

# Ambulatory Surgery Centers

Polsinelli's ambulatory surgery center (ASC) team brings decades of experience across the full lifecycle of ASC projects, supporting our clients from day one of the deal to the daily operations that follow. We pair deep ASC insight with full-service strength to handle the work that matters to our clients — at every stage, in every market.

We've advised hospitals and health systems, ASC management companies, physician groups and private equity companies on hundreds of ASC projects nationwide, from de novo builds to national platform deals. We also guide ASC owners and operators through ownership, operations and compliance issues at scale.

Polsinelli brings in-depth knowledge of mergers and acquisitions, licensure, enrollment and accreditation, medical staff oversight and professional contracting and the complexities of state and federal laws and regulations, including those aimed at rooting out fraud and abuse. And with attorneys located in key markets nationwide, we know how state-level rules are enforced — not just how they're written.

## **Comprehensive Legal Representation For ASCs**

Polsinelli's ASC capabilities across core legal needs include:

### **Transactional:**

- Mergers, acquisitions and divestitures, including filings under state health care transaction laws
- Joint ventures (JVs) and strategic partnerships (e.g., two- and three-party JVs among physicians, hospital/health systems and management companies)
- Negotiating and drafting ASC transaction documents, including purchase agreements, operating agreements, management agreements and development agreements
- Corporate entity formation, restructuring, consolidation and combination
- De novo ASC projects, including syndications to physician owners and compliance with federal and state securities laws
- Buy-in and redemptions of physician ownership

### **Regulatory and Compliance:**

- Fraud and abuse and compliance issues (federal AKS and ASC Safe Harbors; state self-referral and anti-kickback laws), including physician ownership structuring
- Federal and state antitrust strategy and navigation of state "mini-HSR" review and approval requirements
- Corporate practice of medicine (CPOM) restrictions and compliance for office-based surgical programs
- State licensure, private accreditation and health planning ("Certificate of Need")
- Medicare and Medicaid enrollment, certification and compliance
- Hospital-based and physician office surgical centers
- HIPAA privacy and security

**Investigations, Audits and Appeals:**

- OIG/DOJ inquiries, investigations and audits
- Medicare, Medicaid and MAC audits
- State licensure survey response and appeals
- Appeals of state licensure terminations and Medicare and Medicaid revocations and terminations

**Operations, Reimbursement and Ongoing Support:**

- Reimbursement issues, including overpayments and refunds
- Internal billing and coding audits and day-to-day regulatory and governance questions, including enforceability of noncompetition restrictions
- Medicare Advantage and commercial payor contracting enrollment and disputes
- Ancillary business arrangements, including anesthesia contracts, medical directorships and billing and collection agreements

**Additional Capabilities:**

- Tax
- Intellectual property
- Cybersecurity
- Commercial contracts
- Artificial intelligence in clinical decision support, personal assistant devices and ambient client intelligence
- Financing arrangements
- Real estate and facility and equipment leasing, including subleasing ASC space and related restrictions
- Health care real estate