



**J.A. Glaccum**

**Partner**

[j.a.glaccum@dlapiper.com](mailto:j.a.glaccum@dlapiper.com)

**Houston**

T: +1 713 425 8411

F: +1 713 300 6011

**Washington, DC**

T: +1 202 799 4160

J.A. Glaccum concentrates his practice on mergers, acquisitions, separations and private equity transactions and has a broad corporate practice, with a focus on securities, corporate finance and governance matters. J.A. has advised public and private companies, private equity firms, infrastructure firms, investment banks, and special committees in a number of significant US and cross-border transactions, including public and private mergers, leveraged buyouts, spinoffs, reverse Morris Trust transactions, proxy contests/shareholder activism, strategic investments and joint ventures and other transactional matters. He also has represented clients in public and private capital market transactions, including debt and equity offerings, private equity/sponsor investments and fund formations.

In addition to representing clients across many industries, J.A. has deep experience representing participants in the power and utility space, including electric utilities, diversified energy companies, independent power producers, fund sponsors and investors. In addition, J.A. has significant experience in transactions in the financial services, defense and government contracts, and real estate sectors.

Prior to attending law school, J.A. was a field artillery officer in the United States Army, where he served in the Republic of Korea and with the 82nd Airborne Division at Fort Bragg, North Carolina.

- Corporate
- Private Equity
- Mergers and Acquisitions
- Public Company and Corporate Governance
- Finance
  
- Energy and Natural Resources
- Financial Services
- Real Estate

- The Advisory Board Company in its US\$2.6 billion sale of its healthcare business to OptumInsight, Inc. and its education business to affiliates of Vista Equity Partners LLC in response to Elliott Management's activist campaign
- Advizr, Inc., a New York-based financial planning technology company, in its acquisition by Orion Advisor Services, a portfolio management solution provider for investment advisors
- Amherst Holdings, LLC in the combination of its broker-dealer business Amherst Securities Group L.P. with Pierpont Securities

## Holdings LLC

- AIA Energy North America, LLC, an infrastructure fund, in connection with its acquisition of the entities that own the Cross-Sound Cable System from affiliates of Brookfield Asset Management
- Brookfield Asset Management, Inc. in connection with its US\$6.8 billion acquisition of Forest City Realty Trust Inc.
- The Bureau of National Affairs, Inc., a provider of legal and regulatory research and analysis, in its US\$990 million acquisition by Bloomberg L.P., a provider of business and financial information and news
- Duke Energy Corporation in connection with the:
  - spinoff of Spectra Energy and
  - sale of its Latin America power portfolio business (ex-Brazil) to funds advised by I Squared Capital for US\$1.2 billion
- Dynegy Inc. in connection with its:
  - stock-for-stock merger with Vistra Energy to create a combined company with an enterprise value in excess of US\$20 billion and
  - US\$3.3 billion acquisition of ENGIE, S.A.'s US fossil electric generation portfolio
- Entergy Corporation in connection with its:
  - completed sale of Entergy Nuclear Generation Company, the owner of the Pilgrim Nuclear Power Station, and pending sale of Entergy Nuclear Palisades, the owner of the Palisades Nuclear Power Station, to Holtec International
  - completed sale of the entities that own the Indian Point Energy Center to Holtec International
  - asset sale of the James A. FitzPatrick nuclear power plant to Exelon Generation, a subsidiary of Exelon Corporation
  - sale of Entergy Nuclear Vermont Yankee, the owner of the Vermont Yankee nuclear power plant, to NorthStar Holdings and
  - proposed, but terminated, US\$6 billion spinoff of its transmission business to ITC Holdings Corp. in a reverse Morris Trust transaction
- K Road Power Holdings LLC in connection with its sale to First Solar, Inc. of all of the equity interests of the Moapa River photovoltaic solar electric generating facility project
- An alternative asset management firm in its acquisition of a portfolio of assisted living facilities on the west coast of the United States
- Leidos Holdings, Inc. in its acquisition of Lockheed Martin's Information Systems & Global Solutions segment in a reverse Morris Trust transaction valued at US\$5 billion
- National Grid USA in connection with its participation in New York Transco, LLC, an entity formed by National Grid and three other utility holding companies to develop and expand electric transmission lines and facilities in the State of New York
- Northeast Utilities in its merger of equals with NSTAR to create one of the nation's largest electric utilities with an enterprise value of US\$17.5 billion
- The special committee of the board of directors of CNX Gas Corporation, a producer of natural gas, in the US\$964 million acquisition by CONSOL Energy Inc. of the remaining stake in CNX Gas which CONSOL did not own
- The special committee of the board of directors of Total System Services Inc. in its US\$5 billion spinoff from Synovus Financial Corp, its 81 percent parent
- A private equity sponsor in connection with its majority investment in a shipping finance company
- A private equity sponsor in connection with its majority investment in a high voltage, long distance merchant transmission company
- TECO Energy in its sale to Emera – a deal valued at US\$10.4 billion
- Vencore, a portfolio company of Veritas Capital Management and provider of information, engineering and analysis solutions to US intelligence, defense and civilian agencies, in connection with its combination with the US public services business of DXC Technology Co. and KeyPoint Government Solutions in a reverse Morris Trust transaction

## CREDENTIALS

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### Admissions

- New York
- District of Columbia

- Texas

## Education

- J.D., Georgetown University Law Center 2003
- B.A., Virginia Military Institute 1996

## INSIGHTS

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### Publications

#### **Selling the company: A practical guide for directors and officers**

23 February 2021  
Announcing our new publication.

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#### **Declaration and payment of dividends in a time of economic uncertainty**

23 April 2020  
Delaware case law provides guidance for boards facing challenging economic pressure regarding dividends.

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- Co-author, "A Primer on Planning, Negotiating and Executing a Reverse Morris Trust Transaction," *Transaction Advisors* (May 2018) – External Publication
- Co-presenter, "Recent Trends in Transmission Development," Financing and M&A, (May 2016) – External Webinar

## NEWS

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#### **DLA Piper advises Kadmon Holdings in its acquisition by Sanofi**

14 September 2021  
DLA Piper is representing Kadmon Holdings, Inc. (NASDAQ: KDMN) in its pending acquisition by global biopharmaceutical company Sanofi S.A. (NASDAQ: SNY) for approximately US\$1.9 billion.

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#### **DLA Piper advises Learning Technologies Group on US\$394 million acquisition of GP Strategies**

21 July 2021  
DLA Piper has advised Learning Technologies Group on its acquisition of GP Strategies Corporation.

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#### **DLA Piper advises First Solar, Inc. in sale of O&M Business to NovaSource Power Services**

13 August 2020  
DLA Piper is representing First Solar, Inc. in connection with its pending sale of First Solar's North American Operations and Maintenance Business to NovaSource Power Services, a portfolio company of Toronto-based private equity firm Clairvest Group Inc.

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The sale is for an undisclosed amount.

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