

## Representative Hospital and Health System Transactions

McDermott has represented hospital clients in the following recent transactions:

- Represented **Acadia Healthcare Company** (a portfolio company of Waud Capital Partners, LLC), in its acquisition of psychiatric hospitals located in Hilo, Hawaii and in Butte, Montana.
- Represented **Adventist Health System/Sunbelt** (Orlando, Fla.) in the creation of a cancer center of excellence involving Varian Medical Systems and Celebration Health (a joint venture with Disney).
- Represented **Arizona Medical Clinic, Ltd.** in the sale of all of its stock to Banner Health via merger.
- Represented **Ascension Health** and certain of its affiliates in connection with the sale of substantially all of the assets of 231-bed St. Joseph Hospital located in Augusta, Georgia to certain affiliates of Triad Hospitals, Inc.
- Represented **Baptist Hospital Inc.** (Nashville, Tenn.) in its divestiture from Perry Community Hospital in Linden, Tennessee. The representation included restructuring the Hospital's debt structure and settling five lawsuits related to the operation and management of the Hospital.
- Represented **Cambio Health Solutions, LLC**, a leading provider of change management solutions for hospitals and health systems, in its acquisition by **FTI Consulting, Inc.**
- Represented **Cape Cod Health System** in three major transactions involving the outsourcing of hospital departments.
- Represented **Caylor-Nickel Medical Center** in the sale of assets to Quorum Health Group, Inc.
- Represented **Elkins Park Hospital**, a subsidiary of Tenet Healthcare Corporation, in its acquisition of Albert Einstein Healthcare Network.
- Represented **Gateway Health System, Inc.** in the sale of its assets by joint venture with Triad Hospitals, Inc.
- Represented **Health Management Associates** in its acquisition of Providence Health System – Washington.
- Represented **Harvard Memorial Hospital** (Harvard, Ill.) in its affiliation transaction with Mercy Alliance, Inc.
- Represented **Health Net, Inc.** in the sale of its Florida health plan to Florida Health Plan Holdings II, LLC.
- Represented **Health Net, Inc.** in the sale of Los Angeles area hospitals.
- Represented **Hillcrest Healthcare System** in its \$300 million sale of the entire health system to Ardent Health Services, Inc. and Community Health Partners. To date, this transaction is the largest nonprofit health system transaction in the United States. The transaction involved sale of 14 of

Hillcrest's hospitals in a series of 10 distinct transactions. In 1998, we also worked with Hillcrest to acquire from Columbia/HCA Healthcare Corporation Tulsa Regional Medical Center, Tulsa Specialty Hospital and Columbia Doctors Hospital. We also represented Hillcrest in its joint venture with Triad Hospitals., Inc. for the construction and operation of Southcrest Hospital, a new hospital in Tulsa.

- Represented **Kosciusko Community Hospital** in its sale of assets to Quorum Health Group Inc.
- Represented **Leesburg Regional Medical Center** in its joint venture with Orlando Regional Medical Center for the development of a new hospital in the Lady Lakes, Florida.
- Represented **Lutheran Health Systems** in its acquisition of Samaritan Health System in Phoenix, Arizona.
- Represented **MacNeal Health Services Corporation** and **The MacNeal Memorial Hospital Association** in connection with their sale of assets to Vanguard Health Systems, Inc. and the establishment of the MacNeal Health Foundation.
- Represented **Margaret Tietz Nursing and Rehabilitation Center**, a not-for-profit long-term care facility located in Jamaica, NY, in its affiliation with the Beth Abraham Family of Health Services, a not-for-profit long-term residential and community-based health care provider
- Represented **Memorial Health Services** in connection with its asset purchase of Martin Luther Hospital and La Palma Intercommunity Hospital from Catholic Healthcare West Southern California.
- Represented **Memorial Hospital** (Springfield, Ill.) in the merger of two home health agencies, and advised the Hospital on reimbursement and operational issues relating to the merger. We also represent Memorial Hospital in ongoing physician joint ventures and on its system integration strategies.
- Represented **Memorial Medical Center** (Belleville, Ill.) in a variety of physician practice acquisitions and joint ventures, as well as ongoing system integration matters.
- Represented **Methodist Medical Center** (Peoria, Ill.) in the sale of its home health operations and the creation of a new physical therapy joint venture. Also assisted Methodist in the creation and accreditation of a nursing school.
- Represented **Molina Healthcare, Inc.** in its acquisition of Health Care Horizons.
- Represented **MultiCare Health System** in its \$300 million affiliation transaction with Good Samaritan Community Healthcare.
- Represented **Muskogee Medical Center Authority** in the \$120 million sale of Muskogee Regional Medical Center to Capella Healthcare, Inc.
- Represented **NationsHealth Holdings, LLC** in its merger with Millstream Acquisition Corporation.
- Represented the **Ohio State University Medical Center** in its acquisition of University Hospital East.

- Represented **Poudre Valley Health System** in its joint venture with Regional West Health Services for the development of a new tertiary care medical center along the I-25 corridor in Northern Colorado.
- Represented **Princeton Community Hospital Association** (Charleston, W.Va.) in its acquisition from Columbia/HCA of St. Luke's Hospital in Bluefield, West Virginia.
- Represented **ProMedica Health System** in all of its hospital acquisition, management and affiliation transactions, including those involving the following hospitals:
  - Fostoria Community Hospital (Fostoria, Ohio)
  - Defiance Hospital (Defiance, Ohio)
  - Lima Memorial Hospital (Lima, Ohio)
  - Bixby Community Hospital (Adrian, Michigan)
  - Herrick Memorial Hospital (Tecumseh, Michigan)
  - St. Francis Health Centre (Green Springs, Ohio)
- Represented **Providence Health System** in the sale of two of its central Washington hospitals to Health Management Associates.
- Represented **Quorum Health Group, Inc.** in its \$2.5 billion sale to Triad Hospitals, Inc.
- Represented **Resurrection Health Care** in its acquisitions of: West Suburban Medical Center, St. Joseph's Hospital, Saint Francis Hospital, Westlake Hospital, and Saint Elizabeth's Hospital and its subsequent merger of Saint Elizabeth's and Saint Mary's of Nazareth Hospital.
- Represented **St. Joseph Hospital** in the sale of assets to Quorum Health Group, Inc.
- Represented **St. Luke's Episcopal Health System** in connection with its acquisition, through a joint venture entity formed with an affiliate of the Methodist Health Care System, of physician practice management company assets from MedPartners, Inc
- Represented **StatusOne Health Systems, Inc.** in connection with its acquisition by American Healthways.
- Represented **Sumner Regional Health System** in its acquisition of Smith County Memorial Hospital (Carthage, Tennessee) from Life Point Hospitals.
- Represented **Tenet Healthcare Corporation** in the sale of several hospitals to Triad Hospitals, Inc.
- Represented **Tenet Healthcare Corporation** in the sale of several hospitals to Health Management Associates, Inc.
- Represented **Tenet Healthcare Corporation** in its divestiture of 114-bed Chapman Medical Center in Orange, California, 178-bed Coastal Communities Hospital in Santa Ana, California, 188-bed Western Medical Center Anaheim, Anaheim, California, and 280-bed Western Medical Center Santa Ana, Santa Ana, California.

- Represented **Tenet Healthcare Corporation** in its divestiture of St. Charles General Hospital, New Orleans, Louisiana.
- Represented **Tenet Healthcare Corporation** in its divestiture of Saint Vincent Hospital at Worcester Medical Center, Worcester, Massachusetts and two-campus MetroWest Medical Center, consisting of Leonard Morse Hospital in Natick, Massachusetts and Framingham Union Hospital in Framingham, Massachusetts.
- Represented **Tenet Healthcare Corporation** in its divestiture of Forest Park Hospital, St. Louis, Missouri and St. Alexius Hospital, St. Louis, Missouri.
- Represented **Tenet Healthcare Corporation** in its divestiture of 225-bed Midway Hospital Medical Center, Los Angeles, California.
- Represented **Tenet Healthcare Corporation** in its divestiture of 370-bed Centinela Hospital Medical Center, Inglewood, California, 358-bed Daniel Freeman Memorial Hospital, Inglewood, California and 166-bed Daniel Freeman Marina Hospital, Marina Del Rey, California.
- Represented **Tenet Healthcare Corporation** in its divestiture of 210-bed Garfield Medical Center, Monterey Park, California, 101-bed Monterey Park Hospital, Monterey Park, California, 117-bed Greater El Monte Community Hospital, South El Monte, California and 181-bed Whittier Hospital Medical Center, Whittier, California.
- Represented **Tenet Healthcare Corporation** in its divestiture of 124-bed Doctors Hospital of Jefferson, Metairie, Louisiana.
- Represented **Tenet Healthcare Corporation** in its return of 232-bed Doctors Medical Center – San Pablo, San Pablo, California, to the West Contra Costa Health Care District.
- Represented **Tenet Healthcare Corporation** in its divestiture of 246-bed Redding Medical Center, Redding, California.
- Represented **Tenet Healthcare Corporation** in its divestiture of Suburban Medical Center, Paramount, California.
- Represented **Tenet Healthcare Corporation** in its divestiture of 243-bed Brownsville Medical Center, Brownsville, Texas.
- Represented **Tenet Healthcare Corporation** in its divestiture of 198-bed Lake Mead Hospital Medical Center, North Las Vegas, Nevada.
- Represented **Tenet Healthcare Corporation** in its divestiture of Elkins Park Hospital.
- Represented **Tenet Healthcare Corporation** in its divestiture of 524-bed Twelve Oaks Medical Center, Houston, Texas.
- Represented **Tenet Healthcare Corporation** in its acquisition of Good Samaritan Medical Center and St. Mary’s Hospital located in West Palm Beach, Florida.
- Represented **Tenet Healthcare Corporation** in its acquisition of Daniel Freeman Memorial Hospital, Inglewood, California and Daniel Freeman Marina Hospital, Marina Del Rey, California.

- Spun-off five urgent care facilities in a manner that allowed the **Tennessee Christian Medical Center** to sell to physician investors while preserving its status as a nonprofit, tax-exempt entity.
- Represented **TriHealth, Inc.**, a two-hospital Ohio nonprofit health system, in its acquisition of substantially all of the assets of Cincinnati Group Health Associates, Inc., a medical group practice, including real property and equipment held in an affiliate limited liability company.
- Developed complex agreements for use by **University HealthSystem Consortium**, a national consortium of academic medical centers, in regulating the request for proposal, bid and contracting processes for the outsourcing of hospital departments and services. Also represented UHC in a \$1.45 billion outsourcing transaction involving Novation, LLC (a UHC joint venture with VHA, Inc.) and Neoforma, Inc.
- Represented **University HealthSystem Consortium (UHC)** in connection with the merger of Neoforma (Nasdaq: NEOF) and Global Healthcare Exchange, an electronic trading exchange
- Represented **Via Christi Health System** in the sale of Ponca City Oklahoma Regional Medical Center to CHS/Community Health System.

## CONTACTS

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