

# Andrew M. Wilcox

SHAREHOLDER

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Andrew Wilcox combines a strong work ethic and a practical approach to provide comprehensive corporate and transactional counsel to clients. Andrew represents clients in a wide variety of industries in connection with the structuring, negotiation, and closing of mergers and acquisitions, divestitures, and joint venture transactions, drafting organizational documents and commercial contracts, as well as advising clients on entity formation and corporate governance matters.

Drawing on this background, Andrew has obtained extensive experience in health care mergers and acquisitions, including representing nonprofit and for-profit hospitals, health systems, and academic medical centers in acquisitions, divestitures, and change of membership transactions. Andrew provides trusted guidance at every stage of the transaction, from the strategic exploration of structures, to the drafting and negotiation of agreements, through the closing of the transaction. Andrew's active role in more than twenty transformational transactions for hospitals and health systems across the country over the past several years has uniquely positioned him to provide valuable counsel to clients.

In addition, Andrew regularly represents health care clients in strategic transactions involving ambulatory surgical centers, senior living facilities, home health agencies, and long-term care facilities.

## Education

- Drake University (J.D., 2008)
  - with high honors; Drake Law Review, Editor-in-Chief; Order of the Coif; Moot Court Board
- University of Iowa (B.A., 2005)
  - with high distinction and honors; Phi Beta Kappa

## Bar Admissions

- Missouri, 2008
- Kansas, 2009

## Capabilities

- Corporate & Transactional
- Mergers, Acquisitions & Divestitures
- Academic Medical Centers
- Faith-Based Health Care Organizations
- Health Care Mergers & Acquisitions
- Public Company M&A, Going Private & Other Transactions
- Private Equity - Mergers & Acquisitions
- Private Equity
- Hospitals & Health Systems

## Memberships

- The Missouri Bar
- American Bar Association
- Kansas City Metropolitan Bar Association
- American Health Lawyers Association

## Matters

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- Represented a national nonprofit health system in a merger with a nonprofit public-benefit corporation that operates hospitals and ancillary care facilities. The transaction took more than 2 years to complete and included negotiating and seeking approvals of multiple state Attorneys General, the FTC and DOJ for antitrust clearance and multiple licensing agencies in multiple states. The resulting entity combined to total nearly \$30 billion in annual revenue, 142 hospitals, 150,000 employees and more than 700 sites of care across 21 states, making it one of the largest health systems in the country.
- Represented a nonprofit health system in a combination transaction with another nonprofit health system resulting in the formation of a combined system with nearly \$2.5 billion in annual revenue, 11 hospitals, and more than 300 sites of care.
- Represented academic medical center client in the negotiation and acquisition of hospital with over \$200 million in revenue.
- Represented health system client in acquisition of regional hospital with over \$120 million in revenue.
- Represented a nonprofit health system in the sale of a hospital to a for-profit health system, including obtaining the approval of the state Attorney General pursuant to the state nonprofit hospital conversion act.
- Represented health system client in sale of regional medical center to academic medical center.
- Represented health system client in negotiation of joint operating and management agreement for regional health care system.
- Represented nonprofit health system in the sale of two independent living facilities to a for-profit operator.
- Represented health system client in the negotiation and acquisition of a multi-state, multi-hospital, and multi-long term care system.
- Represented a health care client in the acquisition of a five-hospital system for a more than \$1 billion purchase price.
- Assisted with the consolidation of two faith-based health systems into statewide network with combined annual revenues exceeding \$2 billion.
- Assisted with joint venture of a health system and medical school to construct new acute-care hospital facility.
- Assisted with affiliation between a research institute and health system.
- Assisted with affiliations of a national religious health care system with community hospitals located in the Pacific Northwest.
- Represented private equity fund in the acquisition of a flour milling and mix company.
- Represented client in the sale of interests in a flexographic printing and converting of flexible films, bags, and pouches used for food packaging.
- Assisted with multiple acquisitions and divestitures in the food manufacturing industry.
- Formed numerous private investment funds, including hedge, private equity, venture capital, and real estate funds.