

Gerald W. Brenneman

SENIOR PARTNER

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Gerry Brenneman has over 40+ years' experience representing both large corporations and closely held companies related to their corporate legal needs, including mergers and acquisitions, the negotiation of major contracts, formation/dissolution and corporate strategy. He has extensive merger and acquisition experience across numerous industries and, more recently, his M&A focus is in the insurance and health care fields.

For his insurance practice, Gerry works on mergers and acquisitions related to insurance companies (including Form A filings and approvals) and insurance agencies. Gerry has also represented insurance clients on many other types of issues, including drafting and negotiating insurance distributor, third party administrator and reinsurance agreements, and the resolution of contract disputes between insurance clients and their agents. He also has his life and health producer license.

In health care, Gerry is a key member of the Polsinelli mergers and acquisition team that works on all major acquisitions and divestitures for a faith-based, nonprofit health organization operating over 140 hospitals and 700 other care sites in 21 states.

Education

- University of Kansas (J.D., *Order of the Coif*, 1985)
 - Phi Delta Phi, President
- Creighton University (B.S., 1982)

Bar Admissions

- Missouri, 1985
- Kansas, 1988

Court Admissions

- U.S. District Court, Western District of Missouri
- U.S. District Court, District of Kansas

Capabilities

- Corporate & Transactional
- Mergers, Acquisitions & Divestitures
- Insurance
- Health Care
- Health Care Mergers & Acquisitions

Memberships

- The Missouri Bar
- Kansas Bar Association
- Kansas City Metropolitan Bar Association
 - Business Law Committee Chair, 1999, 2008
- Rockhurst High School
 - Past Board Member, 2011 – 2017
 - Alumni Board Executive Committee, 2017 – 2023
 - Class of 1978 Captain, 1992 - Present
- Ronald McDonald House Charities, Kansas City
 - Past President and Director
 - Current Advisory Board Member
- Junior League of Kansas City, Missouri
 - Past Advisory Board Member
- Creighton University
 - Past National Alumni Board Director
- Leadership Overland Park
 - Co-Chair 2002
 - Member 2001

Recognition

- AV-Preeminent Ratings from Martindale Hubbell
- Selected for inclusion in *Missouri & Kansas Super Lawyers*, 2012, 2013
- Co-Taught Due Diligence Class at the University of Kansas School of Law – Polsinelli Transactional Law Center (2016, 2018, 2020, 2022, 2023)
- Co-Taught Deals Class at the University of Kansas School of Law – Polsinelli Transactional Law Center (2017, 2019, 2021)

Matters

- Lead attorney on sell side of a risk retention group specializing in medical malpractice with 2,500+ anesthesiologists/shareholders after a bid process. Transaction structured as a reverse triangular merger that converted from a stock structure back to a mutual insurance company structure simultaneous with closing.
- Lead attorney on contract work for the Kansas City Chiefs. Drafted and negotiated Naming Rights Agreement, Sponsorship Agreements, Concessions Agreements, Training Camp Agreement, Suite Agreements and Vendor Agreements.
- Lead attorney on multiple insurance agency acquisitions for the world's largest independent insurance brokerage.
- Lead attorney for due diligence teams on multiple acquisitions and divestitures for national hospital system, including a transaction resulting in a newly branded non-profit corporation with a footprint in 21 states with over 140 hospitals and over 700 other care sites.
- Lead M&A attorney in the sale of a jewelry store chain through the first pre-packaged bankruptcy in the United State Bankruptcy Court for the Western District of Missouri. The pre-packaged transaction fell through resulting in a sale pursuant to an auction process overseen by the Bankruptcy Court.
- Lead attorney on the acquisition of numerous DirecTV Franchise/contract rights

throughout the country in a “roll up” strategy.

- Represented Sprint Corporation in the United States Bankruptcy Court for the Southern District of New York in auction process to acquire spectrum rights in Worldcom bankruptcy.
- Represented the newly formed University of Kansas Hospital Authority after enabling legislation was passed to separate the KU Hospital from the Kansas Regents System.
- Represented the Unsecured Creditors Committee in the largest bankruptcy case filed in the State of Kansas at the time related to a trucking company with over \$1 billion in liabilities, including union multiemployer pension plan withdrawal liabilities. Drafted and negotiated the Plan of Reorganization that resulted in a 130% payment to unsecured creditors and an additional \$50+ million distribution to the parent company.
- Represented a French company in the acquisition of two domestic insurance companies to gain entrance into this country’s insurance market, including the filing and approval of Form A’s related to the transaction.