



Financial Institutions

PRACTICES

OVERVIEW

Smith Anderson is a leading business and litigation law firm serving banks and other financial institutions in North Carolina and our region. We are experienced in assisting financial institutions with a wide-range of legal services. Our banking lawyers regularly counsel clients with structuring and executing financial institution formations, merger and acquisition transactions, asset, line of business and branch purchases and sales, capital markets transactions and recapitalizations. We also skillfully help our clients navigate regulatory applications, examinations and enforcement actions.

Through its annual “Best Law Firms” ranking, *U.S. News & World Report* and *Best Lawyers*® have recognized Smith Anderson as a metropolitan “Tier 1” law firm in Banking and Finance Law every year since 2011. Several of our Financial Institutions lawyers have also received recognition from clients and peers in *Chambers USA*, *The Best Lawyers in America*® and North Carolina *Super Lawyers*.

Our attorneys understand that banking is about more than asset quality and capital ratios or the mechanics of a deal. That’s why we provide not only technical assistance, but also strategic legal guidance suited to our client’s business needs. As the largest law firm headquartered in our state’s capital, Raleigh, our firm has exceptional Finance and Corporate law practices that advise banks with an array of lending transactions and provides banks a unified source for services in the related areas of Corporate Governance and Compliance, Corporate Securities, Commercial Real Estate, Environmental and OSHA, Tax, Employee Benefits and Executive Compensation and Litigation. [CLICK HERE](#) to view a full list of our business and litigation practices.

Our experience and history of results demonstrate our ability to help our clients achieve objectives. Whether assessing opportunities or working through turbulent times, our lawyers provide financial institutions with superior advice, service and results.

SERVICES

- Structuring and executing financial institution formations
- Merger and acquisition transactions
- Asset, line of business and branch purchases and sales
- Bank takeover transactions
- Joint ventures
- Capital markets transactions
- Private placements and exempt offerings
- Recapitalizations

- Regulatory matters
- Consumer laws and regulations
- Securities and public reporting
- Enforcement actions
- Secured and unsecured bank lending
- Securitizations and other asset-based financings
- Letters of credit
- Mortgages
- Workouts and reorganizations
- Deposit insurance
- Formation and organization of insurance subsidiaries
- Directors and Officers coverage
- Corporate governance
- Derivatives and futures requirements
- Financial service providers, including mezzanine capital funds, mortgage bankers and mortgage brokers

EXPERIENCE

Charter Transactions

- Formation of North Carolina Banks.
- Formation of Bank Holding Companies and Financial Holding Companies.
- Formation of North Carolina Public Trust Company. Of note, our firm formed the first trust company organized as a limited liability company in the history of the State of North Carolina.

Capital Transactions

- Initial public offerings of bank holding company stock. Of note, our firm represented a bank holding company with what was, at the time, the largest IPO by a bank holding company in the history of the State of North Carolina.
- Public offerings of common stock. Of note, our firm represented a bank holding company with a public shareholder rights offering and private placement standby offering structured to preserve the company's deferred tax assets.
- Strategic acquisitions of capital stock. Of note, our firm successfully assisted in acquiring a significant ownership stake directly from a private bank holding company's shareholders and enjoining action under a poison pill.
- Strategic sales of capital stock. Of note, our firm represented a bank holding company with the sale of over \$180,000,000 of common stock to a strategic buyer.

- Numerous issuances of trust preferred securities.
- Numerous private placement transactions of capital stock and subordinated debt.
- Issuances and repurchases under TARP.
- Represented special committee of large public bank holding company in connection with repurchase of outstanding shares from large stockholder.

Merger and Acquisition Transactions

- Represented a public bank holding company in connection with a successful topping bid (\$219 million) of another public bank holding company.
- Represented a publicly-traded bank holding company in its acquisition by another publicly-traded financial institution in a transaction valued at approximately \$127 million.
- Represented the special committee of a publicly traded bank holding company in connection with its \$645 million acquisition of another bank holding company; the largest bank holding company merger in the Southeast, and the third largest nationally, in 2014.
- Represented a public bank holding company in connection with its \$100 million acquisition of another public bank holding company.
- Represented a public company bank holding company in numerous acquisitions of private bank holding companies throughout North Carolina.
- Represented a North Carolina bank in multiple bank acquisitions in North Carolina.
- Represented North Carolina banks in multiple asset purchases. Of note, the deal value of the acquisition of a national bank's Fayetteville, North Carolina area assets was in excess of \$100 million.
- Represented public bank holding companies in connection with several mortgage-related joint venture transactions.
- Represented North Carolina banks in numerous sales transactions ranging from asset divestures to whole entity transactions.

Regulatory

- Represented banking and trust clients in connection with regulatory matters related to charter transactions before the Federal Reserve, FDIC and North Carolina Banking Commission. Of note, in connection with forming the first trust company organized as a limited liability company in the history of the State of North Carolina, our firm obtained regulatory approval despite the lack of existing precedence and persuaded the North Carolina Banking Commission that a limited liability structure was permissible under North Carolina law.
- Represented banking clients in connection with regulatory matters related to capital transactions, merger transactions and joint ventures before the Federal Reserve, FDIC, OCC and North Carolina Banking Commission. Of note, our firm successfully obtained regulatory approval for a "hostile" acquisition.
- Represented investors in connection with strategic investments in financial institutions and regulatory approvals in connection therewith.
- Represented banking clients in connection with regulatory investigations, examinations, controversies, disputes and public and private regulatory actions involving the Federal Reserve, FDIC, DOJ, FBI, United

States Secret Service and North Carolina Banking Commission.

Other Representative Experience

- Represented a private deposit insurer.
- Represented banking clients in connection with corporate governance, board matters, internal and external investigations and public company reporting matters.
- Represented banking clients in connection with lending matters including credit facilities (including large syndicated credit facilities), commercial lending, mezzanine financing, bond transactions, letters of credit, commercial real estate and others.
- Represented banking clients comprehensively in connection with general business matters, including bankruptcy and work-outs, real estate and environmental, intellectual property, litigation, employment and employee benefits, construction and development, TILA, TISA, RESPA and others.

PROFESSIONALS

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