

# Ask An Attorney

BY STEVEN R. GERSZ, ESQ., UNDERBERG & KESSLER LLP

**Q My practice is negotiating to be acquired by a hospital system. How can I ensure I do not suffer undue stress through this transaction?**

**A** It is natural that you will feel some stress occasioned by the transaction process. Expect that there will be some disruption in the operation of the practice. You will be called upon to consider the business and legal terms of transaction documents that are not at all familiar to you. More importantly, you will have to consider all of the changes in your practice operations and employment terms in dealing with a hospital system. Finally, there is uncertainty in being an employee of a new employer.

It may ease your mind to understand the process of an acquisition and what it entails. The practice should be using a law firm that is qualified and experienced in health care transactions. Draw upon the experience of the lead attorney to learn the anatomy of a transaction: negotiation of purchase price and high level terms in a letter of intent; due diligence investigation of the practice and its finances; drafting and negotiating the definitive acquisition agreement; drafting and negotiating the employment agreements, medical records transfer agreement and other ancillary transaction documents; and transaction closing. A well planned and executed transaction requires a team – utilize to the best of their abilities your practice business manager and outside accountant to work together with the attorney to structure the deal and negotiate favorable terms. Make sure that any and all legal questions you have are posed to the practice attorney and are answered to your satisfaction.

To deal with all of these stressors, consider the advice you would give to a patient to maintain their health and wellness:

- Follow healthy lifestyle habits in eating and exercising;
- Maintain control over your work schedule and the additional time required to pursue the transaction;
- Rely on your practice partners, practice business resources, and your team of professional advisors to each carry their full share of the load; and
- Maintain a work-life balance and ensure you spend sufficient time with your loved ones and on your own leisure time activities.

As you are aware from your question, you need to ensure that your personal wellness is not compromised, so that you can continue to deliver safe and effective medical care to your patients while the transaction plays out.

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