

BANK TRANSACTIONS & STRATEGY

OVERVIEW

Our attorneys provide a unique approach to advising banking clients in completing significant corporate transactions. We combine our deep experience in bank mergers and acquisitions with a focus on the details that make transactions between heavily regulated institutions run smoothly. We deliver efficient and effective service through providing significant and direct involvement by senior lawyers in every merger transaction. Our approach to deal-making not only ensures that all legal issues are addressed properly but also that boards and management teams are empowered with the information and analysis to help them move forward with confidence.

If independent growth is the preferred strategy, we also provide a full range of services related to raising capital by banks and bank holding companies. Regulatory requirements dictate that banking institutions carefully plan capital formation projects, taking into account not only the optimal capital instrument to issue but also the selection of investors and the rights provided to them. Our team is well-versed in the latest market practices along with the banking and securities laws applicable to capital transactions.

Our significant experience in banking transactions also enables our team to effectively represent other parties involved in bank deals. Our active practice in representing bank investors allows us to effectively advise in the negotiation of significant purchases of bank debt and equity securities, including with respect to applicable control limitations. In addition, we routinely represent bank financial advisors with respect to their engagements by banks and bank holding companies in merger and capital transactions.

We recognize that a fundamental element of any successful institution is a proper governance structure and effective governance practices. Our attorneys routinely advise boards of public and private banking institutions with respect to major governance issues, including with respect to board evaluations and director nominations, board composition, and board disputes. Our insight is especially valuable in the most heavily scrutinized situations, including exchange-listed companies and family-owned companies.

Our experience across major corporate transactions and governance, along with our deep understanding of the banking industry, positions us as a key strategic advisor to our banking clients. We routinely assist with the discussion and development of strategic plans for banks, including assisting banks in identifying the major corporate and regulatory needs that will support

execution of a strategic plan. Our focus is to empower dynamic banks to seize strategic opportunities.

MEET THE TEAM



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EXPERIENCE

- Represent FMB Banking Corporation in its pending sale to First, A National Banking Association for \$80.3 million. (Announced in July 2018)
- Represent FNB Bank in its pending acquisition of Catoosa Bancshares, Inc. (Announced in June 2018)
- Represented First National Bank in its August 2018 acquisition of One Bank & Trust, National Association.
- Represented Landmark Bancshares, Inc. in its August 2018 sale to National Bank of Commerce for \$115.4 million.
- Represented Atlantic Bancshares, Inc. in its April 2018 sale to South Atlantic Bank for \$18.1 million.
- Represented Coastal Banking Company, Inc. in its April 2018 sale to First Federal Bank of Florida for \$83.4 million.
- Represented FNB Bank in its August 2017 acquisition of Commerce Bancshares, Inc. for \$21.8 million.

- Represented Nicolet Bankshares, Inc. in its April 2017 acquisition of First Menasha Bancshares, Inc. for \$74.1 million.
- Represented Private Bancshares, Inc. in its January 2017 sale to National Commerce Corporation for \$59.1 million.
- Represented Southeastern Bank Financial Corporation in its January 2017 sale to South State Corporation for \$334.9 million.
- Represented Nicolet Bankshares, Inc. in its April 2016 acquisition of Baylake Corp., Inc. for \$164 million.
- Represented Northside Bancshares Inc. in its December 2015 sale of a majority stake to an individual investor.
- Represented First Security Group Inc. in its October 2015 sale to Atlantic Capital Bancshares for \$159 million.

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