

Salient Health Ventures Hospital-Physician Joint Venture Conference

March 15-17, 2006 * Marriott Renaissance Ross Bridge Resort * Hoover, AL

Invited Participants

This Joint Venture Conference is intended for Hospital CEO's and select members of their leadership teams. Participants have been invited according to their interest in the subject matter, recommendations of past participants in events sponsored by Salient, and in consideration to some extent of the markets served by their organization.

Objective

The objective of this Conference is to provide insight into how hospitals and physicians can establish successful joint ventures of clinical services; encouraging and enabling participants to establish solid physician integration strategies for the medical centers they lead.

Topics

During the Conference the following topics will be discussed:

- ✚ The Dynamics of the Physician-Hospital Relationship
- ✚ The Dynamics of Various Physician Integration Strategies
 - Traditional equity models
 - Real Estate partnerships
 - Management agreements
 - Gainsharing
 - Under Arrangements models
 - Other
- ✚ Detailed Analysis of Under Arrangements Models
- ✚ Provider Based Regulations Impact on Joint Ventures
- ✚ Joint Venture Financial Considerations

Guest Speakers

David W. Grauer

David W. Grauer is based in Columbus, Ohio and co-chairs the Health Care Practice of Squire Sanders and Dempsey L.L.P., a global law firm with approximately 700 lawyers in 27 offices worldwide. Their Health Care Practice consists of approximately 30 attorneys who represent a wide variety of healthcare providers. In the last two years alone, the firm has worked on more than 50 physician-hospital joint ventures for clinical services such as lithotripsy, cardiac cath, ambulatory surgery, and imaging centers.

David concentrates his practice on issues within the health care industry including mergers and acquisitions, joint ventures, managed care negotiations, Medicaid and Medicare reimbursement, fraud and abuse issues, confidentiality and privacy issues, and professional and business licensure matters. David is a pharmacist with seven years' experience in hospital management. He combines his legal skills with knowledge and expertise in the health care industry in representing hospital systems, financial institutions, post-acute care providers (home health care and IV infusion), large long-term care providers and large medical groups in sophisticated business transactions.

David received his B.S. degree in pharmacy (1977) from the University of Kansas, his M.S. in pharmacy (1979) and MBA (1982) from Ohio State University, and his J.D. from Capital University in 1984. He held administrative /management positions at the Ohio State University Hospitals from 1979-1984, is an adjunct faculty member at the Ohio State University Colleges of Law and Pharmacy and is a member of the American Health Lawyers Association.

David is a member of the National Health Lawyers Association and the Health Care Law Committee of the Ohio State Bar Association. He is listed in The Best Lawyers in America.

H. Kennedy Conner

Ken Conner is based in Chattanooga, Tennessee and heads the healthcare practice of Decosimo, a regional CPA firm providing a variety of professional services to the healthcare industry. Decosimo has long been engaged in assisting clients better understand the use of capital and cost benefit analysis. Decosimo's clients vary by healthcare sector, size, and complexity; including clients with multi-state locations, ranging up to 260-plus facilities and 115 clinics in over 30 states.

Working with Decosimo's Corporate Finance practice, clients benefit from Ken's knowledge of facilitating problem resolutions within joint ventures and from his ability to arrange financing for established entities and startup companies alike. Before joining Decosimo in 1997, Ken served as the chief financial officer of Erlanger Medical Center, a tertiary facility with over \$250 million in net revenues. During his 12 years as CFO, Ken was involved in the issuance of \$400 million in tax-exempt debt, including variable rate demand bonds and inverse floaters, as well as more traditional forms of tax-exempt debt.

Ken is an active community leader and serves on numerous civic boards. Ken is a graduate of University of Alabama, where he holds a Bachelor of Science degree in accounting. He was awarded Certified Public Accountant designation in 1979. Ken is a member of the Tennessee Society of Certified Public Accountants, HFMA and the American Health Lawyers Association.

Conference Agenda

Wednesday, March 15, 2006

4-6:00 PM Check-In and Registration
6:00 PM Social
7:00 PM Dinner
8:00 PM CEO Spotlight

Thursday, March 16, 2006

7:00 AM Continental Breakfast
8:00 AM Dynamics of Various Physician Integration Strategies Dave Grauer
Traditional equity models
Real Estate partnerships
Management agreements
Gainsharing and co-management arrangements
Under Arrangements models
Cooperative models for imaging services
Mobile clinical services arrangements
9:30 Break
10:00 AM Exploration of Under Arrangements Models Dave Grauer
10:45 AM Case Study: CEO Participant and Dave Grauer
Noon Lunch
1:00 PM Golf
6:30 PM Social
7:00 PM Dinner
8:00 PM "Dynamics of the Physician-Hospital Relationship" Salient Health

Friday, March 17, 2006

7:00 AM Continental Breakfast
8:00 AM Provider Based Regulations: Joint Venture Impact Ken Conner
8:45 AM Joint Venture Financial Considerations Ken Conner
9:30 AM Break
10:00 AM Case Study: CEO Participant and Ken Conner
11:30 AM Adjourn and Check Out