

Physicians, Medical Groups, Medical Foundations, and Independent Practice Associations (IPAs)

To focus their attention and efforts on patient care, physicians must trust that their practice's structure, operations, and relationships with payors, staff, suppliers, and others comply with a complex, intersecting web of laws and regulations. For over 35 years, Hooper, Lundy & Bookman has provided comprehensive counsel for individual physicians, medical groups, medical foundations, and Independent Practice Associations (IPAs) addressing the myriad of legal issues that intersect with the business and practice of medicine.

HLB's exclusive focus on health care law, its nationwide footprint, and multi-disciplinary capabilities form the foundation for our provider clients to establish, build, and grow their practices. Our attorneys understand the day-to-day concerns and long-term challenges involved in delivering care in a constantly changing economic landscape and often unclear and ever-evolving legal environment.

We help providers and the entities through which they practice navigate these matters with compliance counseling, business and transactional representation, and advocacy in payment and reimbursement matters, including those involving government investigations, audits, and enforcement actions.

HLB attorneys collaborate across legal specialties to provide holistic counsel tailored to the needs of individual practitioners, practice groups and foundations of all sizes and reach, and IPAs and other provider-owned managed care organizations. Our representation for these clients includes:

- Entity formation, structuring, and development
- Corporate governance, management, and operations
- Mergers and acquisitions
- Joint ventures, strategic alliances, and affiliations
- Compliance with Medicare Conditions for Coverage and Conditions of Participation
- Medicare, Medicaid, and private payor reimbursement
- Payor contract negotiating and drafting
- Stark Law, anti-kickback, False Claims Act, and fraud and abuse matters
- State corporate practice of medicine and scope of practice issues
- Antitrust issues
- Patient privacy, confidentiality, and HIPAA issues
- Administrative and civil litigation
- Real estate and transactional matters
- Credentialing, peer review, and quality assurance
- Licensing
- Financing and financial restructuring
- Clinical integration
- Government relations and policy matters

Representative Experience

Medical Foundations:

- Advising a children's hospital on developing a medical foundation, including capitalization and cash flow, tax exemption, Medicare and Medicaid provider enrollment, documentation, governance, physician compensation, and compliance.
- Counseling a 300+ bed general acute care hospital starting a new medical foundation on various formation, compliance, and operational issues.
- Representing a hospital and affiliated medical foundation in negotiating and structuring physician compensation under a Professional Services Agreement, including productivity and incentive performance metrics and related compliance issues.
- Representing a 61-shareholder multi-specialty medical group in Northern California in the sale of substantially all its assets to a hospital-affiliated 1206(l) medical foundation.
- Guiding a large multi-specialty medical group in Southern California in the sale of substantially all its assets to a newly formed 1206(l) medical foundation.
- Representing a hospital and affiliated medical foundation with the acquisition of multiple small and mid-sized specialty medical groups.
- Jointly representing a hospital and medical foundation as well as a medical group in developing a proton beam therapy center and in subsequent financial and operational matters.
- Advising a health system on various issues concerning its medical foundation, including issues relating to conflicts of interest, tax-exempt status, the Stark law, and the anti-kickback statute.
- Counseling multiple clients on the unique credentialing, peer review, and quality assurance committee issues faced by the interplay of the medical staffs of a hospital, medical foundation, and affiliated medical groups, and developing detailed policies and procedures for navigating these issues.
- Advising health systems and medical foundations on issues relating to the structure of their boards of directors, conflicts of interest, and tax-exempt organization issues.

Independent Practice Associations:

- Advising dozens of clients in forming IPAs, including preparing articles of incorporation, bylaws, provider participation agreements, forms of payor contracts, risk pool and risk sharing agreements, and policies and procedures.
- Representing a large IPA in negotiating and documenting the development of its ACO arrangement with a regional health system.
- Advising capitated IPAs, messenger IPAs, specialty IPAs, and others on strategic issues, payor negotiations, antitrust risk, credentialing and peer review, anti-kickback, physician self-referral, health plan licensure issues, risk-bearing entity issues, and the corporate practice of medicine doctrine.
- Analyzing state law licensing requirements applicable to risk-bearing entities in approximately twenty states.
- Establishing a hospital risk pool, including drafting and negotiating relevant agreements.
- Serving as lead healthcare regulatory counsel to a large IPA in transactions with a publicly traded health management company that included half-billion-dollar financing, stock acquisition, and network administrative services arrangement.
- Representing a central California IPA throughout its existence, including its sale to a hospital system and its subsequent wind-down and dissolution.