Healthcare Transactions

New Jersey's dynamic healthcare sector presents unique opportunities for healthcare providers, investors, and other business entities. The Greenbaum team combines deep industry knowledge with extensive transactional experience to ensure our clients achieve their strategic objectives while maintaining compliance and mitigating risk. Our work in the transactional healthcare space is broad-based and provides end-to-end legal support for a wide range of healthcare business transactions.

The firm represents buyers and sellers in the acquisition or sale of hospitals, health systems, physician practices, ambulatory surgery centers, urgent care centers, long-term care facilities, assisted living facilities, and other healthcare entities. This includes asset purchases, stock purchases, and corporate consolidations. We structure and negotiate joint ventures and other strategic alliances and guide individual physicians and group practices through the legal complexities of buying, selling or merging practices. We assist with the formation and structuring of new healthcare entities, and draft governing documents and business agreements, for managed care organizations and integrated delivery systems, including IDSs, ODSs, MEWAs, ACOs, PHOs, IPAs, MSOs, PPOs and HMOs. Our team has drafted and negotiated a wide array of healthcare sector-specific contracts, including employment agreements, management service agreements, vendor contracts, and leases. Our transactional services are augmented by multi-disciplinary due diligence and regulatory compliance reviews to identify potential legal risks and liabilities.

We have specialized expertise in matters concerning employee benefits, executive compensation, restrictive covenants, and separation agreements. As a full-service business law firm, we assist with taxable and tax-exempt capital financing and provide related tax counseling, provide guidance on private placements of securities, handle real estate acquisitions, leasing and dispositions, and provide general corporate representation and day-to-day counseling.

In the area of healthcare information technology, we provide counsel on information privacy and data security issues arising under the Health Insurance Portability and Accountability Act (HIPAA) and the Health Information Technology for Economic and Clinical Health Act (HITECH). We have assisted in the drafting and enforcement of privacy and security agreements and policies, including record retention requirements and the physical or electronic storage of medical records, and in the investigation, reporting and remediation of information breaches and the liability such breaches create under information privacy and security laws.

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Experience

Representative Matters

- Representing the largest healthcare system in New Jersey in drafting and negotiating design and construction agreements for capital projects across its hospital network, including interior renovations, specialty medical upgrades, equipment relocations, and large-scale parking garage construction.
- Representing a healthcare provider in the $2.5 million sale of a radiology and imaging center, including negotiation of transaction documents and coordination of Department of Health approval for transfer of an ambulatory care facility license.
- Representing a healthcare system in drafting and negotiating a uniform exclusive radiology services agreement implemented across multiple hospitals, standardizing contractual terms and negotiating arrangements with regional radiology groups.
- Advising a local government agency on the formation of a compliant “friendly P.C.” structure for the operation of New Jersey’s largest psychiatric hospital, including drafting and negotiating all transactional and governance documents under New Jersey healthcare law.
- Represented a medical device company in its $50+ million sale to a Johnson & Johnson subsidiary, managing regulatory, diligence, and closing considerations.
- Represented an endoscopy practice in its $7.5 million acquisition by a major hospital system, addressing healthcare regulatory and transactional issues.
- Represented a private investment fund in a CPA firm’s acquisition of a medical coding company, navigating complex cross-border regulatory requirements involving India-based ownership.
- Advised a private equity client in the acquisition and subsequent exit from an urgent care practice, successfully extracting the client near its original investment with full indemnification after operational failures.
- Advised a medical electronic billing company in its $22 million sale (plus earn-out) to a national healthcare services provider.
- Represented the president and CEO of a major New Jersey medical center in negotiating employment and deferred compensation agreements.
- Advised a nonprofit hospital on executive employment and benefits matters arising from the formation of a new healthcare system in New Jersey.

- Represented a global medical equipment manufacturer in environmental permitting, ISRA compliance, and international corporate reorganizations, including resolution of Clean Water Act disputes resulting in $20–$50 million in avoided compliance costs.
- Represented the general partner of a closely held company in resolving a complex internal dispute through a negotiated settlement involving the $4 million sale of the company's sole asset, a rehabilitation and nursing facility, avoiding protracted litigation.
- Advised an anesthesiology practice on corporate reorganization, partner buyouts, employment agreements, member disputes, and ongoing general corporate matters.
- Represented a dental practice owner in evaluating competing bids and completing the $1 million sale of a long-established practice, including lease negotiations, purchase options, and seller financing.
- Represented a real estate company as healthcare and regulatory counsel in developing assisted living facilities in Scotch Plains, East Brunswick, and Old Tappan in transactions exceeding $10 million.