



## **Andrew C. Glassman**

Member

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Andrew C. Glassman is co-chair of the Business Organizations and Finance Practice. His practice includes corporate law and commercial transactions.

Andy understands his clients' need to get thorough, timely and thoughtful legal advice in a cost effective manner. Andy's practice focuses on middle market companies and he functions as an outside general counsel advising such clients on their merger and acquisition activities, capital raises, restructurings, supply and services agreements, material vendor contracts and loan documentation. In providing these services, Andy routinely provides counsel related to the retention of investment banking services, creation of special classes and series of equity, negotiation of shareholders' rights agreements, limited liability company agreements, development of lay employee compensation arrangements and option programs, and various other equity structuring issues.

In his merger and acquisition work, Andy is regularly involved in the drafting and negotiation of asset purchase agreements, asset sale agreements, stock purchase and sale agreements and merger agreements and related ancillary documents. Many of these transactions include the discussion, negotiation and drafting of noncompetition and non-solicitation covenants and the consideration of the scope, intent and enforceability of such provisions. In his practice as general counsel to companies Andy is often asked to draft and negotiate agreements containing these restrictive covenants and to prosecute or defend covenant violations and advise clients on the strategies around the enforcement of such covenants.

In addition to his role as co-chair of the firm's Business Organizations and Finance Practice, Andy is a member of the American Arbitration Association's Commercial Arbitrator's Panel. In his capacity as a practitioner and arbitrator, he is often called upon to draft, interpret and analyze contractual indemnification provisions, working capital targets and benchmarking in acquisition agreements, earn-out structuring and complex executive employment and compensation provisions.

Andy regularly appears before the Federal and State Wage and Hour Boards, the Department of Labor and the Connecticut Commission on Human Rights and Opportunities in his capacity as general employment counsel to his middle market clients.

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**BRIDGEPORT**  
203.330.2000

**HARTFORD**  
860.424.4300

**SPRINGFIELD**  
413.314.6160

**STAMFORD**  
203.324.5000

**WATERBURY**  
203.573.9700

**WESTPORT**  
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**WHITE PLAINS**  
914.705.5355

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Because of the growing interest in acquisitions and consolidations across business sectors, Andy is in demand as a frequent lecturer in seminars regarding the buying and selling of businesses, limited liability documentation and structuring and finance issues. He is a frequent lecturer before various trade and professional associations.

In 2015, Andy was appointed by Connecticut Governor Dannel P. Malloy to serve as a member of the Commission on Connecticut's Leadership in Corporation and Business Law, a delegation charged with developing and recommending policies to attract, encourage and retain businesses in Connecticut.

### Practice Areas

Business and Finance; Mergers and Acquisitions; Commercial Finance; Financial Restructuring; Technology and Intellectual Property; Emerging Business and Venture Capital; Labor, Employment Law and Employee Benefits; Labor and Employment Counseling, Training and Litigation; Automotive Dealers

### Experience

- Regularly advises acquisitive clients in the precision manufacturing industry in their acquisition and sale activities
- Regularly reviews product and supply agreements for critical component vendors to OEM manufacturers
- Routinely represents alternative energy project developers in their commercial financings and assists clients with their power purchase agreements and energy incentive structurings
- Represented several investment groups in various transactions as the successful bidder as “Stalking Horse” in a Chapter 11 business acquisition bidding processes. Ultimate representation of the investment groups in the acquisition of the Chapter 11 assets and structuring of the operating companies
- Represented shareholders in early stage equity investment rounds for their high tech industrial company with ongoing advice regarding corporate governance issues
- Constructed incentive stock option programs and stock appreciation rights agreements
- Serves as general counsel to numerous middle market manufacturing, supply and service companies in several market sectors, including metal component manufacturing and automotive

### Bar and Court Admissions

Connecticut  
New York

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U.S. District Court, District of Connecticut

### Education

University of Connecticut School of Law, J.D., 1985; editor, *Connecticut Law Review*

Cornell University, B.S., 1982

### Publications

Analysis of Selected 2020 Changes in Connecticut Law Governing Business Entities  
*Practical Guidance*®, 04.2021

Succession Planning for the Successful Family Business in 2020  
10.13.2020

Re-Energizing the Solar Project Financing Industry  
*Connecticut Law Tribune*, 03.07.2016

2016 Will be the Year for Business Growth, Start-Ups and Entrepreneurship  
*Connecticut Law Tribune*, 01.05.2016

Forecast 2014: Legislature And CBA Give Boost To Business  
*Connecticut Law Tribune*, 12.27.2013

### Alerts and Newsletters

Electronic Signatures: The New Normal Amidst Remote Work  
04.23.2021

Battle of the Forms  
04.16.2021

Top Five (5) Concerns Selling or Acquiring an Entity with Government Contracts  
04.16.2021

Executive Order 10E and the Municipal Budget Process in 2021: Similar (But Not Quite Back) to "Normal"  
04.13.2021

What's New this Week with PPP Loans?  
01.25.2021

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Recent Changes to CDC Guidance May Allow Employers to Safely Return Employees Exposed to COVID-19 to Work in Fewer Than 14 Days

12.14.2020

Connecticut CARES Small Business Grant Program Created to Help Small Businesses and Non-Profits Recover from Challenges of COVID-19 Pandemic

10.29.2020

SBA Issues Guidance on Change of Ownership Transactions and PPP Loans

10.15.2020

SBA and Treasury Provide Relief to Small Borrowers

10.12.2020

IRS Confirms PPP Loan Forgiveness Not Taxable

10.02.2020

Just 9 (Not 10) Tips to Assist You in Obtaining PPP Loan Forgiveness

09.22.2020

Governor Lamont Extends Executive Orders through November 9, 2020

09.14.2020

Governor Lamont Declares Continuing State of Emergency, Extends Executive Emergency Powers Through February 9, 2021

09.04.2020

Federal Reserve Board Expands Main Street Lending Program to Provide Loans for Nonprofit Organizations

07.21.2020

The Paycheck Protection Program Flexibility Act – A Happily Ever After?

06.05.2020

One Size Doesn't Fit All: New EEOC Guidance Cautions Employers to Take an Individualized Approach in Returning 'At-Risk' Employees to Work in the Wake of COVID-19

05.27.2020

Main Street Lending Program: Summary as of May 20, 2020

05.20.2020

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Paycheck Protection Program Frequently Asked Question 46: “How Will SBA Review Borrowers’ Required Good-Faith Certification Concerning the Necessity of Their Loan Request?”

05.13.2020

### Professional Affiliations

American Bar Association

Connecticut Bar Association

New York Bar Association

American Arbitration Association's Commercial Arbitrator's Panel

### Community Involvement

Commission on Connecticut's Leadership in Corporation and Business Law - member

Connecticut Science Center – Executive Committee and Board of Trustees

MetroHartford Alliance Economic Development Council

Hartford Chamber of Commerce - ex-officio director and current member

MetroHartford Alliance Government Relations and Public Policy Committee

Simsbury Democratic Town Committee

Simsbury Rotary Club - past president, board member

Justice of the Peace

### Honors & Recognitions

Listed in *Chambers USA, America's Leading Lawyers to Businesses*

Named Hartford Lawyer of the Year in the "Corporate Governance Law" category in 2016 by *The Best Lawyers in America*

Listed in *The Best Lawyers in America* in the area of corporate governance law and corporate compliance law since 2011; Listed in the area of mergers and acquisitions law since 2013

Selected to the *Connecticut Super Lawyers* list in 2006, 2008, 2009, 2010, 2011 and 2012 in the areas of business/corporate

Received the highest peer review rating by Martindale-Hubbell (AV)

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\*For more about the standards for inclusion in Best Lawyers in America, please see [www.bestlawyers.com/news/news.aspx?event\\_id=47](http://www.bestlawyers.com/news/news.aspx?event_id=47).

\*For more about the standards for inclusion in Chambers USA, please see <http://www.chambersandpartners.com/>

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\*\*For more about the standards for inclusion in Connecticut Super Lawyers, please see [www.superlawyers.com/connecticut/selection\\_details.html](http://www.superlawyers.com/connecticut/selection_details.html).