Antitrust in Health Care

Co-Sponsored with American Health Lawyers Association, ABA Section of Antitrust Law, and ABA Health Law Section

May 13–14, 2014 • Ritz-Carlton Pentagon City Hotel
Arlington, VA

PLANNING COMMITTEE:
JEFFREY W. BRENNA
DOUGLAS C. ROSS
MARTIN J. THOMPSON
Join your colleagues May 13-14, 2014 at The Ritz-Carlton, Pentagon City in Arlington, Virginia, as the American Health Lawyers Association, ABA Section of Antitrust Law, and ABA Health Law Section join together to present the 2014 Antitrust in Health Care Conference.

The Antitrust in Health Care Conference continues its rich quarter-century tradition with this jointly sponsored program. The conference brings together an expert faculty made up of the leading government enforcers, private counsel representing both plaintiffs and defendants, and forensic and academic economists to share their insights and offer practical advice and policy recommendations.

With stepped up government enforcement in health care, including the FTC’s recent victory blocking the acquisition by a health system of a medical group in Idaho, antitrust issues posed by the collaboration of providers and payers as they respond to health care reform, and a surge of private antitrust litigation, there have been many important developments since the conference was last held in 2012. We hope to see you this Spring to share the most timely and significant information on key antitrust issues affecting the health care industry.

Sincerely,

2014 Antitrust in Health Care Conference Co-Chairs
Jeffrey Brennan, McDermott Will & Emery LLP, Washington, D.C.
Douglas Ross, Davis Wright Tremaine, LLP, Seattle WA
Martin J. Thompson, Manatt Phelps & Phillips LLP, Costa Mesa, CA

Program Agenda

TUESDAY, MAY 13, 2014
7:00 am–5:00 pm
Registration and Information

7:00–9:30 am
Continental Breakfast
(attendees, faculty, and registered spouses and guests welcome)

8:00–9:30 am
Antitrust Primer
John J. Miles
An introductory or refresher discussion of important antitrust concepts and principles, relevant antitrust statutes (Sections 1 and 2 of the Sherman Act, Section 7 of the Clayton Act, and Section 5 of the Federal Trade Commission Act), antitrust enforcement, and antitrust exemptions, focusing on their application in the health care sector.

❯❯ Single-firm exclusionary conduct by firms with market power
❯❯ Merger analysis—unilateral and coordinated effects
❯❯ Enforcement—FTC, DOJ, state attorneys general, and private parties
❯❯ Exemptions—state-action and solicitation of governmental action
❯❯ Antitrust and the ACA

GENERAL SESSION
9:45–10:00 am
Welcome and Introduction
Jeffrey W. Brennan
Douglas C. Ross
Martin J. Thompson

10:00–10:30 am
Keynote Address
Edith Ramirez
Chairwoman, Federal Trade Commission

10:30–10:45 am
Break
Program Agenda

10:45 am–12:00 noon

**Year in Review**
Roxane C. Busey
Thomas L. Greaney
Douglas C. Ross

❯❯ Key antitrust health care developments since the last conference in 2012
❯❯ Trends in enforcement: What to watch for in 2014, and beyond
❯❯ The Supreme Court’s fascination with health care antitrust: What will they do next?

12:00 noon–1:30 pm
Lunch on your own

CONCURRENT SESSIONS
1:30–2:30 pm
A. **State of State Action** (not repeated)
H. Holden Brooks
Richard A. Feinstein
Eric J. Stock

This program will provide a brief description of the status of the law on the state action doctrine in light of the Supreme Court’s 2013 opinion in FTC v. Phoebe Putney Health System, Inc. and its recent grant of certiorari in FTC v. North Carolina Board of Dental Examiners. The panel will discuss recent state legislative and enforcement activity in the health care industry in addition to developments at the federal level, focusing on the following questions and their practical implications for health care clients:

❯❯ Are recent court decisions consistent in addressing how the state action doctrine should apply, and how should this issue be resolved?
❯❯ What role does (or should) the state action doctrine play in helping state and federal antitrust agencies balance what would appear to be competing interests in facilitating procompetitive provider collaboration and preventing anticompetitive levels of concentration in health care markets?
❯❯ What constitutes adequate state supervision of activity by private parties such that the doctrine will apply? How is this reflected in recent legislation?
❯❯ What trends are emerging, or may emerge, in light of recent decisions clarifying the scope of the doctrine? Should we expect to see more or less use of the doctrine by providers, and what is effective counseling in this area?

B. **Joint Venture Analysis** (not repeated)
Daniel P. Kessler
Bevin M.B. Newman
Jeffrey H. Perry

❯❯ Application of antitrust law to health care joint ventures—the most important challenges currently facing the health care community
❯❯ Takeaways from the FTC’s March 2014 Workshop “Examining Health Care Competition”
❯❯ FTC’s analysis and approach to health care collaborations and joint ventures
❯❯ New evidence on the effects of hospital/physician integration
   – Types of multi-provider joint ventures that have had potentially pro- and anti-competitive effects
   – Implications of this research for antitrust policy toward Accountable Care Organizations

2:45–3:45 pm
C. **Pay for Delay** (not repeated)
Saralisa C. Brau
Eric Grannon
Rahul Guha

D. **Payer Integration** (not repeated)
Mark J. Botti
Ryan M. Kantor
Thomas McGuire

4:00–5:00 pm
E. **Big Issues in Payer Litigation: Themes, Issues and Contradictions** (not repeated)
D. Bruce Hoffman
Gregory Vistnes
Joseph R. Whatley

Antitrust litigation regarding health insurance providers encompasses a broad scope of complex legal and economic issues. In this session, panelists will discuss several of the most important issues that have arisen in recent antitrust litigation involving payers, including:

❯❯ Theory of the case (e.g., exclusion of rival payers, exclusion of providers, raising rivals’ costs, market allocation and monopsony)
❯❯ Defining geographic and product markets and assessing market power
❯❯ Determining the likelihood and sufficiency of entry and expansion
❯❯ Differences between Agency litigation and private litigation
❯❯ Per se versus rule of reason
Program Agenda

F. Clinical Integration: Answering the Tough Questions (not repeated)
   Christi J. Braun  
   Robert F. Leibenluft  
   Christine L. White
As health care providers seek to establish new clinical integration programs or to evaluate whether to join a particular CI network, their trusted health care and antitrust counselors must be able to identify potential antitrust concerns—and practical ways to minimize those concerns. This panel will address the tough antitrust questions that arise in developing clinically integrated arrangements, explain why they are difficult, and provide practical advice based on their collective experience as government enforcers and private antitrust counselors. The discussion, which will be structured as a “Q & A” session, will address among other things:
   ❯❯ How can a group of providers achieve CI?  
   ❯❯ What types of providers can achieve CI? (e.g., single specialty providers? hospitals?)  
   ❯❯ How much time, money and effort does it take to achieve CI?  
   ❯❯ When may a CI network engage in payor negotiations?  
   ❯❯ What are common antitrust “red flags”?  
   ❯❯ What antitrust guidance is available from the federal antitrust enforcers?  
   Audience questions will be welcomed. Please note that this panel will assume general familiarity with antitrust principles and the health care industry.

5:00–6:00 pm
Networking Reception
(attendees, faculty, and registered spouses/guests welcome)

WEDNESDAY, MAY 14, 2014
7:00 am–4:45 pm
Registration and Information

7:00–8:00 am
Continental Breakfast
(attendees, faculty, and registered spouses/guests welcome)

GENERAL SESSION
8:00–9:00 am
View from Federal Enforcers
   Jeffrey W. Brennan (moderator)  
   Markus H. Meier  
   Peter J. Mucchetti
9:00–10:15 am
   Issues in Consolidation–Industry Perspectives
   Martin J. Thompson (moderator)  
   Wes M. Cleveland  
   Margaret Guerin-Calvert  
   Joseph Miller
   Controversy over the causes and effects of industry consolidation continue  
   Leaders from the hospital, physician and insurer segments of health care will discuss their perspectives on why and with what effects industry consolidation continues to accelerate

10:15–10:30 am
Break

10:30–11:45 am
   Issues in Consolidation–Lessons from Litigation
   Douglas C. Ross (moderator)  
   Jack R. Bierig  
   Thomas Greene  
   David Marx, Jr.
   The FTC just won its first-ever litigated case challenging a health system acquisition of a physician group in the St. Luke’s case in Idaho  
   The agency is riding high with wins in three litigated hospital mergers in the last two years: Phoebe Putney, ProMedica (Toledo) and OSF (Rockford)  
   Lessons the lawyers that headed the St. Luke’s and ProMedica trial teams draw from litigating these cases

11:45 am–1:15 pm
Lunch on your own

CONCURRENT SESSIONS
1:15–2:15 pm
G. Exclusionary Conduct: Do You Know It when You See It? (not repeated)
   Robert E. Bloch  
   Robert W. McCann  
   Richard D. Raskin
   Defining exclusionary conduct: When are MFNs, tying, bundling, exclusive dealing, and unilateral refusals to deal problematic?
   Where and how to draw the line between pro-and anti-competitive conduct?
   Government enforcement concerning exclusionary conduct
   Recent private cases concerning exclusionary conduct
   Practical examples and issues raised by different types of conduct
Program Agenda

H. New Concepts and Empirical Tools in Health Care Transactions (not repeated)
David A. Argue (moderator)
Keith Brand
Subramaniam Ramanarayanan
❯❯ Application of Bargaining Theory: Bi-lateral bargaining between providers and payers over price and non-price terms of contracts. How is this argument used in litigation by the agencies and what are the limitations?
❯❯ Merger Simulation: Models designed to estimate price effects of horizontal hospital transactions, giving ex-ante predictions of competitive harm and avoiding issues of market definition. What is the theoretical basis and what are the models’ strengths and weaknesses?
❯❯ Diversion Ratios: An intermediate step of the simulation model that is informative of patients’ view of closeness of substitution of merging providers. How can this lead to inferences about price effects of a transaction?
❯❯ Value-based Contracting: Issues in assessing pro-competitive benefits of innovative payment models that encourage provider risk-taking to improve quality and reduce costs. How are these benefits measured and how do they fit with traditional efficiencies analyses?

2:30–3:30 pm
J. Health Care Information: Antitrust Risks in a Technology Environment (not repeated)
Michael G. Cowie
Toby G. Singer
Anthony W. Swisher
❯❯ Transparency: Consumer benefit or collusion?
❯❯ Publication and exchange of pricing data
❯❯ Antitrust pitfalls of expanding role of Health Information Technology
❯❯ Report on FTC Workshop on Health Care Competition

K. Assessing Market Power and Harm to Competition in Evolving Health Care Markets (not repeated)
Christopher J. Garmon
Jeffrey S. Spigel
Lawrence Wu
❯❯ The challenges in assessing market power and harm to competition in evolving health care markets
❯❯ The complex legal and economic issues that often arise when evaluating the competitive impact of various types of transactions and vertical contractual relationships that are becoming more prevalent as health care markets evolve
❯❯ Lessons learned to provide practical advice for legal counsel and their clients
❯❯ Horizontal provider mergers, as well as hospital-insurance mergers, hospital-physician mergers and the formation of state-wide or regional multi-hospital systems
❯❯ Recent cases:
– FTC v. ProMedica (a horizontal hospital merger)
– FTC v. St. Luke’s (a hospital acquisition of physicians)
– DOJ Closing of its Investigation of Highmark’s acquisition of West Penn Allegheny Health System (a hospital-insurance merger)
– Sidibe v. Sutter Health (a case involving alleged tying by a multi-hospital system)

3:45–4:45 pm
L. Legal Ethics: Issues Facing Corporate Counsel (not repeated)
Thomas E. Spahn
❯❯ Hypotheticals will address ethics issues that corporate counsel frequently face
❯❯ Properly identifying the “client”: Within the corporate entity; when dealing with multiple affiliates within the corporate family; when dealing with corporate employees; and in the context of the “fiduciary exception”
❯❯ Duties to the corporate client, including up-the-ladder reporting of wrongdoing, and the risks of disclosing protected confidential communications too widely within the corporation, during a corporate transaction, and when dealing with the government and outside auditors
❯❯ In-house lawyers’ conflicts of interest, including restrictions on limiting liability and entering into noncompetition clauses
❯❯ Litigation ethics issues that in-house lawyers might face, including: adversaries’ ability to communicate ex parte with corporate employees; ethically permissible defensive measures that corporations can take to limit such communications; the rules governing ex parte communications with a corporate adversary’s in-house lawyer; and ethics issues involving metadata

M. Something Old, Something New: Product-Hopping and Follow-On Biologics (not repeated)
Mary T. Coleman
Heather Johnson
Darren S. Tucker
❯❯ Product-hopping challenges, risks, and rewards and related implications for antitrust regulators, pharmaceutical companies, and consumers
❯❯ Competition issues currently confronting regulators and lawmakers involving follow-on biologics
❯❯ Prospects for Hatch-Waxman-type antitrust concerns to arise in the context of follow-on biologics

Adjournment
Program Faculty

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Antitrust in Health Care Arlington, VA
Program Faculty

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<tr>
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<tr>
<td>John J. Miles</td>
<td>OBER</td>
<td>KALER</td>
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<tr>
<td>Joseph Miller</td>
<td>General Counsel</td>
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<td>Jeffrey H. Perry</td>
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<td>Staff Attorney, Northeast Regional Office Federal Trade Commission New York, NY</td>
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<tr>
<td>Lawrence WU</td>
<td>Senior Vice President NERA Economic Consulting</td>
<td>San Francisco, CA</td>
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### Program at a Glance

**Tuesday, May 13, 2014**

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<td>J. Health Care Information: Antitrust Risks</td>
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### Program Information

**Dates:** May 13–14, 2014  
**Place:** The Ritz-Carlton Pentagon City  
1250 South Hayes Street  
Arlington, VA 22202  
**Phone:** (703) 415-5000  
**Fax:** (703) 415-5061  
**Reservations:** (800) 241-3333

**Registration Fees:**  
*Postmarked and paid by April 21, 2014*  
$775 Member*  
$975 Non-Members  
*Postmarked and paid after April 21, 2014*  
$900 Member*  
$1100 Non-Members  

**Printed Course Materials:** $45  
*Member rate applies to members of AHLA, ABA Section of Antitrust Law, ABA Health Law Section.*

If you have indicated an incorrect amount due to errors in addition or not being eligible for a specific rate, AHLA will charge the correct amount to the credit card you have supplied.

**Discounted Registration Fees:** Government employees, in-house counsel, academicians, solo practitioners and students: please call (202) 833-1100, prompt #2 for special discounted registration fees.

**Spouse/Guest Fee:** For an additional $30 spouses and adult guests can register to attend the reception on Tuesday evening and the breakfasts on Tuesday and Wednesday mornings. Please sign up on the registration form. (Children are welcome to attend these events at no additional charge.)

**Continuing Education:** Participants will be given continuing education forms at the program. Forms must be completed and returned to AHLA staff to receive credit. AHLA is an approved sponsor of continuing legal education credits in most states. This seminar will be worth approximately 11.0 continuing education credits (including 1.0 ethics credit) based on a 60-minute hour and 13.5 credits (including 1.2 ethics credits) based on a 50-minute hour.

AHLA is registered with the National Association of State Boards of Accountancy (NASBA) as a sponsor of continuing professional education on the National Registry of CPE Sponsors. State boards of accountancy have final authority on the acceptance of individual courses for CPE credit. Complaints regarding registered sponsors may be addressed to the National Registry of CPE Sponsors, 150 Fourth Avenue North, Suite 700, Nashville, TN 37219-2417. Website: www.nasba.org. This seminar will be worth approximately 13.0 CPE credits.

This program is designed to be an update on developments in the area of Antitrust. There are no prerequisites or advanced preparations required to register for this group live program. Those seeking accounting credits should be familiar with the basic concepts of law and terminology associated with the area of tax in order to obtain the full educational benefit of this program.

**Hotel Reservations:** Hotel accommodations are not included in the registration fee. Call The Ritz-Carlton Pentagon City at (800) 241-3333. If calling, please indicate that you are attending the AHLA program. Rooms at the group rate are limited and may sell out prior to the April 21 cut-off.

**Cancellations/Substitutions:** Cancellations must be received in writing no later than May 6, 2014. Refunds will not be issued for cancellations received after this date. Registration fees, less a $125 administrative fee, will be refunded approximately 3-4 weeks following the program. If you wish to send a substitute or need more information regarding refund, complaint and program cancellation policies, please call (202) 833-1100, prompt #5. Please note that registration fees are based on the AHLA membership status of the individual who actually attends the program.

**Special Needs:** If you have needs requiring special assistance or accommodations, including special dietary needs, or have questions about accessibility issues at the program, contact our special needs coordinator, Valerie Eshleman at (202) 833-0784 or veshleman@healthlawyers.org.

**Travel:** Association Travel Concepts (ATC) has negotiated discounts with United, Delta, Hertz, Dollar Rentals, and Enterprise Rental Car to bring you special airfares and car rental rates lower than those available to the public. Discounts of 5-15% apply to travel on May 12-15, 2014. Some restrictions may apply and a service fee may apply. ATC will also search for the lowest available fare on any airline.

**ASSOCIATION TRAVEL CONCEPTS**  
1-800-458-9383  
email: reservations@atcmeetings.com  
www.atcmeetings.com  
(follow the Member Travel links)  
Fax: (858) 362-3153  
ATC is available for reservations from 8:30 am until 8:00 pm Eastern, Monday through Friday.
Antitrust in Health Care Program Registration Form

To register: Remit payment and completed registration form by mail to the American Health Lawyers Association • P.O. Box 79340 • Baltimore, MD 21279-0340 or fax with credit card information to (202) 775-2482. To register by phone call (202) 833-1100, prompt #2. If any program is over-subscribed, only AHLA members will be placed on a waiting list. On-site registrations will be accepted on a space-available basis only.

Name: ___________________________ Member ID #: ___________________________

First Name for Badge (if different than above): __________________________________________

Title: ___________________________________________________________________________

Organization: _____________________________________________________________________

Address: __________________________________________________________________________

City: ___________________________ State: _______ ZIP+ 4: ___________________________

Telephone: (______) ____________________________ Fax: (______) __________________________

E-Mail: ___________________________________________________________________________

Spouse/Guest Name ___________________________________________________________________

In order to receive the member rate, please indicate to which organization(s) you belong:

☐ AHLA  ☐ ABA Health Law Section  ☐ ABA Section of Antitrust Law

Early Registration Fees (faxed/postmarked and paid on or before April 21, 2014):

Members: ☐ $775  Non-Members: ☐ $975

Registration Fees (faxed/postmarked and paid after April 21, 2014):

Members: ☐ $900  Non-Members: ☐ $1100

I will require: ☐ audio  ☐ visual  ☐ mobility  ☐ other assistance ____________________________

☐ I have special dietary needs _______________________________________________________

PAYMENT INFORMATION

Please fill in applicable amount: (Sorry! Registrations cannot be processed unless accompanied by payment.)

$__________ Registration Fee

$__________ Printed Course Materials ($45)

$__________ Spouse/Guest Fee ($30)

$__________ Total Enclosed

☐ Check enclosed (Make checks payable to American Health Lawyers Association)

☐ Bill my credit card: ☐ VISA  ☐ MASTERCARD  ☐ AMERICAN EXPRESS  ☐ DINERS CLUB

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Please Note: Should your credit card total be miscalculated, AHLA will charge your credit card for the correct amount. To receive a refund of the registration fee paid minus $125, cancellation notice must be received in writing by May 6, 2014.

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Printed Course Materials

All attendees will receive an electronic version of the full set of course materials for the program. If you would like to purchase a binder, please indicate that below:

☐ I am registering for the Antitrust Program and would like to purchase the binder for $45
Antitrust in Health Care
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