

The members of Hancock Estabrook's Health Care Practice are the attorneys of choice for diverse health care providers in Central and Upstate New York, including hospitals, hospital systems, continuing care retirement communities, nursing homes, doctors, medical practices, dentists, nurses, laboratories, health centers and clinics, to name but a few. Be it corporate governance, Medicaid and Medicare compliance, or complex business transactions such as mergers, acquisitions, joint ventures and affiliations, the experience and insight of Hancock Estabrook's health lawyers guide our clients through the highly regulated and challenging business of delivering health care in New York -- all without losing sight of the most important thing - our clients hold peoples' lives in their hands.

Please visit our **Health Care Compliance Alerts page** to view related health care compliance publications and communications that may be of interest:

<http://www.hancocklaw.com/featured/health-care-compliance-alerts.php>

## Corporate Governance

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We serve as general counsel to many corporations in the business of delivering healthcare services. Working with lawyers in our other substantive areas, we offer clients well-rounded legal teams attuned to the needs of small health care companies and medical practices, as well as complex health care systems. We advise both not-for-profit/tax-exempt and for-profit clients on governance, corporate compliance, and other operational and regulatory matters, including navigating the complexities of New York State government. Representative corporate governance matters we advise clients on include:

- Drafting and maintaining corporate records, including certificates of incorporation, articles of organization, bylaws, operating agreements, corporate resolutions and minutes.
- Creating and restructuring single and multicorporate systems, including corporate mergers, joint ventures and affiliations.
- Drafting and implementing conflict of interest policies and procedures for Boards, management employees and medical staff.
- Advising clients on operationalizing and implementing the requirements of New York State's Non-Profit Revitalization Act.
- Assisting in the construction, evaluation and defense of executive compensation packages, including drafting executive employment, benefits and severance agreements.
- Advising clients on tax-exemption issues including the filing of tax-exemption or IRS Form 1023 applications with the Internal Revenue System, registering with the Charities Bureau of the New York State Attorney General's Office, and applying for property and sales tax exemptions.
- Providing Corporate Compliance training for Boards and senior leadership.

## Health Care Compliance, Fraud & Abuse

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Our health lawyers rigorously monitor emerging legal issues and trends in health care regulation, compliance, and enforcement. After decades as the top health law professionals in the region, our attorneys have unrivaled hands-on experience with federal and state regulation of health care delivery and health care providers, including physician self-referral or Stark rules, fraud and abuse and anti-kickback laws, Medicare and Medicaid compliance, the Affordable Care Act, and violations of the federal False Claims Act. Representative health care compliance matters

on which we advise clients include:

- Drafting and implementing corporate compliance programs which satisfy Medicare and Medicaid standards, including navigating the recent "effectiveness" compliance audits conducted by the New York State Office of the Medicaid Inspector General (OMIG).
- Legal oversight and advice on internal compliance audits and investigations, as well as external inquiries, such as document requests from OMIG, the Governor's Task Force on Not-for-Profit Entities, and tax-exempt bond audits.
- Representing clients in audits, self-disclosures and enforcement actions before the Office of the Inspector General for the United States Department of Health and Human Services (OIG), OMIG, the New York Attorney General's Medicaid Fraud Control Unit (MFCU), the United States Department of Justice, the federal Centers for Medicare and Medicaid Services (CMS) and the New York State Department of Health (DOH).
- Keeping clients apprised of trends and new issues arising in federal and state whistleblower actions.
- Negotiating settlement agreements with government enforcement agencies.
- Representing clients in licensure actions before the New York State Office of Professional Discipline and the New York State Office of Professional Medical Conduct.
- Our experience in the regulation and operation of health care delivery and overall health care policy is invaluable when employers are seeking to assess obligations and comply with the regulations as they relate to the Affordable Care Act. Please visit our [Affordable Care Act Initiative Team](#) page to learn more about how Hancock Estabrook can assist clients in this area.

## Health Care Contracts & Transactions

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Our knowledge of health care regulations proves invaluable in advising clients on health care transactions and contracts, from simple to complex. We have extensive experience in drafting, reviewing and revising contracts that are used in most common health care delivery transactions, but we also construct and implement complex and unique business transactions with vendors, independent contractors, third-party payors and other health care providers. Representative transactional and contracting matters on which we advise clients include:

- Drafting and interpreting various physician agreements including employment, call-coverage, medical director, independent contractor, physician recruitment and exclusive provider agreements.
- Reviewing and proposing revisions to third-party payor agreements, including commercial insurance and managed care contracts (HMO, PPO, TPA, etc.).
- Advising on Medicare, Medicaid and third-party payor enrollment, reimbursement and participation termination challenges.
- Representing clients in sophisticated and complex mergers, acquisitions and joint ventures, including physician practice acquisitions by hospitals and health systems, ambulatory surgery agreements, space-sharing arrangements, etc.
- Advising Lead Agencies and participating providers in Delivery System Reform Incentive Payment (DSRIP) Program-related matters.
- Conducting legal due diligence and securing legally-required approvals in major corporate transactions.
- Representing clients through corporate financing and refinancing projects, including taxable and tax-exempt financing, and Dormitory Authority financing, including the Tax-Exempt Equipment Leasing Program (TELP).
- Drafting, revising and interpreting outside vendor, consultant and services agreements.

## Patient Care & Medical Information

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The practice of health law is still, in the end, about patients. Our health lawyers are here for our clients when difficult and sensitive issues involving patients and their private information arise.

Representative patient care and confidentiality issues on which we advise clients include:

- Patient treatment issues such as health care proxies and agents, guardianships for those without capacity, surrogate decision making and the Family Health Care Decisions Act; emergency treatment, informed consent and end of life decision-making.
- Release of private patient information including protected health information, reporting loss or unauthorized releases of private information (i.e. breach notification), and overall Health Insurance Portability and Accountability Act (HIPAA) compliance.
- Responding to subpoenas and demands for patient-identifying or private information.
- Treatment of minors.
- Disruptive patients and visitors.

## Medical Staff Matters

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Our health lawyers have long represented health systems and therefore are well-versed in medical staff legal issues, including compliance with accrediting body requirements. Representative medical staff matters on which we have advised clients include:

- Drafting and interpreting Medical Staff Bylaws.
- Advising on disruptive physicians.
- Representing medical staffs in physician discipline and corrective action proceedings.
- Reporting physicians to the New York State Office Department of Health (Office of Professional Medical Conduct) and the National Practitioner Databank (NPDB).
- Credentialing issues, including inquiries from third-parties
- Subpoenas seeking Medical Staff records and files.