

## **Antitrust, Tax and Accounting Issues in Hospital Mergers and Consolidations**

**Feb. 13, 2019 | NJHA Conference & Event Center, 760 Alexander Road, Princeton, N.J. 08540**

**Registration | 9:15 a.m.**

**Fee | Member: \$50**

**Program | 9:30 a.m. – 12 p.m.**

**Non-member: \$100**

**Seminar | EDU 1917**

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### **OVERVIEW:**

The hospital industry has experienced tremendous consolidation over the past 25 years. This consolidation has created numerous challenges that stakeholders must navigate under antitrust and tax laws and accounting guidelines. This half-day program will address these challenges and opportunities, including the following:

- Impact of federal and state antitrust enforcement on further provider consolidation
- Provider-payer contracts and joint ventures
- Tax benefits of combining for-profit affiliates
- Development of system-wide financial assistance policies.

### **TARGET AUDIENCE:**

Attorneys, compliance officers, chief financial officers and executives.

### **FACULTY:**

***George H. Kendall, Esq.***

**Drinker Biddle & Reath LLP**

George Kendall has represented clients in the healthcare industry including hospitals and hospital systems, home health agencies, physician groups, pharmaceutical, medical device and medical equipment companies for over 30 years. He advises healthcare organizations with respect to mergers, acquisitions, divestitures and restructurings, as well as structuring joint ventures in accordance with state and federal self-referral laws, tax laws and other applicable statutes and regulations. He also represents providers in connection with governmental and internal investigations, including fraud and abuse, EMTALA, licensure and other matters.

***Kenneth M. Vorrasi, Esq.***

**Drinker Biddle & Reath LLP**

Kenneth Vorrasi represents clients in complex litigation in federal and state court, government investigations and before federal antitrust agencies to obtain clearance of mergers, acquisitions and joint ventures. Kenneth is co-chair of the Antitrust Team. He dedicates his practice to antitrust and complex commercial litigation. His antitrust practice focuses on private litigation, class actions and mergers; he also conducts investigations brought by the Department of Justice, Federal Trade Commission and state enforcement authorities.

***T.J. Sullivan, Esq.***

**Drinker Biddle & Reath LLP**

T.J. Sullivan advises tax-exempt organizations on complex regulatory and business issues. T.J.'s practice encompasses complex transactions including corporate reorganizations, joint ventures and acquisitions; he brings significant regulatory experience to his work. In addition, T.J. regularly assists health systems and trade associations in mergers, acquisitions and sale transactions, as well as counseling them in connection with tax compliance and executive compensation and benefits matters.



***Scott J. Mariani***

**Withum Smith+Brown, PC**

Scott Mariani is a Tax Partner based in Withum's Whippany, NJ office, and is Practice Leader of the Firm's Healthcare Services Group and a member of the Firm's Not-for-Profit Services Group. He has over 20 years of experience in providing tax consulting and compliance services to the healthcare and non-profit sectors, specializing in providing tax advice to integrated healthcare delivery systems, hospitals, medical centers and their affiliates.

**CONTINUING EDUCATION CREDITS:**

**Continuing Legal Education Statement:**

This program has been approved by the Board on Continuing Legal Education of the Supreme Court of New Jersey for **2.5** hours of total CLE credit. Of these, **0.0** qualify as hours of credits for ethics/professionalism, and **0.0** qualify as hours of credit toward certification in civil trial law, criminal trial law, workers compensation law/or matrimonial law.

**American College of Healthcare Executives**

As an independent chartered Chapter of the American College of Healthcare Executives, the ACHE - NJ is authorized to award **4.5** hours of ACHE Qualified Education credit toward advancement or recertification in the American College of Healthcare Executives.

Participants in this program who wish to have it considered for ACHE Qualified Education credit should list their attendance when they apply to the American College of Healthcare Executives for advancement or recertification.

**DISCLOSURE INFORMATION:** Full disclosure will be provided at the educational activity.



# Antitrust, Tax and Accounting Issues in Hospital Mergers and Consolidations

Feb. 13, 2019

9:15 a.m.      **Registration**

9:25 a.m.      **Welcome & Introduction**

*George H. Kendall, Esq.*  
Partner  
*Drinker Biddle & Reath LLP*

9:30 a.m.      **Getting Competitive-Antitrust Risk in M&A and Alternative Affiliation Structures**

- Key Federal and New Jersey Antitrust Laws
- Recent Enforcement Actions in Hospitals/Health System and Physician Mergers
- Provider-Payer Contracting Concerns

*Kenneth M. Vorrasi, Esq.*  
Partner  
*Drinker Biddle & Reath LLP*

10 a.m.        **Beyond the Usual Options: Joint Ventures, Sales & Conversions are Getting a Second Look**

- Joint Ventures and Joint Operating Agreements
- Provider-Payer Collaborations
- Conversions from Tax-Exempt to Taxable Entities

*T.J. Sullivan, Esq.*  
Partner  
*Drinker Biddle & Reath LLP*

10:40 a.m.    **Break**

10:50 a.m.    **Tax and Accounting**

- Form 990 Group Exemption Planning
- Form 1120 Corporate Reorganization Opportunities
- Section 501(r) Considerations
- GAAP and Accounting Disclosures

*Scott J. Mariani, J.D.*  
Partner  
*Withum Smith+Brown, PC*

11:40 a.m.    **Q&A**

12 p.m.        **Adjournment**



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**FEES | Member: \$50**

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**Location:** NJHA Conference and Event Center  
760 Alexander Road, Princeton, NJ 08540  
**Directions:** [www.njha.com/directions.aspx](http://www.njha.com/directions.aspx)

**Guarantee** your seat now by paying for your registration online with a credit card. **It's secure and easy.**  
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A copy of the registration must accompany your check in order to allocate your payment properly.

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**Make check payable to: HRET**

**Mail to: HRET – P.O. Box 828691 – Philadelphia, PA 19182-8691**

- For registration inquiries, please contact HRET at: [HRETEducation@njha.com](mailto:HRETEducation@njha.com) or 609-275-4181
- If special accommodations are necessary, please call 609-275-4181
- **In the event of inclement weather, call 609-275-4140 before coming to the conference**

**Check All that Apply: Member**

**Non-member**

**REGISTRATION**

Name: \_\_\_\_\_

Designation/Credentials: \_\_\_\_\_ Job Title: \_\_\_\_\_

Phone: \_\_\_\_\_ E-mail: \_\_\_\_\_

Organization: \_\_\_\_\_

Organization Address: \_\_\_\_\_

City, State, Zip: \_\_\_\_\_

Check# \_\_\_\_\_ Payment Amount: \$ \_\_\_\_\_

