

Legal and Financial Due Diligence Report on Primary Medical Services & Delegated Responsibility

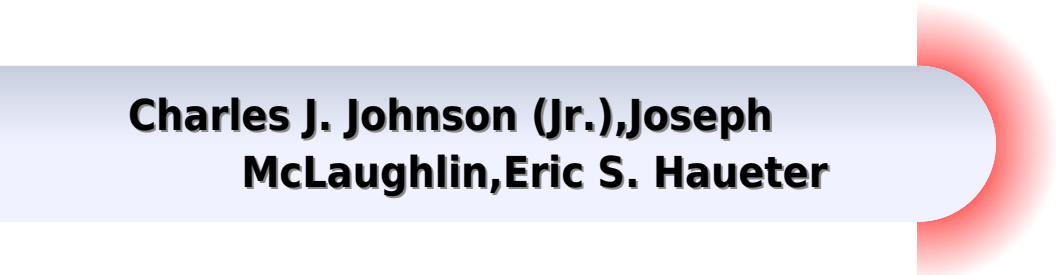
Executive Summary

1. Introduction

- 1.1. The CCGs successfully applied for Level 2 arrangements (joint commissioning with NHS England) and duly established a joint committee with NHS England for this purpose. Through South West London Collaborative Commissioning ("**SWL CC**"), Capsticks provided the CCGs with advice on all aspects of the application process and the subsequent creation of the joint committee with NHS England.
- 1.2. The CCGs, except for Croydon CCG, submitted an expression of interest for full delegated (Level 3) arrangements to take effect from 1 April 2016 (the "**Application for Delegation**") on 6 November 2015. If successful on any such application, the CCGs would assume sole day to day responsibility (albeit on a delegated basis) for the discharge of functions in relation to primary medical services that they currently exercise jointly with NHS England, and for the associated budget.
- 1.3. Accordingly, the CCGs have commissioned a high level financial and legal due diligence exercise on the GMS, PMS and APMS Contracts through which the primary medical services are provided for which they may assume delegated responsibility from NHS England. RSM (formerly known as Baker Tilly) have been appointed to deal with the former, and Capsticks have been asked to provide the latter, which together, forms this report ("**Report**"). NHS England has been involved in the design of and have approved the scope of the financial and legal due diligence exercise. NHS England have also seen and commented on this Report and where possible, these comments have been incorporated into this Report and/or the NHS England Statements for Reliance at Annex 4.
- 1.4. This Report comprises the Legal Due Diligence Executive Summary and Financial Due Diligence Executive Summary for SWL. This Executive Summary is a summary of the

Sample Financial Due Diligence Report

**Charles J. Johnson (Jr.), Joseph
McLaughlin, Eric S. Haueter**



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Due Diligence Peter Howson, 2003 How can you be sure you are buying the company you think you are Are you sure it is as good as the seller says How can you be certain unexpected costs and obligations will not suddenly appear once you are the owner and responsible for them How best can you arm yourself for the negotiations Have you worked out precisely what you are going to do with it once it is yours How do you set the priorities for change to recoup the premium you have paid for it The answer to all these questions and many more lies with effective due diligence Due diligence is one of the most important but least well understood aspects of the acquisition process It is not as many believe a chore to be left to the accountants and lawyers To get the best from it due diligence has to be properly planned and professionally managed This book is a comprehensive manual on getting due diligence right It is a uniquely comprehensive guide covering all aspects of the process from financial legal and commercial due diligence right through to environmental and intellectual property due diligence There are also useful chapters on working with advisers and managing due diligence projects It also includes a number of checklists to help ensure that the right questions are asked

Congressional Oversight Panel November Oversight Report United States. Congressional Oversight Panel, 2010 SEC Docket United States. Securities and Exchange Commission, 2007 **Congressional Oversight Panel, Examining the Consequences of Mortgage Irregularities, ... November 16, 2010**, *, 2011 Examining the Consequences of Mortgage Irregularities for Financial Stability and Foreclosure Mitigation, The HR Guide to European Mergers and Acquisitions James F. Klein, Robert-Charles Kahn, 2017-05-15 News of a merger or acquisition is a big event in the life of a company which stirs uncertainty anxiety and fear The changes redundancies and so on that often follow this news are a further source of turmoil for the employees of both companies involved There is no magic formula to avoid these effects completely However good planning communication and human resource practice can mitigate the worst of them keep everyone that matters on board and ensure that the new organization maintains your reputation for sensitive people management Get it wrong on the other hand and you may lose the very people you were most anxious to keep put the success of the process at risk and even face employment tribunals or other legal proceedings In addition imagine how these processes are complicated by any transnational elements James F Klein and Robert Charles Kahn provide a practical hands on guide to successfully integrating HR functions following any merger or acquisition within Europe The book guides you step by step providing the methodology tools sequence of events and necessary material It includes comparative tables tips and stories illustrating the differences specific issues and pitfalls that are particular to the different European countries 20 years of human resources experience across companies in continental Europe has gone into creating this blueprint to successfully implementing the people side of successful mergers and acquisitions

The Law of Cross-Border Business Transactions Lutz-Christian wolff, 2017-12-15 Law of Cross Border Business Transactions aims at giving a structured introduction to the law and practice of investment deals e g

greenfield projects M lex mercatoria conflict of laws letters of intent position papers heads of agreement confidentiality and exclusivity agreements structure and contents of international contracts e contracts and smart contracts protection of intellectual property rights and technology transfer trade countertrade and trade financing insurance agency and distributorship greenfield investments and M competition law and merger control employment law corporate governance and corporate social responsibility international taxation and dispute settlement and cross border enforcement of awards This second edition updates the discussion of the different topics comprehensively It also expands many parts and adds sections in relation to new themes that have gained importance since the publication of the first edition In particular it addresses legal issues arising out of the digitalization of the global economy with a special focus on choice of law questions smart contracts e bills of lading and online dispute settlement It also draws attention to the impact of China s Belt and Road initiative Brexit and the America First foreign policy How this will help you Of special value is the author s precise guidance on drafting techniques and contract practice The clarity of the presentation the uncompromising consistency in terms of structure and a large body of references to primary and secondary sources presented in this edition ensure that legal professionals business managers and academics as well as other interested parties can gain easy access to comprehensive and detailed information across jurisdictions

Internal Control Strategies Julie Harrer, 2008-09-02 Praise for Internal Control Strategies A Mid to Small Business Guide Internal Control Strategies is an excellent field guide for the implementation and maintenance of efficient and effective internal control systems The book provides a practical approach to interpreting guidance from oversight agencies and integrating it with industry practice in a real world environment This handbook is an essential tool for managers and professionals going through the day to day struggle of managing auditor expectations and permitting business to proceed in the most efficient manner Michael Rodriguez former senior manager of finance Qualcomm Incorporated Internal Control Strategies is the clearest path forward for middle market SEC registrants and their independent registered public accounting firms as they streamline the SOX 404 compliance process in 2008 and beyond Stephen G Austin MBA CPA Managing Firm Partner Swenson Advisors LLP Regional PCAOB Accounting Firm Clearly written and practical Internal Control Strategies is a must read for every chief audit finance or compliance executive Jeff Miller Partner in Charge Business Risk Services Squar Milner Peterson Miranda Williamson LLP As a CFO of small to mid sized publicly traded and privately held companies one is usually faced with the challenge of developing and implementing the right levels of internal controls and compliance within the restrictions of limited financial and human resources Internal Control Strategies presents the relevant topics in a clear and concise manner allowing the reader to understand the internal control framework and specific underlying requirements quickly The author s vast experience with SOX compliance ensures a targeted and pragmatic approach for the successful implementation of internal controls Her recommendations are to the point and eliminate some of the guesswork we all have experienced while working towards SOX compliance Robert S Stefanovich Chief Financial Officer

Novalar Pharmaceuticals Inc The SEC requires all publicly traded companies to attest to the effectiveness of their internal controls Is your business ready Internal Control Strategies A Mid to Small Business Guide clearly explains the latest PCAOB SEC and COSO guidance providing you with an effective tool and reference guide for successful implementation of sections 302 and 404 of the Sarbanes Oxley Act Extremely knowledgeable and insightful author Julie Harrer brings practical clarity to this complex topic leading you step by step in addressing the challenges associated in bringing your business in compliance with SOX

Venture Capital Mike Wright, Ken Robbie, 2022-03-23 The International Library of Management is a comprehensive core reference series comprised of the most significant and influential articles by the leading authorities in the management studies field The collections of essays is both international and interdisciplinary in scope and provides an entry point for investigating the myriad of study within the discipline

Wall Street and the Financial Crisis: pt. 1-4. Anatomy of a Financial Collapse, April 13, 2011. Report and Appendix (4 v.) United States. Congress. Senate.

Committee on Homeland Security and Governmental Affairs. Permanent Subcommittee on Investigations, 2010

Corporate Finance and the Securities Laws Charles J. Johnson (Jr.), Joseph McLaughlin, Eric S. Haueter, 2015-03-06 Corporate Finance and the Securities Laws has been winning over practitioners with its clear and "how to do it" approach ever since its publication in 1990 This acclaimed guide is now completely updated in this Fifth Edition to help you meet the challenges of raising capital in today's increasingly regulated marketplace Written in plain English by two top experts in the field each with literally hundreds of successful deals under his belt Corporate Finance and the Securities Laws is the "go to" resource which explains the mechanics of corporate finance together with the statutes that govern each type of deal You'll receive expert corporate finance analysis procedural guidance and practical securities law pointers every step of the way to help you Structure all types of corporate finance deals from public private and offshore offerings to corporate debt restructurings commercial paper programs raising capital and asset based securities transactions Root out problems before corporate finance deals are put in motion with heads up input on securities law prohibited practices potential liabilities conflicts of interest due diligence concerns and other red flag issues Shepherd transactions through the corporate finance regulatory process with a clear understanding of applicable statutes and their implications in real life situations Know what to do when securities law problems crop up and find clear answers to the countless questions that develop in the course of a corporate finance deal Close deals raising capital in a timely manner and work shoulder to shoulder with clients to accomplish your corporate finance objectives

Dental Practice Transition David G. Dunning, Brian M. Lange, 2016-07-08 Dental Practice Transition A Practical Guide to Management Second Edition helps readers navigate through options such as starting a practice associateships and buying an existing practice with helpful information on business systems marketing staffing and money management Unique comprehensive guide for the newly qualified dentist Covers key aspects of practice management and the transition into private practice Experienced editorial team provides a

fresh balanced and in depth look at this vitally important subject New and expanded chapters on dental insurance patient communication personal finance associateships embezzlement and dental service organizations Global Construction Data Stephen Gruneberg,2019-08-12 Global construction data is vital for contractors governments international organisations policy makers academic researchers and statisticians As the global population of the world expands the sustainability of the built environment raises the political agenda and the need to manage infrastructure and buildings in both urban and rural contexts becomes ever more pressing How much more can the built environment grow and how can it be managed sustainably This edited volume addresses how we can find a possible way through the inconsistencies between national construction data sets to devise a consistent approach to national construction data to further the global sustainability agenda and inform policy making This search begins in Part I which looks at the methods and definitions used in construction statistics in different countries Part II considers examples of different types of construction data from the cost of materials measuring work on high rise buildings and existing stock In Part III the authors consider construction data internationally beginning with the problem of comparing data in different countries using exchange rates and purchasing power parities PPPs comparing innovation processes in different countries and looking at the provision of building design internationally In Part IV the international theme is continued by comparing accounting practices and company performance in different countries and concludes with an international comparison of construction industries This book raises awareness of the significance of the construction industry globally and the importance of data to measure it It informs the discussion of the best ways of handling the consequences of policies affecting the built environment and the effect of the built environment on the rest of the economy and society It is essential reading for international economists construction industry consultants policy makers construction statisticians and academics

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Wiley CPA Examination Review, Outlines and Study Guides Patrick R. Delaney, O. Ray Whittington, 2010-06-08 All the information you need to master the computerized CPA Exam Published annually this comprehensive two volume paperback reviews all four parts of the CPA exam Many of the questions are taken directly from previous CPA exams Volume I contains all study guides and outlines Volume II contains all problem solutions The most effective system available to prepare for the CPA exam Contains all current AICPA content requirements in accounting and reporting Helps you zero in on areas that need work organize your study program and concentrate your efforts With over 600 multiple choice questions and more than 75 simulations these study guides provide all the information candidates need to master in order to pass the computerized Uniform CPA Examination

Handbook of Corporate Finance Bjørn Espen Eckbo, 2007-05-21 Judging by the sheer number of papers reviewed in this Handbook the empirical analysis of firms financing and investment decisions empirical corporate finance has become a dominant field in financial economics The growing interest in everything corporate is fueled by a healthy combination of fundamental theoretical developments and recent widespread access to large transactional data bases A less scientific but nevertheless important source of inspiration is a growing awareness of the important social implications of corporate behavior and governance This Handbook takes stock of the main empirical findings to date across an unprecedented spectrum of corporate finance issues ranging from econometric methodology to raising capital and capital structure choice and to managerial incentives and corporate investment behavior The surveys are written by leading empirical researchers that remain active in their respective areas of interest With few exceptions the writing style makes the chapters accessible to industry practitioners For doctoral students and seasoned academics the surveys offer dense roadmaps into the empirical research landscape and provide suggestions for future work The Handbooks in Finance series offers a broad group of outstanding volumes in various areas of finance Each individual volume in the series should present an accurate self contained survey of a sub field of finance The series is international in scope with contributions from field leaders the world over

Mastering Project Finance A Comprehensive Guide for Professionals Dr. Aanchal Tyagi, Ms. Divya Singh, Ms. Shruti Parashar, Dr. Diwakar Chaudhary, 2024-05-30 The book titled Mastering Project Finance A Comprehensive Guide for Professionals delves into the specialized field of project finance modeling Unlike traditional corporate finance which considers the creditworthiness of an entire company project finance focuses on the standalone financials of specific ventures The book covers essential components such as revenue projections operating expenses financing structures taxation and cash flow analysis It serves as a valuable resource for professionals seeking to assess the financial viability and risk profiles of complex infrastructure and investment projects

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currently headed by Senator Carl Levin D MI and Senator Tom Coburn R OK Formerly known as the Committee on Government Operations PSI is the oldest subcommittee of the Senate Homeland Security Committee

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