firm has extensive experience in advising and representing clients in contracting with third-party payors. We have developed our own model agreements that are designed to permit providers to maximize their flexibility in negotiating contracts, while complying with federal and state antitrust laws.

### **Physician Recruitment**

Our firm is active in advising and representing hospital and other health care clients as they attempt to attract physicians in desired specialties to their communities. Our recruitment agreements are drafted to comply with the requirements of nonprofit tax laws, hospital district laws, Medicare and Medicaid regulations and other applicable laws.

### **Payment/Reimbursement**

Our experience with Medicare and Medi-Cal helps us to guide our clients through proceedings before the State Department of Health Services, the Provider Reimbursement Review Board and state and federal courts. We represent health care providers in contracting with governmental programs and private third-party payors. As health systems and physicians diversify, we have steered clients through reimbursement analyses as they relate to the developing trends in anti-rebate and ownership disclosure rules.

### **Ancillary Services**

We draft the agreements between our clients and other providers that furnish ancillary services on their premises. Contracts of this kind must be created and negotiated with an appreciation of the laws governing Medicare and Medicaid reimbursement, fraud, abuse and tax-exempt status.

### **Medical Staff Credentialing and Peer Review**

Hanson Bridgett has unparalleled experience providing legal advice in the areas of credentialing, quality assurance, and peer review. We regularly assist clients in creating credentialing and peer review standards. We help them apply these standard in particular situations and defend decisions concerning individual practitioners. We also represent physician groups and committees at private administrative hearings and in any ensuing litigation concerning the qualifications of individual practitioners.

### **Patient and Resident Care Issues**

Our firm provides daily advice in virtually every facet of provider-patient relations. We are experienced in billing, collections, patient and resident rights, informed consent, investigational drugs and procedures and “bioethical” questions.

### **Health Information and Privacy**

Our firm has considerable experience advising clients concerning the creation, maintenance, and disclosure of health and other personal information related to patients and residents. We were involved in drafting the California Confidentiality of Medical Information Act and have served for many years as general counsel to the California Health Information Association. We have worked extensively with the HIPAA privacy and security rules, advising clients on how they apply to their activities and how they interact with existing state law.

### **Labor, Employment and Employee Benefits**

Compliance with federal and state labor and employment laws presents unique challenges in the health care industry. Our attorneys have a long history of representing employers on these issues. We have experience with physician employment contracting, physician benefit plans, peer review and medical disciplinary proceedings. We have represented providers in collective bargaining and union dispute resolution proceedings both before the state and federal agencies and in private arbitration proceedings. We are skilled and experienced in defending health care employers in all types of employment litigation.

### **Health Litigation**

We have a group of accomplished litigators who focus on representing health care clients in disputes before state and federal agencies and courts. Whether the client is a hospital, medical group, long-term care facility, or senior housing provider, these attorneys have special knowledge of the business background and the regulatory topography. Our attorneys handle all phases of litigation, including discovery, law and motion practice, mediation, arbitration, administrative hearings, trials, writs, and appeals. While we have the experience to take pursue matters to their final conclusion in the courts, we understand that litigation is a last resort