

Ken Marlow

PARTNER, HEALTHCARE INDUSTRY CHAIR, BOARD OF DIRECTORS



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Healthcare companies growing strategically through mergers, acquisitions and joint ventures place their trust in Ken Marlow because he gets deals done. Ken has guided clients through more than 50 acute care hospital transactions with an aggregate value of more than \$14 billion. He is known for his ability to bring people and businesses together to structure, document and execute deals, and clients value his cooperative nature and team approach to overcoming complex issues. As the Chair of Waller's nationally-recognized Healthcare Department, Ken also leads a team of over 190 attorneys who focus on delivering exceptional legal service to the nation's preeminent healthcare companies.

Ken has worked on some of the most significant healthcare transactions in the country, including joint ventures between hospitals, physician groups and other healthcare providers. He advises one of the nation's largest privately-held healthcare companies in strategic acquisitions across the acute and post-acute care spectrum, including skilled nursing facilities, rehabilitation hospitals, home health agencies and hospice care providers. Additionally, Ken works with multi-state nonprofit health systems and academic medical centers on strategic growth initiatives, including mergers, acquisitions and a variety of creative joint venture arrangements.

Ken regularly advises boards of directors and boards of trustees on corporate governance matters, including their fiduciary obligations and roles as trustees of charitable assets. He has also represented accountable care organizations approved by the Centers of Medicare and Medicaid Services under its Medicare shared savings program. In addition, he has served as counsel in more than 100 syndications of ambulatory surgery centers, dialysis centers and other outpatient facilities.

Ken speaks on a range of healthcare topics at national conferences, including The Governance Institute and the Healthcare Law & Compliance Institute, among others. He is also regularly quoted in publications including *Modern Healthcare* and the *Wall Street Journal*. His reputation within the healthcare industry has led to his appointment to the Board of Directors of the Nashville Health Care Council. He is also a past board member of Leadership Health Care. Within Waller, Ken serves on the firm's Board of Directors and is a member of the Diversity Committee.

EXPERIENCE

- Represented Kindred Healthcare in its partnership with Tennova Healthcare and the University of

Tennessee Medical Center to develop an inpatient rehabilitation hospital.

- Represented LifePoint Health and provided transaction, healthcare regulatory, tax, employee benefits and real estate advice to the company.
- Represented LifePoint Health in its divestiture of Teche Regional Medical Center in Louisiana.
- Represented Pennsylvania-based Ellwood City Hospital in its acquisition by Florida-based Americore Health LLC, which included the hospital's conversion from a non-profit to for-profit hospital.
- Represented Mississippi Baptist Health System in its merger with Baptist Memorial Healthcare, resulting in a combined system of 21 hospitals with \$2.5 billion in revenues.
- Advised LifePoint Health in its acquisition of Providence Hospitals in South Carolina from the Sisters of Charity Health System.
- Represented LifePoint Health in its acquisition of St. Francis Hospital, a 376-bed acute care hospital in Columbus, Georgia.
- Represented the Regional Health Network of Kentucky, a joint venture between Norton Healthcare and LifePoint Health, in its acquisition of Clark Memorial Hospital in Jeffersonville, Kentucky.
- Represented LifePoint Health in its joint venture with Watertown Regional Medical Center, a 55-bed hospital in Wisconsin.
- Represented Kindred Healthcare in its \$195 million acquisition of Centerre Healthcare, an operator of inpatient rehabilitation hospitals.
- Represented Duke LifePoint Healthcare in its acquisition of Conemaugh Health System, west central Pennsylvania's largest health system, including three hospitals, outpatient facilities and physician practices.
- Represented Kindred in its acquisition of Senior Home Care, one of the largest and the premier home health provider in Florida and Louisiana with 47 locations.
- Represented Kindred Healthcare in its sale of two long-term acute care hospitals and the acquisition of four LTAC hospitals operated by Select Medical.
- Represented Duke LifePoint in its acquisition of Marquette General Hospital in Michigan for \$483 million.

EDUCATION

- J.D., University of Tennessee College of Law, 1996
 - Recipient of the American Jurisprudence Award of Excellence in the studies of Appellate Advocacy and Contract Drafting
 - Research Editor - Tennessee Law Review, American Judicature Society
- B.A., *cum laude*, Vanderbilt University, 1992

BAR ADMISSIONS

- Tennessee

RECOGNITIONS

Chambers USA

- Healthcare (Tennessee), 2016-2019

The Best Lawyers in America[®] (Woodward/White Inc.)

- Health Care Law, 2019-2020

Nashville Business Journal

- Health Care Hero

PROFESSIONAL INVOLVEMENT

- Member, Board of Directors, Nashville Health Care Council
- Member, Nashville, Tennessee and American Bar Associations
- Member, Business Law and Health Law Sections of the American Bar Association
- Member, American Health Lawyers Association
- Member, Board of Directors, Waller Lansden Dortch & Davis, LLP
 - Member, Diversity Committee
- Former Member, Board of Directors, Leadership Health Care

COMMUNITY INVOLVEMENT

- Former Member, Board of Directors of the Cystic Fibrosis Foundation
- Former Member, National Kidney Foundation of Middle Tennessee
- Volunteer, Habitat for Humanity Home Construction