



Glenn J. Waldrip, Jr.
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Practices

Executive Compensation

Tax

Corporate Governance & Advisory

Education

Texas A&M University, B.S., 1978,
magna cum laude

Baylor University School of Law,
J.D., 1981, *cum laude*

New York University, LL.M.,
Taxation, 1984

Admission

New York

Glenn J. Waldrip, Jr. is a member of Cahill Gordon & Reindel LLP's executive compensation, tax, and corporate governance and advisory practice groups.

Glenn's practice focuses on executive compensation and employee benefits matters, including employment agreements, change in control agreements, equity-based compensation plans, other incentive compensation plans, deferred compensation plans, severance arrangements, securities law issues relating to executive compensation, and fiduciary and other issues in connection with pension plans.

He also has extensive experience in the executive compensation and employee benefit aspects of mergers and acquisitions and other corporate transactions. He has represented public and private companies, compensation committees of public corporations, private equity firms, and chief executive officers and other senior executives in connection with employment agreements and other compensation arrangements.

Glenn has practiced at Cahill since 1985 and became a partner in 1990.

SELECTED MATTERS

- Representation of the compensation committee of a large publicly traded executive recruiting firm.
- Representation of a multinational chemical company in connection with executive compensation and other employee benefit matters arising out of the acquisition of the company.
- Representation of a leading insurance and reinsurance company in connection with executive compensation and employee benefits matters arising out of an initial public offering of one of its subsidiaries.
- Representation of an agency brokerage and technology firm in entering into change in control agreements with its most senior executives.
- Representation of a newly-formed reinsurance company in entering into employment agreements and establishing other executive compensation arrangements in connection with its formation and initial capitalization.
- Representation of a private equity firm in connection with entry into employment agreements and other compensation arrangements for executives of a company acquired by the fund.
- Representation of a leading resort operating company in its

negotiation and entry into a separation agreement with a former chief executive officer and in connection with an employment agreement with a new chief executive officer.

- Representation of the chief executive officer and other senior executives of a major healthcare company in connection with the acquisition of that company by another healthcare company.
- Representation of a specialty retailer in entering into an employment agreement with its new chief executive officer.
- Representation of the compensation committee of a leading energy company in entering into a new employment agreement with the company's chief executive officer.
- Representation of the chief executive officer of a privately-held financial services company in connection with his employment agreement and compensation arrangements with the company.
- Representation of an insurance brokerage company in entering into employment agreements and establishing other executive compensation arrangements in connection with its formation and initial capitalization.
- Representation of a company engaged in providing commercial insurance coverage to businesses in connection with executive compensation arrangements arising out of the acquisition of the company by private equity investors.
- Representation of the compensation committee of a health care company in connection with the entry into new employment and change in control agreements with its chief executive officer.
- Representation of an insurance and reinsurance company in connection with its entry into employment agreements with its senior executives.