CRITICAL GUIDANCE FOR INTEGRATING INDEPENDENT PHYSICIANS
Agenda

- The dynamics driving the physician market place
- Practical models for achieving physician alignment
- Guidance for ensuring success
- Q & A
THE DYNAMICS DRIVING THE PHYSICIAN MARKET PLACE
It’s Never Just One Thing…

- Demographic
- Economic and Financial
- Healthcare Reform
- Regulatory
- Technology

Market
Demographic Drivers

- Increasing population of the U.S.
- Aging population and the increasing needs of the Baby Boomers
- Aging physician workforce decreasing the future supply of doctors
- Generational and gender shift of physicians are driving changes in the workplace
  - Greater focus on work-life balance than professional attainment
Healthcare Reform

Healthcare reform (payment reform) has created a “burning platform” for action and has challenged the status quo

- Advanced care delivery models (ACOs, PCMH, bundled payments, clinical integration etc…) are all motivating physicians and hospitals to align themselves. To date, largely through employment arrangements
- The stick and carrot drivers of the HITECH Act have compelled physicians to evaluate their financial and operational abilities to comply and survive under the associated regulations
- Healthcare reform has the potential of adding 32M additional “covered lives” to the provider demand pool

The Surgical and Physician Services Experts
It’s The Economy Stupid

The Great Recession has called forth the Depression Era traits of our family history

- Stability, Stability, Stability
- Saving to recapture our decimated “201(k)” plans
- Uncertainty about the future

The cost pressures of running a medical practice are straining the private practice model

- Decreasing reimbursements
- Increased operating costs
- Declining incomes
The Upshot…

- The U.S. is projected to have a shortfall of approximately 124,000 to 159,000 physicians by 2025 (AAMC, 2008)

- The challenges and promise of Healthcare reform are compelling physicians and hospitals alike to join hands

- Personal and professional financial circumstances are straining the private practice model

- In 2008, the number of medical practices owned by hospitals exceeded those practices that were physician-owned

- In 2010, the number of new physicians that joined hospital practices surpassed those joining physician-owned practices

Source: MGMA
Small Independent Practices on the Decline

Percentage of “Active” Physicians Employed by Hospital

<table>
<thead>
<tr>
<th>Year</th>
<th>Specialists</th>
<th>PCPs</th>
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<tbody>
<tr>
<td>2000</td>
<td>5%</td>
<td>18%</td>
</tr>
<tr>
<td>2004</td>
<td>8%</td>
<td>22%</td>
</tr>
<tr>
<td>2008</td>
<td>15%</td>
<td>31%</td>
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<tr>
<td>2012 (E)</td>
<td>24%</td>
<td>40%</td>
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Physician Practice Size

All Physicians

n = 6,611

<table>
<thead>
<tr>
<th>Practice Size</th>
<th>Solo/2-Physician Practices</th>
<th>6+ Physician Practices</th>
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<tbody>
<tr>
<td>1996-1997</td>
<td>40.7%</td>
<td>32.5%</td>
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<tr>
<td>2004-2005</td>
<td>15.9%</td>
<td>21.8%</td>
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49% Physicians hired out of residency of fellowship placed in hospital-owned practices

(2%) Annual decline, over past 25 years, of number of physicians who own at least part of a practice

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MODELS FOR ACHIEVING INDEPENDENT PHYSICIAN ALIGNMENT
Organizational Design Options

➢ Superior - Subordinate
   ✓ Hierarchy of authority
   ✓ Top down approach
   ✓ Control oriented

EMPLOYMENT

➢ Solely independent
   ✓ Singular approach
   ✓ Autonomy oriented

INDEPENDENCE

➢ Collaboration
   ✓ We work together
   ✓ Multi-directional approach
   ✓ Cooperation oriented

PARTNERSHIP
Serving Two Masters

<table>
<thead>
<tr>
<th>Clinical Integration (Quality)</th>
<th>Financial Integration (Cost)</th>
</tr>
</thead>
<tbody>
<tr>
<td>High</td>
<td>JV Physician Services Mgt Co.</td>
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<tr>
<td>Low</td>
<td>Gain-Sharing</td>
</tr>
<tr>
<td>Low</td>
<td>JV MSO</td>
</tr>
<tr>
<td>Low</td>
<td>Volunteer Medical Staff</td>
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</tbody>
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Range of Integration Options

Multi-Specialty Medical Group
Single Specialty Medical Group
Virtual or Clinically Integrated Group
Group Practice Without Walls
IPA
Solo Practice

Volunteer Medical Staff
PHO or IPA Support
MSO
EHR – Clinical Integration Support
Organized Outpatient Department – Employed Model
Captive Employed Model Medical Group - Foundation

Source: JHD Group

Physician-Hospital Integration

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Option #1: JV MSO

**Capital and equity ownership of MSO**
- 50% Physicians
- 20% 3rd Party Manager
- 30% Hospital

**MSO** provides core management services
- CBO
- I/T infrastructure
- Access to capital

**ABC Medical composition**
- Roll-up of community-based practices
- Physician owned
- Single or multi-specialty
- May or may-not include ancillary ownership

**ABC Medical responsibilities**
- Group governance
- Clinical oversight
- Contracting authority
- Employs staff

**MSO may service multiple groups**
JV MSO – Key Features

- Meets an immediate and real need of independent physicians to secure and stabilize medical practices
- Provides a vehicle to align physicians with hospital
- Incorporates third-party expertise; 3rd party also fulfills role as relationship buffer
- Precursor to enabling multi-specialty relationships through a common platform
Option #2 – Captive Professional Corporation

- Hospital provides commercially reasonable loan to physicians to fund new medical group
- Medical group is owned by the physicians
- Condition of the loan – the “captive” – may include a board seat by hospital or practice management arrangement

Independent physicians come together to form new medical group PC
Captive PC – Key Features

- Meets a need of many physicians to retain their autonomy and independence
- Enables independent doctors to consolidate and gain strength in group size
- “Loose-tie” strategy between hospital and physicians through the captive arrangement
- Ability to also include an EHR and/or MSO strategy with captive PC and hospital
Option #3: JV Physician Services Organization

**Equity Ownership**
- MDs
- Hospital
- 3rd Party

**Functional Roles**
- Clinical management
- Administrative management

**Clinical Management**
- Hosp
  - I/P
    - Surgical
    - Perioperative
    - Anesthesia
    - Medical
  - O/P
  - ASC Network
    - HOPD
  - ASC Network

**Administrative Services Management**
- PCP
  - Employed
  - Spec
  - Multi-Spec.
  - Independent

**Equity Ownership**
- MDs
- Hospital
JV Phys. Services Organization – Key Features

- Building block to ACO formation
- Provides immediate need to independent specialists and PCPs: revenue augmentation
- Aligns physicians and hospital on the Clinical and Financial fronts
- Brings interdisciplinary skills together for clinical co-management
Integration of Independent and Employed Physicians

Medical Staff Development Committee

- Medical Group (Employed) Physicians
- Independent Physicians
- Administration
GUIDANCE FOR ENSURING SUCCESS
Key Attributes of Success

- The “right” strategy
- The ability to fully execute the strategy
- The “right” culture – open and transparent
- Flat organizational structure with streamlined decision-making
- Level 5 leadership
Keys for Successful Integration

1. Know What You Want and Why
2. Communicate, Communicate, Communicate
4. Adhere to “The 5 Musts”
5. Maintain Aligned Incentives
6. Get the Basics Right
7. Standardization Matters
8. Understand the Price of Equity
9. Culture Trumps Strategy Every Time
10. Don’t Make a “Mess”
1. Know What You Want and Why

“We need a physician practice department in the worst kind of way”….is exactly what you’ll get

Defense is not a strategy that will guarantee you get what you want

The objectives/purpose of the physician enterprise must be crystal clear to all parties

- What assets or capabilities are being contributed by each participant?
- How are the combined assets greater than the sum of the parts?
- What can the new entity accomplish together that individuals can’t accomplish apart?
2. Communicate, Communicate, Communicate

- The surest way to torpedo your physician enterprise is to miss on communication

- Nothing is trivial – communicate on all fronts and on all matters

- Sometimes you need to go to the Mountain

The most successful medical enterprises are those that find opportunities to harness the talents and input of its members

- Engage as many as possible
- Utilize formal and informal leaders to LEAD
- Rotate players
- Opportunities
  - Board positions
  - Committees
  - Advisory panels
  - Practice pod leaders
  - Service line leaders
4. Adhere to “The 5 Musts”

**Physician services MUSTS:**

1. Must be operationally competent
2. Must be honest
3. Must be transparent
4. Must be factual
5. Must deliver results

Accomplish these musts and you will earn the trust of the physicians with whom you’re collaborating
5. Maintain Aligned Incentives

Dimensions of physician motivation

✔ Basic human drivers (Employee Motivation: A Powerful New Model, Nohria, N.)
  • Drive to acquire: material and intangible
  • Drive to bond: concept of homophily
  • Drive to comprehend: making sense of the world, fulfill a purpose
  • Drive to defend: “fight or flight”, sense of fair play and justice

✔ Higher order needs (Cornerstones of Career Satisfaction in Medicine, Lepnurm et al)
  • Inherent dimensions
    » Doctor-patient relationship
    » Diversity of patients
    » Interactions with other physicians
    » Career advancement
  • Performance dimensions
    » Achievement
    » Responsibility
    » Competence
6. Get the Basics Right

Most acquired practices were profitable prior to acquisition. What went wrong?

- IR vs. CBO at PhyCor
- It’s NOT another department of the hospital

The basics of physician practice management

- Productivity/revenue-based model
  - Proper compensation plan (Incentive alignment)
  - Patient experience (Customer intimacy)
  - Scheduling (Demand management)
  - Billing and collection (Revenue cycle)
  - Expense management (Cash management)
7. Standardization Matters

- Too many practices are sacrificed at the altar of accommodation
- Not much room in a low margin business for customization
- What needs to be standardized?
  - Information systems
  - Practice policies and procedures
  - Staff compensation
  - Financial and performance reporting
8. Understand the Price of Equity

There’s a world of difference between a successful medical group and a group of successful physicians

- Price of Equity
  - Collaboration vs. Collegiality
  - Bound by common vision, mission and business purpose vs. by professional background and socialization
  - Accountability to the group vs. you do what you want and I do what I want
  - Integration and interdependence vs. autonomy and independence
9. Culture Trumps Strategy Every Time

Physicians
- Doers
- 1:1
- Reactive
- Immediate Gratification
- Deciders
- Independent
- Problem Solving/Solo
- Business Owners
- Value Collegiality

Administrators /Managers
- Planners
- 1:N
- Proactive
- Delayed Gratification
- Delegators
- Participative
- Problem Solving/Team
- Business Stewards
- Value Collaboration
“Those That Fail to Learn From History Are Doomed to Repeat It” — Winston Churchill

Avoid repeating history by adhering the following guidelines

- Any model can work – it’s about alignment and determining what’s best for the whole
- Alignment needs to include:
  - Organizational alignment
  - Constituent alignment
  - Business model alignment
- Keep the patient at the center of every decision
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