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Present

10th Annual

Special Great Recession
Registration Price: \$595
(\$495 for Healthcare Providers)

Healthcare Transactions Conference

*Successful Strategies for Mergers,
Acquisitions, Divestitures, and Restructurings*

- ❖ Optimal Investment Theses and Operating Models
 - ❖ Initiating a Clinical Integration Project
- ❖ Great Opportunities in Buying Healthcare Facilities Out of Bankruptcy
 - ❖ Update on Healthcare Bond Market
 - ❖ Strategic Planning for IT Investments

Case Studies:

The Divestiture of Portneuf (Idaho) Medical Center;
Methodist Health System's (Dallas-Ft. Worth) Repositioning and Strategic Growth

Keynote Address:

Mark C. Shields MD, Vice President of Medical Management,
Advocate Health Care: Building an Accountable Care Organization

*Don't miss the Awards Reception for Nightingale's Healthcare News's
Outstanding Healthcare Transactions Lawyers 2008 & 2009*

Sponsored by: **FOLEY**

FOLEY & LARDNER LLP

Millennium Knickerbocker Hotel
Chicago
Thursday, November 5, 2009

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The healthcare industry team of **Foley** is consistently ranked a top healthcare practice by *Chambers USA*. Foley's

healthcare attorneys assist a broad range of clients, including national provider associations, national healthcare systems, and regional and local providers with creative legal thinking and practical industry experience. Many of our attorneys are former health care practitioners or have served in key government agencies. With this firsthand understanding of health care's business and legal challenges, Foley advises industry and government leaders in the development of major health care policies and has helped shape the development of some of the nation's largest health care systems. Foley attorneys are sought for assistance with a wide range of legal issues, including physician self-referral and Anti-Kickback laws, health care finance, Medicare and Medicaid reimbursement, and joint ventures.

LATHAM & WATKINS LLP

With global reach and wide-ranging experience, **Latham & Watkins** has one of the nation's preeminent health care and life sciences practices. Our group of experienced attorneys, several of whom hold advanced scientific degrees, understand the economic, market, regulatory and political climates in which health care and life science companies operate and consider these factors when addressing our clients' legal and business needs. Whether the matter involves day-to-day operations, a multi-million dollar merger, complex litigation, contract negotiations, governmental enforcement or regulatory compliance, Latham's health care and life sciences attorneys are equipped to deliver sophisticated, focused and efficient representation. Our clients include some of the largest health care and life science organizations in the world, including: hospital and health care systems, local community hospitals and integrated delivery systems. Please visit www.lw.com for more information.



PricewaterhouseCoopers' Transaction Services group advises healthcare companies and private equity firms on acquisitions, divestitures, joint ventures, initial public offerings and other capital markets transactions. Our practice consists of experienced deal professionals and industry specialists providing financial, tax and other due diligence services. With the in-depth transaction experience gleaned from serving our healthcare and private equity clients globally, we can help you do the right deals, negotiate with power and control, close faster, integrate expeditiously and increase your chances of generating greater returns from transactions.



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Thursday, November 5, 2009

8:00

Registration and Continental Breakfast

8:30

**Conference Begins with
Co-Chairs' Opening Remarks**

Paul R. DeMuro

Partner

LATHAM & WATKINS LLP

Edward J. Green

Partner

FOLEY & LARDNER LLP

8:45

**Keynote Address: "Innovation and Opportunity in
Troubled Times: Building an Accountable Care
Organization"**

Mark C. Shields MD

Vice President of Medical Management

ADVOCATE HEALTH CARE

Senior Medical Director

ADVOCATE PHYSICIAN PARTNERS

9:15

**The New Era of Healthcare:
Optimal Investment Theses and Operating Models**

Participate in this *unique, audience-led* Q&A with leading private equity investors. Topics to be covered include hot investment sectors, optimal business and operating models, deal structuring best practices as well as public policy implications for health care entrepreneurs and executives.

Christopher W. Kersey, Panel Moderator

Managing Member and Partner

CAMDEN PARTNERS HOLDINGS LLC

John Hoesley

Partner/Investment Committee Member

PRISM CAPITAL

Faraaz Kamran

Director/Head of Healthcare Leveraged Finance Team

MADISON CAPITAL

Reginald McGaugh

Managing Director

HOULIHAN SMITH & CO., INC.

Ryan T. Stewart

Senior Principal

TRIPLE TREE LLC

10:00

Networking Break

10:20

State of the Healthcare Bond Market

The healthcare bond market has been in a bit of turmoil over the past year as a result of the collapse of the auction rate securities market, controversies with the rating agencies and the changes in federal reimbursement formulas. With the overall economy in an apparent recovery and the credit markets loosening up, is everything coming up roses or not?

William A. Brandt, Jr.

Chair

ILLINOIS FINANCE AUTHORITY

Pamela Lenane

VP/Associate General Counsel

ILLINOIS FINANCE AUTHORITY

10:50

**Initiating a Clinical Integration and/or
Accountable Care Organization Project**

- Federal regulatory policy initiatives impacting physician/hospital integration and the emergence of accountable care organizations.
- Quality and value initiatives and pay for performance methodology
- Health Information Technology (HIT)
- Payment reform initiatives
- Recent developments impacting clinical integration and the potential of accountable care organizations
- Recent FTC guidance on clinical integration
- Practical guidance for establishing a clinical integration program
- Recent healthcare market dynamics and new models of physician/hospital integration
- New methods for care management
- California models as a possible precursor for the future

Paul R. DeMuro, Panel Moderator

Partner

LATHAM & WATKINS

Brian J. Silverstein MD

Senior Vice President

THE CAMDEN GROUP

Paul Katz

CEO

INTELLIGENT HEALTHCARE

11:35

**Strategic Planning for Healthcare IT:
Follow the Stimulus Money**

Stephen A. Timoni, Panel Moderator

Partner

K&L GATES LLP

C. Nichols Graham

First Vice President

SHATTUCK HAMMOND PARTNERS

A Division of Morgan Keegan

Bill O'Byrne

State Coordinator

**NEW JERSEY OFFICE OF HEALTH
INFORMATION TECHNOLOGY**

Additional speakers have been invited and will be added to the brochure when confirmed.

12:15

Luncheon for All Delegates and Speakers

Luncheon Address: The End of the Third Bubble

Is the healthcare bubble about to burst? This speaker makes a compelling case that healthcare in the U.S. has all the attributes of a classic financial bubble and will be the third whammy after the dot com burst of 2000 and the housing burst of 2008. But don't panic. He has a concrete strategy for surviving and taking advantage of the opportunities that will be presented.

Neal C. Hogan

Director

BDC ADVISORS LLC

1:45

**Cycles of Opportunity:
Acquisition and Consolidation Strategies for
Distressed Healthcare Companies**

This session will examine how the Great Recession has created opportunities that differ from past ebbs in the business cycle. A compelling story can be made to drive acquisition and consolidation strategies. Distressed situations create deal-making opportunities. This session will also examine acquisition strategies in the NFP universe and other opportunities.

Martin Winter, Panel Moderator

Managing Director

ALVAREZ & MARSAL

David S. Felsenthal

Managing Director

PRINCIPLE VALUATION

Edward J. Green

Partner

FOLEY & LARDNER

2:30

**Case Study: The Divestiture of Portneuf Medical
Center to a Foundation/For-Profit Joint Venture:
How a Community Divests its Medical Center
While Maintaining Local Control**

Located in Pocatello, Idaho, the County-owned Portneuf Medical Center was in the process of combining two campuses into one state-of-the-art campus. When the hospital found itself lacking necessary capital to complete the consolidation project, the County explored strategic alternatives for the medical center in collaboration with the hospital leadership, a Citizens' Panel, physicians, and other stakeholders through a series of interviews and public meetings. Following County voter approval, Bannock County contributed the assets of the medical center to a newly-formed joint venture in which an affiliate of Legacy Hospital Partners, Inc. owns a majority share and the local 501(c)(3) hospital foundation owns a minority share. Despite its minority ownership status, the local partner achieved 50-50, "block voting" governance of the venture on behalf of the community. After active public education and strenuous debate, the county's residents moved from pre-election survey approval rates of less than 38%, to an overwhelming 77% majority vote in favor of the transaction. This case study will examine:

- How to navigate political and public policy realities when considering options, pursuing voter approval, and completing such a sensitive transaction under the glare of active public discourse;
- How to work through the business and legal issues associated with a hospital joint venture with for-profit and not-for-profit members;
- How to sustain the medical center as an enhanced community healthcare asset with continued post-closing access to capital and other management resources; and,
- How to design strategies and structures to preserve local community control and empowerment.

Paul Lawrence, Panel Moderator

Partner

MCDERMOTT WILL & EMERY LLP

Rebecca Hurley

Executive Vice President, General Counsel and Secretary
LHP HOSPITAL GROUP, INC.

Jim Shannon

Executive Vice President Development
LHP HOSPITAL GROUP, INC.

Joseph Lupica

President

STROUDWATER CAPITAL

3:15

Networking Break

3:30

**Strategic Growth and Repositioning: Three Case
Studies of Methodist Health System in Dallas, TX**

Historically serving southern Dallas County for 82 years, the board of directors determined that for future growth and long term viability, the system needed to grow outside its historical service area. The strategic plan that was developed for FY 2009-11 focused on 3 areas; 1) Increase access points in new markets 2) Physician alignment strategies 3) Increase market share. DFW continues to be a growing and dynamic healthcare market and it allows for opportunities to enter new markets and consolidate existing ones. The system embarked on this strategy with the flexibility to structure transactions that benefited both the system and the other parties to find win-win solutions.

Michael Arvin

SVP/Chief Development Officer

METHODIST HEALTH SYSTEM

Thaddeus C. Kresho

Partner/Healthcare Transaction Services

PRICEWATERHOUSECOOPERS LLP

4:15

Investors' Roundtable

This is an open-ended discussion with experienced healthcare private equity investors and a healthcare investment banker. Anything relevant to healthcare investing and deal-making is fair game.

Jonathan K. Henderson, Panel Moderator

Partner

K&L GATES

John Cary

Managing Director

MCGLADREY CAPITAL MARKETS LLC

Andrew J. Cavanna

Principal

VESTAR CAPITAL PARTNERS

David M. Schuppan

Principal

CRESSEY & COMPANY LP

5:00

Conference Adjourns

5:15

**Awards Reception for *Nightingales' Healthcare News's* Outstanding Healthcare Transactions
Lawyers for 2008 & 2009. See next page.**

Honors Reception for *Nightingale's Healthcare News'* Outstanding Healthcare Transaction Lawyers 2008 & 2009

Hosted by:



Prince of Wales Room, Millennium Knickerbocker Hotel

Note: Because of the Great Recession this conference was postponed from the spring. The 2009 honorees will be announced in the October issue of *Nightingale's Healthcare News*.

Thomas E. Dutton



Counsels clients on community hospital acquisitions, hospital systems sales by bankruptcy estates, public/private hospital affiliations, HMO/insurer/hospital-physician and physician group acquisition programs, and osteopathic hospital acquisitions. Advises clients on hospital mergers and joint ventures including those involving for-profit and nonprofits and managed care organizations.

Steve Eisenberg



Provided counsel to an academic medical center in connection with the integration of multiple independent faculty practice plans, a regional health system in acquisition of a hospital and conversion to tax-exempt non-profit status, community health system in sale of its facility, and health system providers in acquisition of physician practices.

Edward J. Green



Representations include Silver Cross Hospital in its successful efforts to obtain a certificate of need to construct a \$400 million, 287 bed replacement hospital in Chicago suburbs, Michael Reese Hospital & Medical Centers (450 beds) in Chicago on reimbursement-related transactions in Chapter 11 filing, and a national skilled nursing facility chain in its acquisition of several skilled nursing facilities in Illinois.

Robert J. Hill



Represented AmierisourceBergen in \$90 million acquisition of Network for Medical Communication and Research, HCR Manor Care in sale of 29 assisted living facilities to Alterra for \$200 million, Kindred Healthcare in \$45 million acquisition of Specialty Healthcare Services, and Faulding Pharmaceutical (now part of Hospira) in acquisition of U.S. cancer drug distribution rights from Xanodyne Pharmacal.

Paul F. Lawrence



Representations include national not-for-profit hospital system in divestiture of 231-bed acute care hospital, national for-profit hospital system in divestiture of 30 acute care hospitals, national for-profit hospital system in acquisition of two large acute care hospitals and one psychiatric hospital, and national dialysis provider in divestiture of 73 freestanding renal dialysis centers located across the U.S.

M. Richard Lewis, Jr.



Lead attorney in representation of Baptist Health System in formation of its holding company and health system. Lead attorney for Shands HealthCare in acquisition of seven hospitals from AvMed and acquisition of two hospitals in Jacksonville and subsequent combination and single licensing. Represented Shands Jacksonville Medical Center in \$58 million bond refinancing.

Mitchell J. Olejko

Represented HMO in choosing between competing proposals to provide hospital services in major submarket. Counsel to numerous healthcare providers in changing their organizational and operational structures. Assisted in reorganization of major physician practice into a tax-exempt entity and creation of a new medical center. Counseled major children's hospital in several transactions and ventures.



Gerald (Jerry) Peters



Recently represented the buyer in the purchase of an ancillary healthcare services company and represented hospitals in three different states in hospital-physician joint ventures. Currently active on four hospital acquisition transactions, a cardiac cath joint venture, and several practice acquisitions for integrated delivery systems.

Robert L. Schuchard



Represented Providence Health System – Southern Calif. in acquisition of Tarzana Regional Medical Center. Represented Good Samaritan Health System, Puyallup, WA in affiliation with Multicare Health System. Represented Portals, a nonprofit mental health provider in Los Angeles, in merger with Pacific Clinics. Represented USC in sale of USC/Kenneth Norris, Jr. Cancer Hospital to Tenet Healthcare.

Lynn S. Scott



Represents healthcare companies in various corporate transactions including initial public offerings, and universities in connection with the commercialization of intellectual property assets. Recent experience includes representing healthcare companies in mergers, acquisitions, and divestitures, and biotech companies in developing joint ventures with pharmaceutical companies.

Steven R. Smith



General counsel for large healthcare system, handling the sale of an assisted living facility, negotiating the sale of a medical office building with complex retained rights to seller, as well as several joint ventures with physicians. Represented hospitals and healthcare systems as operational and compliance counsel in conjunction with issuance of tax-exempt bonds.

Mary Wilson



Has worked on more than \$10 billion in healthcare financings in more than 20 states. Developed finance compliance programs for large health systems and long-term care providers on bonds and swap transactions. Represented healthcare investment banks in several of the nation's largest healthcare financings including a \$917.9 million financing in August 2008.

The Forum for Healthcare Mergers and Acquisitions

Dear Colleague:

In spite of the Great Recession the healthcare industry has overall been amazingly resilient. At Renaissance American Management, Inc. and Beard Group, we are hopeful that the worst is over. The outlook is certainly brighter than it was last spring when we postponed this conference, but there are still constraints on travel and conference budgets. In response we have condensed this to a one-day conference and slashed the price of admission. We hope that makes it possible for you to join us at this, our **10th Annual Healthcare Transactions Conference**.

Never in the decade we have been producing this conference, has the topic been hotter. While the debate about healthcare reform rages, the market continues to innovate and evolve. We will be looking at "Accountable Care" which will figure large in any serious effort at rationalizing healthcare delivery in this country. Times like these are trying, but they also present great opportunity.

By going to a one-day format we really have packed a lot into a small space. All of us involved in putting this together hope that you will take advantage of this profitable event.

And don't miss the party. This is a great networking opportunity to meet with the people who are reshaping the market with mergers and acquisitions.

Cordially,



David M. Henderson

President

RENAISSANCE AMERICAN MANAGEMENT, INC.

Nightingale's

Healthcare
News

Upcoming Lists:

- **Outstanding Hospital Lawyers**
- **Outstanding Young Healthcare Lawyers**
- **Outstanding Fraud and Compliance Lawyers**

10th Annual

Healthcare Transactions

The Millennium Knickerbocker Hotel
Chicago
Thursday, November 5, 2009

To Register

Phone: 1-800-726-2524 or
903-595-3800
By Fax: 903-592-5168
Online: www.renaissanceamerican.com

Payments:

Conference\$595
Conference (Healthcare Provider)\$495
Corporate check, American Express, Visa, or MasterCard

Group Discounts Available: If your firm sends two delegates to this conference, third and subsequent delegates will receive a \$100 discount.

Cancellations: All cancellations will be subject to a \$100 administration fee. In order to receive a prompt refund, your notice of cancellation must be received in writing (by letter or fax) fifteen (15) business days prior to the conference. We regret that refunds will not be issued after October 14, 2009. The registration may be transferred to another member of your firm for this or any future Renaissance American Management Conference within 13 months. If you plan to send a substitute in your place, please notify us as soon as possible so that materials and preparations can be made. In the unlikely event of a conference cancellation, Renaissance American Management, Inc. and Beard Group assume no liability for non-refundable transportation costs, hotel accommodations or additional costs incurred by registrants.

Venue:

Millennium Knickerbocker Hotel
163 E. Walton Place
Chicago, IL 60611-1527
Phone: 312-751-8100 or 1-800-621-8140

Hotel Reservations: In order to get the group discount, it is important that you register by October 15, 2009 and tell them that you are with the Healthcare Transactions Conference.

Suggested Dress: Business Casual

Upcoming Conference

Southwest Healthcare Transactions

2010 Date To Be Announced

Registration Form: Healthcare Transactions 2009

Name _____

Title _____

Company _____

Address _____

City/State/Zip _____

e-mail _____

Phone _____

Fax _____

Please RSVP for the Following Events:

Luncheon on Thursday, November 5 at 12:30 PM
 Yes No
Honors Reception on Thursday, November 5 at 5:30 PM
 Yes No

Conference \$595

Conference (Healthcare Provider) \$495

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