

Claire H. Topp

Partner

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Claire Topp structures healthcare joint ventures, navigates tax-exempt organization compliance, and negotiates physician employment agreements so that health systems, nonprofits, and standards development organizations can move from regulatory uncertainty to operational reality.

Claire brings a rare trifecta of focus to her Minneapolis practice: healthcare transactions and regulatory compliance, tax-exempt organization law, and laws, procedures and governance related to standards development organizations. Where many attorneys pick one lane, Claire has spent her career building deep fluency across all three — and the clients who benefit most are those whose work sits at the intersection of business objectives and a heavily regulated environment.

On the healthcare side, Claire advises multi-hospital systems, physician groups, and advanced practice providers on joint ventures, professional services agreements, management agreements, and physician employment contracts. She has structured joint ventures between health systems and physician groups related to ambulatory surgery centers and imaging centers, helped regional health systems create cardiovascular service line institutes spanning multiple states, and represented healthcare systems in forming cancer alliances with radiation oncology groups. She also advises individual physicians — across specialties from ophthalmology and cardiology to emergency medicine and neurosurgery — on their first employment contracts out of residency or fellowship, a practice area where the stakes are personal and the regulatory landscape is unforgiving. Her work on Stark Law and Anti-Kickback Statute compliance, including fair market value support for transactions, call coverage arrangements, and acquisition strategies, reflects her command of federal fraud and abuse law.

For tax-exempt organizations, Claire advises nonprofit corporations, private foundations, and company-sponsored foundations on a wide range of matters: obtaining and maintaining Internal Revenue Service (IRS) tax-exempt status, responding to state

Education

- University of Minnesota Law School (J.D., 1992)
 - *magna cum laude*
 - Order of the Coif
- University of Minnesota (B.S., 1988)
- Carleton College (B.A., 1986)
 - *cum laude*

Bar Admissions

- Minnesota

Attorney General civil investigative demands, structuring cause-related marketing and fundraising counsel relationships across all 50 states, designing scholarship and disaster relief programs and formation of for profit subsidiaries. She has successfully reversed IRS denials of tax-exempt status on appeal and has advised foundations affiliated with medical device companies and health plans on shared value initiatives.

Claire also serves as counsel to standards development organizations throughout the lifecycle of the standards process — from formation and governance to intellectual property rights policies, patent pools, conformance programs, and appeals.

A frequent lecturer on nonprofit governance best practices, private foundation excise taxes, Stark Law, Medicare and Medicaid fraud and abuse, and physician employment contracting, Claire translates regulatory complexity into practical guidance her clients can act on.

Select Experience

Featured Matters

- Represented a Midwest and a Northwest hospital system to create a cardiovascular service line institute spanning both regions, structuring professional services and management services arrangements for each system's cardiovascular service line.
- Represented numerous multi-hospital healthcare systems on joint ventures with physicians related to diagnostic imaging and ambulatory surgery centers.
- Represented a variety of small physician practices (two to 15 physicians) across specialties including cardiology, OB-GYN, ENT, anesthesiology, and radiology on sale of practice to multi-hospital systems, creating governance structures allowing physicians to continue governing their practices as hospital employees.
- Represented numerous healthcare systems in obtaining fair market value support for utilization reviews, call coverage, acquisitions, joint ventures, and other integration strategies.

Professional Affiliations

- Adjunct Professor, Nonprofit Law, University of Minnesota Law School, Fall Semester, 2011 to 2014, 2016 to current
- Chair, Nonprofit Corporations Committee of the Minnesota State Bar Association, 1997 – 2003
- Member of 2005 Public Trust Task Force of Minnesota Council on Foundations
- Director, Charities Review Council, 2004 – 2010
- Chair, Community Health Charities, 2010 – 2012; Director, 2004 – 2012
- Director, NPH-USA (formerly known as Friends of the Orphans), 2004 – 2010; 2011 – 2012
- Director, Nuestros Pequeños Hermanos International (a Virginia nonstock corporation), 2011 – 2012
- Director, Nuestros Pequeños Hermanos y Hermana, International (a Mexican charitable organization), 2013-2025
- Member, American Health Law Association and Minnesota State Bar Association, Health Law and Nonprofit Law Section

Accolades

- *Best Lawyers in America*®, 2019-2026 (Health Care Law and Nonprofit/Charities Law)
- *Best Lawyers*® *Lawyer of the Year*, Nonprofit/Charities Law, Minneapolis, 2019, 2021, 2024, 2026
- *Minnesota Lawyer*, Legal 250, 2026
- *Minnesota Monthly*, "Top Lawyers in Minnesota," 2024-2026
- MSBA, North Star Lawyer, 2012-2025
- Consistently providing pro bono legal assistance to those in need through Dorsey's Pro Bono program
- Contributed more than 50 Diversity hours, 2023
- Dorsey & Whitney – Scales of Justice Team Award (The World Ventilator Foundation), 2021
- *Mpls. St. Paul Magazine*, "One of the Top 100 Women Lawyers in Minnesota," 2015, 2021
- *Minnesota Super Lawyers*®, 2003-2020
- *Minnesota Super Lawyers*® *Women's Edition*, 2020
- *Minnesota Law and Politics*, "Rising Star"
- *Minnesota Law and Politics*, "Top 100 Women Lawyers in Minnesota," 2007
- *Minnesota Physician*, Leading Health Care Attorney, 2005
- *Minnesota Law and Politics*, "Who's Who in Health Care Law," 2004

Select Presentations

- Teaching - University of Minnesota Law School, Fall Semester 2011-2014 and 2017 - current; Spring Semester 2016
- Private Funds Symposium, New York Office (September 27, 2017)
- *Threats Against Reserves and Strategies to Diversify Revenue While Protecting Tax Exempt Status*, Delta Dental Plans Association Legal Meeting (September 14, 2017)
- *Navigating Legal Issues for Family and Private Foundations*, Minnesota Council on Foundations (September 13, 2017)
- *Best Practices When Sitting on a Non-Profit Board*, Dorsey U (August 31, 2017)
- *Social Impact Bonds*, 2017 Nonprofit Law Conference – Minnesota CLE (March 14, 2017)
- *Social Impact Bonds*, Dorsey's Annual Des Moines Symposium on Public Private Partnership (October 27, 2016)
- *Navigating Legal Issues For Minnesota Foundations*, Minnesota Council on Foundations (September 27, 2016)
- *Legal Update for Tax Exempt Organizations*, Clifton Larson Allen Healthcare and Nonprofit Conference (May 2, 2016)
- *Pay for Success 2.0*, Utah Innovation Summit (January 27, 2016)

Insights

September 8, 2026

Treasury and IRS's Proposed Regulations Would Significantly Alter Racial

Nondiscrimination Requirements for Tax-Exempt Private Schools, Including Colleges and Universities

August 23, 2021

Dorsey Infrastructure Alert No. 1

April 7, 2021

Dorsey Partner Claire Topp Explains Medical Boards 501(c)(6) Status

January 5, 2021

White Paper: Understanding the Final Rules to Revise the Anti-Kickback Statute and Beneficiary Inducement Civil Monetary Penalty Regulations

January 5, 2021

White Paper: Understanding the Final Rules to Revise the Stark Law Regulations

March 27, 2020

CARES Act Summary of Provisions that Support America's Health Care System

November 19, 2019

Sweeping Proposals Issued By CMS To Revise Stark Law Regulations

November 1, 2019

Sweeping Proposals Issued By OIG To Make Changes To The Anti-Kickback Statute Safe Harbors And Add An Exception To The Civil Monetary Penalty Law Governing Beneficiary Inducements

Blog: Dorsey Health Law

June 7, 2023

New Minnesota Health Care Transaction Oversight Law Imposes Additional Requirements on Nonprofit Health Care Entities

June 24, 2020

Top Three Current Revenue Stream Considerations for Tax-Exempt Organizations Providing Elder Care

April 23, 2020

HHS Announces Additional Allocations of CARES Act Provider Relief Fund

April 1, 2020

What All Employers Should Know About Disaster Relief Funds to help with COVID-19

March 27, 2020

CARES Act Summary of Provisions that Support America's Health Care System

January 11, 2019

FDA Testing New Approaches for Review of Digital Health Device Applications

January 11, 2019

"Pathways to Success" - CMS Finalizes Overhaul of National ACO Program

January 22, 2018

OIG Issues Favorable Advisory Opinion Addressing Gainsharing CMP Arrangement