

# Terra Lord Parten

Shareholder

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## Overview

Terra Lord Parten focuses her practice on transactional, corporate and regulatory matters. Her transactional and corporate practice includes mergers; stock and asset acquisitions; reorganization and recapitalization transactions; corporate governance and formation issues; preparation and negotiation of management agreements, professional services agreements, and employment agreements; and other general business matters.

Terra's healthcare regulatory practice includes issues relating to Stark and anti-kickback compliance; Medicare and Medicaid enrollment, billing and reimbursement; Medicare fraud and abuse laws; Clinical Laboratory Improvement Amendments (CLIA), Health Insurance Portability and Accountability Act (HIPAA), Emergency Medical Treatment and Active Labor Act (EMTALA), and other federal and state regulatory requirements; and licensure and accreditation.

Terra's achievements have earned her inclusion in *Oklahoma Super Lawyers'* list of "Oklahoma Rising Stars," which recognizes the state's top up-and-coming attorneys.

## Representative Experience

- Ongoing transactional and regulatory counsel to a multibillion-dollar franchise staffing company, including joint ventures with ancillary service providers, expansion into new markets, recommendation and implementation assistance for new policies and processes, and assistance with employment agency licensing requirements nationwide.
- Represented a large healthcare company in reorganizing and simplifying its capitalization and organizational structure through a series of mergers and other related transactions including, among other things, an \$8 million private securities offering and \$45 million credit facility.

## Admissions

Oklahoma, 2010

## Education

J.D., with highest honors, University of Oklahoma, 2010; Note Editor, *Oklahoma Law Review*; Comfort Scholar; Robert J. Emery Scholarship; Dean's Council; 9 American Jurisprudence Awards

B.A. (Economics and Spanish), with distinction, University of Kansas, 2006; Recipient, Arthur J. Boynton Scholarship for Excellence in Economics

## Professional Organizations and Memberships

Oklahoma Bar Association

American Health Lawyers Association

## Civic Involvement and Leadership

American Heart Association - Oklahoma City (Board of Directors)

Rebuilding Together (Volunteer)

Leadership Oklahoma City LOYAL Program (Class VIII)

Leadership Oklahoma City Youth Leadership Exchange (Mentor)

The #14 Foundation Children's Charity (Volunteer)

- Represented the shareholders of a professional photography business in the acquisition of a leading youth school, sports and event photography company with more than 200 franchised outlets across the United States.
- Represented the shareholders of an Oklahoma health maintenance organization (HMO) in the strategic acquisition of an HMO from a multibillion-dollar public company in Houston.
- Represented the management and employees of a 77-store grocery chain in acquiring the company via an employee stock ownership plan (ESOP) from the second-largest retailer-owned grocery wholesaler in the United States.
- Represented a developer and manager of preferred provider organization (PPO) networks and customized health plans and a nationally licensed healthcare benefits administrator in the strategic acquisition of an Oklahoma-based health network and third-party administrator business.
- Represented the majority owner of Cardinal Engineering, Inc., a leading provider of comprehensive environmental and civil engineering services in Oklahoma, in the sale of 100% of its outstanding stock to Enviro Clean Group, LLC.
- Represented a regional hospice and home health company in the sale of assets of an Oklahoma-based hospice program and related regulatory approvals.
- Represented a public educational software company based in Oklahoma City in a going-private transaction.
- Represented healthcare development company in the sale of independent diagnostic testing facilities and radiation therapy centers to large hospital systems.
- Represented shareholders of an Oklahoma-based industrial supply distribution company in the sale of stock to a private equity fund.
- Represented broadcasting company in complex recapitalization transaction.
- Provide ongoing regulatory and transactional counsel to numerous hospitals, ambulatory surgery centers, independent diagnostic testing facilities, physician groups, dental practices, and other healthcare providers.
- Representation of hospitals and physician groups in connection with False Claims Act lawsuits, overpayments, audits and appeals for both government and commercial payers.
- Provide ongoing transactional counsel to a publicly traded chemical company, including asset divestures and vendor and customer contracts.
- Representation of multiple hospitals, healthcare facilities, and physician practices in connection with U.S. Department of Health and Human Services Office of Inspector General (OIG) investigations arising out of whistleblower actions and involving federal program reimbursement requirements and physician referral relationships.
- Serve as counsel to rural hospital in connection with ongoing compliance matters, including conducting training and preparing policies and procedures, under its corporate integrity agreement with the Office of the Inspector General (OIG) of the U.S. Department of Health and Human Services.
- Representation of hospitals in obtaining Medicare provider-based status for outpatient clinics.
- Represented investor group in start-up of upscale dining establishment, including development of offering materials and corporate governance documents.
- Representation of durable medical equipment company in appeal of Medicare contractor's flawed use of statistical sampling and extrapolation to determine overpayment.
- Represented sports and events consulting company in complex reorganization involving a series of asset and ownership interest contributions and private equity financing.
- Represented one of the nation's largest not-for-profit blood center in the acquisition of independent

community blood centers and related regulatory approvals, including U.S. Food and Drug Administration (FDA), Centers for Medicare and Medicaid Services (CMS), and state agencies.

- Represented Fortune 500 hospital management company in procuring a Certificate of Need and state licensure for a 56-bed psychiatric hospital.
- Represented pharmacy investor in the acquisition of independent community pharmacies in Oklahoma and Texas and related regulatory approvals, including the Drug Enforcement Agency (DEA), Centers for Medicare and Medicaid Services (CMS), and applicable state controlled substances and Medicaid agencies.
- Represented the shareholders of an Oklahoma HMO in the sale of the company's equity interest to a private equity group for consideration of approximately \$47 million.
- Advised numerous healthcare organizations on organizational restructuring and clean-up for pre-sale planning purposes.

## Honors and Awards

- Named to *Oklahoma Super Lawyers'* list of "Oklahoma Rising Stars," which recognizes the state's up-and-coming attorneys