

November 29, 2017

# How Should Health Systems' Reconsider Their Business Portfolios?

Jennifer Yaggy, John Harris, and Brett Zelkind

With declining inpatient revenues, many hospitals have acquired or developed ancillary health businesses to round out their portfolios in the past 10-15 years. The rationale for these acquisitions varied by the type of business but has typically been to diversify income, drive inpatient referrals, and raise brand awareness with patients. Examples of these ancillary service lines include diagnostic services (e.g., lab, imaging, speech and hearing testing), retail pharmacy, post-acute care, and health plans.

With business models shifting to embrace value-based rather than volume-based reimbursement, Marwood believes health systems must assess and potentially reconfigure their business portfolios to focus on the greatest strategic value. This may require discontinuing, selling, or outsourcing service lines that may be delivered in a more cost-efficient manner to focus resources on acquiring, developing, and integrating services that create the greatest value.

With margin pressure in the fee-for-service environment and the ongoing shift to value-based models with shared savings or even upside and downside risk, health systems are looking more closely at the costs of providing care. Major health systems, including academic medical centers, are working to cut costs by as much as 25-30%. Some, including Cleveland Clinic and Intermountain, are looking at variations in costs of care at the procedure level, and even by physician, to identify efficiency improvements. Other systems are looking at structural approaches to cost management, including insourcing, outsourcing, and even significant automation of ancillary service lines and support services.

Lab operations, for example, are expensive and yet may not bring significant margin. Inpatient labs are included in the episodic payment under the MS-DRG (IPPS) payment system and therefore operate as a cost center rather than revenue center. Medicare outpatient reimbursement rates have been cut dramatically under the recently released Clinical Lab Fee Schedule. Commercial payers are also pressuring hospitals to keep their laboratory costs in line with those of standalone laboratory service providers. Health systems are increasingly outsourcing labs to Quest or LabCorp, who may be able to operate at lower costs due to volume and other efficiencies. Montefiore, Peace Health, Health One, Barnabas Health, Hartford HealthCare, MemorialCare, and Henry Mayo New-hall Hospital have chosen to outsource or divest at least some components of lab operations to cut costs, while preserving quality. When evaluating their laboratory services, hospitals should consider the near and long-term value of their outreach lab businesses, including volume trends, cost structure relative to competitors, the longevity of commercial reimbursement rates (especially if they are higher than standalone

competitors), and/ or the role in utilizing excess capacity. If the value of the outreach business is under pressure, then hospitals should consider divestiture to an independent lab.

Marwood believes health systems and hospitals should focus their portfolios on assets that offer, or likely will offer, strategic value in their portfolio. To preserve as many strategic options as possible, health systems must continually evaluate all business lines, including ones that are currently profitable, and determine how those lines will perform in the future.

Marwood worked with a 40-hospital system that had built a physician outreach lab operation. The operation was profitable, but growth had been slowing and the system was concerned about its ability to compete over the long-term against large competitors such as Quest and LabCorp. Marwood worked with the client in evaluating various strategic options, including growing the business, forming a joint venture, and divestiture. Ultimately, the system decided to sell the business, and Marwood was able to secure an attractive price from a large lab company. Achieving such an attractive valuation would likely not have been possible had the system waited until the business started to decline more significantly.

Such was the situation of another health system client that Marwood advised. This health system owned a government programs managed care plan, and like other Marwood Group clients, the plan had been growing membership, but it was also underperforming expectations and losing money. Marwood performed an analysis demonstrating that although the plan could likely be brought back to profitability over time, the continuing losses incurred during such a restructuring would not be worth the ultimate gains. The health system's delay in identifying and addressing the health plan problems restricted the potential strategic alternatives available to it.

Conversely, Marwood has worked with systems that opted to expand their business lines in the face of the current environment. One geographically diverse system wished to significantly bolster its presence in several ancillary provider practices. After Marwood conducted a careful analysis of both the national and local environment surrounding these businesses, the system opted to expand in selected geographies. Similarly, Marwood helped a regional health system structure a joint venture with an existing in-market health plan to establish a new commercial managed care plan. The health system did not believe it had the capabilities to enter into the health insurance market on its own, and a joint venture provided it with another alternative.

# **About Marwood Group**

Marwood provides strategic, financial, and regulatory advisory services to healthcare clients. Strategic advisory services include analysis of market demand, competition, and capabilities to inform growth strategies. Financial advisory includes evaluation of business options and transaction services through our affiliate Marwood Group LLC, a FINRA-registered broker-dealer and state-registered investment adviser. Marwood's legislative and regulatory advisory provides an outlook for federal and state legislative and regulatory catalysts across all sectors of healthcare. The firm has offices in New York, Washington, D.C., and London.

# **Contact Information**

For more information on any of the content in this publication or to learn more about Marwood Group Advisory's capabilities, we encourage you to please contact us.

### **Brett Zelkind**

Director

Office: 212-532-3651

bzelkind@marwoodgroup.com

## **About the Authors**

# Jennifer Yaggy

Ms. Yaggy advises clients on market trends and growth strategies. Prior to joining Marwood, Ms. Yaggy spent over ten years with Booz & Company, leading growth strategy engagements for a wide range of healthcare clients, including care providers, managed care organizations, and life science companies. Ms. Yaggy holds a Masters in Business Administration from the New York University Stern School of Business and a Bachelors of Science in Architecture from the University of Virginia.

## John Harris

Mr. Harris leads Marwood Group's financial advisory practice. Over a 20-year investment banking career, Mr. Harris has advised middle market and Fortune 100 healthcare services companies on over \$10B of M&A transactions and \$40B of financings. While at Marwood, Mr. Harris has worked closely with companies in a variety of healthcare sectors. Prior to joining Marwood Group, Mr. Harris was a Director in the Healthcare and M&A investment banking groups at Bank of America Merrill Lynch. Mr. Harris graduated Georgetown University magna cum laude with a B.S. in Finance and International Business.

## **Brett Zelkind**

Mr. Zelkind advises providers, health plans, risk bearing entities, and outsourced service companies on a variety of strategic decisions, transactions and activities. Prior to joining Marwood, Mr. Zelkind held numerous operating positions at healthcare companies. He was formerly a Vice President with US Imaging, responsible for Provider Relations and Strategic Initiatives, and Senior Market Director at WellCare Health Plans, directly leading Provider Relations, Enrollment and Member Retention in the New York City market. Mr. Zelkind received his Masters in Business Administration from the University of Delaware and Bachelor of Arts in Sociology from the State University of New York at Buffalo.

The information herein is provided for informational purposes only. The information herein is not intended to be, nor should it be relied upon in any way, as investment advice to any individual person, corporation, or other entity. This information should not be considered a recommendation or advice with respect to any particular stocks, bonds, or securities or any particular industry sectors and makes no recommendation whatsoever as to the purchase, sale, or exchange of securities and investments. The information herein is distributed with the understanding that it does not provide accounting, legal or tax advice and the recipient of the information herein should consult appropriate advisors concerning such matters. Reference herein to any specific commercial products, process, or service by trade name, trademark, manufacturer, or otherwise, does not necessarily constitute or imply its endorsement, recommendation, or favoring by Marwood Group Advisory. LLC ("Marwood").

All information contained herein is provided "as is" without warranty of any kind. While an attempt is made to present appropriate factual data from a variety of sources, no representation or assurances as to the accuracy of information or data published or provided by third parties used or relied upon contained herein is made. Marwood undertakes no obligation to provide the recipient of the information herein with any additional or supplemental information or any update to or correction of the information contained herein. Marwood makes no representations and disclaims all express, implied and statutory warranties of any kind, including any warranties of accuracy, timeliness, completeness, merchantability and fitness for a particular purpose.

Neither Marwood nor its affiliates, nor their respective employees, officers, directors, managers or partners, shall be liable to any other entity or individual for any loss of profits, revenues, trades, data or for any direct, indirect, special, punitive, consequential or incidental loss or damage of any nature arising from any cause whatsoever, even if Marwood has been advised of the possibility of such damage. Marwood and its affiliates, and their respective employees, officers, directors, managers or partners, shall have no liability in tort, contract or otherwise to any third party. The copyright for any material created by the author is reserved. The information herein is proprietary to Marwood. Any duplication or use of such material is not permitted without Marwood's written consent.

© 2017 Marwood Group Advisory, LLC