

Samantha L. Prokop

Shareholder

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Practice & Industry Areas

- Corporate Law
- Government Affairs Law & Lobbying
- Health Care
- Mergers & Acquisitions
- Healthcare Transactions
- Florida Counsel Services

Education

- University of Akron School of Law, J.D., *magna cum laude*, 2010
- Baldwin-Wallace University, B.A., *summa cum laude*, 2006

Bar & Court Admissions

- Florida, 2014

Overview

Samantha Prokop serves as head of Gunster's Healthcare Transactions team. In her counsel to corporate and healthcare companies, Sam serves as an advisor to clients establishing new businesses, executing mergers and acquisitions and navigating business disputes and break-ups.

Sam has served as a risk manager and general counsel for a multi-location hospital system. Through her range of experience, Sam aims to help her clients remove barriers to develop practical, workable solutions to their complex problems, addressing immediate issues while developing long-term strategies for growth.

A focus on healthcare regulatory compliance

Clients reach out to Sam for help dealing with regulatory compliance matters including structuring arrangements to comply with the federal Stark Law, Anti-Kickback Statute,

Florida Patient Self-Referral Act, Florida Patient Brokering Act, and other applicable laws, rules and regulations, as well as evaluating these laws as part of acquisitions.

Sam's representative clients include:

- Academic medical centers
- Medical device distribution companies
- Group practices and independent physician associations
- Hospitals and ambulatory surgery centers
- Home health agencies
- Nurse registries
- Laboratories and diagnostic facilities
- Medical executives and medical professionals
- Accountable care organizations
- Pharmacies
- PBMs
- ACOs
- MSOs

Applying a focused, solutions-oriented approach aimed at advancing our clients' businesses

From a corporate perspective, Sam represents clients in a variety of industries seeking to establish new businesses by developing structures that attract new investors, owners, partners and talent.

She supports clients in reviewing and negotiating contracts and employment agreements, establishing executive compensation arrangements and drafting operating agreements, partnership agreements, shareholders' agreements, buy-sell agreements and bylaws.

From the letter of intent through closing, Sam assists clients with mergers, sales and acquisitions including handling day-to-day business disputes both internally and with outside vendors.

Representative Matters

- Represented related single specialty medical practices in sale to private equity for ~\$250M
- Represented Seller in ~\$110M sale of capital stock and control of a Florida-based medical clinic operator and a Florida-based management services organization to a private equity platform buyer
- Represented Sellers of home health agencies in sales totaling over ~\$50M
- Represented home based primary care practices in equity sales totaling over ~\$13M
- Represented Seller in sale of logistics company for ~\$10M

- Represented FQHC in the purchase of 2 pharmacies
- Represented physicians in the sale of their stock to a national hospital/surgery center joint venture
- Represented purchaser in the acquisition and roll up of orthopedic practices incorporating MSO model
- Represented physician investors in an unwind from a joint venture involving a national ASC investment and management company
- Represented international manufacturing client to establish businesses in Florida while securing and negotiating exclusive private labeling and distribution contract with large retail company
- Represented specialty group in the sale of their practice and management company to a private equity firm
- Represented primary care group in acquisition by private equity group
- Represented international medical device company in seeking FDA approval for new medical device
- Represented orthopedic group in arrangement to sell practice to a national group backed by private equity firm

Honors

- *The Best Lawyers in America*®, Health Care Law, 2022-24
- *Florida Super Lawyers*, “Rising Star,” 2020-23
- “Top Healthcare Legal Professional for 2017,” EPI Compliance, 2017

Publications & Presentations

Presentations

Corporate

- “FACTA Compliance: Red Flags Rule for Businesses, American Public Power Association,” Jacksonville, FL, October 27, 2014
- “OSHA Workplace Safety, National Business Institute,” Jacksonville, FL, April 23, 2014
- “The Affordable Care Act and Other Developments in Employment Law (Federal and State),” National Business Institute, Jacksonville, FL, April 23, 2014

Healthcare

- “Offensive and Defensive Strategies for Dealing with Payor Audits and Overpayment Disputes,” Florida Association for Healthcare Practices, October 23, 2019.
- “HIPAA Bootcamp-Security Basics,” EPI Conferences, Orlando, Florida, April 11, 2019.

- “Revenue Enhancement Strategies for Physician Practices, EPI Conferences, Orlando, FL, April 13, 2019.
- “Work Smarter, Not Harder: Revenue Enhancement Strategies for Physician Practices, Florida Association for Health Care Practices, April 17 2019.
- “The MSO/IPA Advantage in the MACRA Era”, EPI Conferences, Orlando, FL, February 1-3, 2018
- “Business Associates and Breach Reporting,” EPI Conferences, Orlando, FL, February 1-3, 2018
- “Clinical Risk Reduction Strategies and PSO Initiatives, Florida Society for Healthcare Risk Management and Patient Safety,” August 2013
- “Legal Risk and Financial Implications of Physician Acquisition and Integration, Florida Society for Healthcare Risk Management and Patient Safety,” August 2013 (co-presenter)
- “Changes to Ohio’s Medicaid Reimbursement via the Integrated Care Delivery System,” OHCA Annual Long-Term Care Convention, April 30, 2013
- “Audit Survival for Chiropractors,” Tri-County Chiropractic Association of Ohio, OSCA District 5, April 18, 2013
- “Behavioral Health Strategic Initiatives via ACOs,” Symposium for Mental & Behavioral Health Providers, Board Members, and Administrators, February 27, 2013
- “Health Home Initiative,” Symposium for Mental & Behavioral Health Providers, Board Members, and Administrators, February 27, 2013
- “Collaboration with Federally Qualified Health Centers,” Symposium for Mental & Behavioral Health Providers, Board Members, and Administrators, February 27, 2013

Publications

- “Modifier 25 Fraud and Abuse Issues on the Government’s Radar Again,” RezLegal Client Alert/Bulletin, July 2018
- “Healthcare Providers Required to Implement Non-Discrimination Practices under Section 1557 of the Affordable Care Act,” RezLegal Client Alert/Bulletin, October 2016
- “New HHS Guidance Suggests EMR Vendors and other Business Associates cannot hold Protected Health Information Hostage,” RezLegal Client Alert/Bulletin, September 2016
- “New Prescriptive Authority for Advanced Registered Nurse Practitioners and Physician Assistants,” RezLegal Client Alert/Bulletin, June 2016
- “MACRA – What it means for Physician Reimbursement,” RezLegal Client Alert/Bulletin, April 2016
- “Changes to Incident-to Billing Rules,” RezLegal Client Alert/Bulletin, March 2016
- “Common Compliance Pitfalls,” MD Life, December 2015
- “The Affordable Care Act and Other Developments in Employment Law (Federal and State),” National Business Institute, educational program handout April 23, 2014
- “Workplace Safety,” National Business Institute, educational program handout April 23, 2014

- “Keeping What You’ve Earned: Offensive and Defensive Strategies for Handling Overpayment Audits and Appeals,” co-author, Ohio State Chiropractic Association, March 2013
- “Suits Possible for Failure to Report Child Abuse,” contributor, ED Legal Letter, October 2012
- “Spotlight on Doctors’ Role in Prescription Drug Abuse, Physician Risk Management,” contributor, Vol. I, No.2, August 2012
- “Off-Label Prescribing? Know Evidence Base!” contributor, Physician Risk Management, Vol. I, No. 9, March 2013
- “EPs Face Legal Risks with Discharging Psych Patients,” contributor, ED Legal Letter, February 2013

Professional Associations & Memberships

- Florida Bar Association, 2014-present
- Ohio State Bar Association, 2010-15
- American Bar Association, 2011-15
- American Health Lawyers Association, 2011-19

Civic & Community Service

- ElderSource, Inc. and ElderSource Institute, Inc., past Board Member
- Jacksonville Area Legal Aid, Inc., past Volunteer
- Hoban High School Mock Trial Team Coach, 2011-14