



Healthcare

DEAL MAKING SUMMIT

The
Pre-Summit
Workshop

September 15 - 17, 2008 | Marriott at Vanderbilt University | Nashville, TN

Healthcare Deals: Looking Ahead

September 15, 2008 ▪ 8:30 am – 5:00 pm

8:30 – 8:45 Welcome and Opening Comments

8:45 – 9:45 **TECHNOLOGY AND THE HEALTHCARE SERVICES OF TOMORROW**

- Managing technology as part of provider services
- Achieving financial savings through technological investments
- Managing the overall system
- System design and project management

Keith A. Gregg, CLP, Chairman & CEO, JRG VENTURES, LLC

9:45 – 10:15 *Morning Break*

10:15 – 11:00 **HEALTH INDUSTRY FUTURE: IMPLICATIONS FOR INVESTORS**

- The US health system current state: expensive, inflexible, fragmented
- Five domestic drivers changing the US health system in the next 3-5 years
- The adapting of major healthcare sectors to a global business climate environment
- Scalable business solutions and clear value propositions: favorable implications for innovators and entrepreneurs
- On the horizon today, some of the most promising are...

Paul H. Keckley, Ph.D. Executive Director – Deloitte Center for Health Solutions, DELOITTE & TOUCHE LLP

11:00 – 12:00 **HEALTH REFORM: IMPLICATIONS FOR DEALMAKERS**

- The Presidential candidates: key differences in the health reform proposals
- Likelihood of reform in 2009
- Anticipated market effects in anticipation of reform
- The focus on key industry sectors as part of the solution
- An underlying premise for new investments: making the system better

Angela Humphreys, Member, BASS BERRY & SIMS PLC

12:00 – 1:30 *Group Luncheon*

1:30 – 2:30 **ANTI-KICK BACK AND STARK REGULATION UPDATE**

- Current status of “Under Arrangements” and “Per Click” transactions
- What’s new with STARK Phase IV rules
- Latest targets of the OIG
- Enforcement trends

Nora L. Liggett, *Partner*, WALLER LANSDEN DORTCH & DAVIS, LLP

Patricia Owen Powers, *Partner*, WALLER LANSDEN DORTCH & DAVIS, LLP

2:30 – 3:00 *Afternoon Break*

3:00 – 4:00 **HOW MUCH DILIGENCE IS DUE: WHAT TO WATCH FOR IN HEALTHCARE DEALS**

- Implications of the legal and tax structure of »the transaction on the nature and amount of due diligence required
- Fraud and abuse - historical liabilities and implications »for the future profitability of the underlying business
- Approvals, regulatory and contractual, required to »complete that transaction
- Discussion of legal, tax and financial due diligence »issues typically found in Health Care Deals

Brian R. Browder, *Partner*, WALLER LANSDEN DORTCH & DAVIS, LLP

Phil Pfrang, *National Healthcare and Life Sciences Industry Leader, M&A Transaction Services*, DELOITTE & TOUCHE LLP

4:00 – 5:00 **CURRENT STATE OF THE HEALTHCARE FINANCE MARKETS**

- Current state of syndication markets
- Cash flow financing and acquisition financing
- Asset-based lending - opportunities to fill the void
- Subordinated debt
- Intercreditor agreements

Robert L. Harris, *Partner*, WALLER LANSDEN DORTCH & DAVIS, LLP

Michael Young, *Managing Director, Capital Markets*, CIT GROUP INC.