

## Banking & Financial Services

In today's rapidly changing financial marketplace, financial services providers and their investors need a law firm that has a strong history and reputation in the industry, that understands business operations and the regulatory environment, and that helps evaluate the opportunities for operators and investors to respond quickly to the new and complex financial landscape. Jones Walker's Banking & Financial Services attorneys have that history, experience, and capacity.

*US News & World Report* ranked Jones Walker's banking practice as one of the top 50 in the U.S. in 2010, the first year that publication ranked U.S. law firms. *Chambers USA – America's Leading Lawyers for Business* has ranked Jones Walker in the first band for Banking & Finance among firms in Louisiana since 2004, and the practice has a number of attorneys ranked by *Best Lawyers in America*. Jones Walker also received a fifth-place ranking in bank merger and acquisition transactions, as awarded by *SNL Financial* in 2007.

### ***Representation & Experience***

Jones Walker's Banking & Financial Services Practice Group represents local, regional and national banks; bank and financial holding companies; and their subsidiaries and affiliates. Our clients include domestic and foreign commercial banks and bank holding companies; savings associations; private equity, venture, debt, and hedge funds; investment banks; and other financial institutions and their investors. In addition, our attorneys represent a wide variety of other highly regulated financial service businesses, including broker-dealers, investment advisers, trust companies, onshore and offshore insurance and reinsurance companies and producers, managing general agents; pension funds and administrators; and related regulatory bodies.

Our experience assisting banks and financial institutions ranges from corporate governance and securities regulation to debt and equity financing, mergers and acquisitions, tax, employment, and bankruptcy and restructuring. We have experience representing clients with regard to regulatory investigations and issues that arise before state and federal supervisory agencies, including the U.S. Securities and Exchange Commission (SEC), the U.S. Department of Justice (DOJ), the Federal Deposit Insurance Corporation

(FDIC), the Federal Reserve, and the Comptroller of the Currency (OCC).

***Bank and Bank Holding Company Regulatory, Compliance & Operations***

Our attorneys provide regulatory advice and representation to hundreds of financial institutions throughout the United States in connection with matters before state, federal, and foreign regulatory agencies. Our fluency in bank regulatory matters enables us to provide effective representation to investors and operators in virtually all matters, ranging from seeking new bank charters to expanding their operations, either by acquisition or by establishing new institutions, branches, or offices. In addition, we represent a number of major financial institutions in matters before the United States Congress.

***Compliance***

Our attorneys routinely represent banks, insurance companies, securities firms, and other financial institutions regarding a wide range of compliance issues, including matters arising under the Bank Secrecy Act, requirements of the Financial Industry Regulatory Authority (FINRA), privacy issues, and the development and implementation of anti-money laundering programs. We also assist clients with investigating and resolving internal fraud issues, and with developing and implementing anti-fraud compliance programs.

Our attorneys have provided regular counsel to banking institutions ranging in size from \$1 billion to \$45 billion on the development of new products and services. In doing so, we have provided advice regarding consumer compliance, IT considerations, and overall risk management. Our attorneys also provide multi-state advice for the development of compliance programs on regulatory issues such as flood insurance, BSA/AML, payment systems, and identity theft. Jones Walker's Banking & Financial Services Practice Group attorneys are regular panelists on compliance topics including document retention, BSA/AML, payment systems, and fraud prevention. We routinely draft and revise enterprise-wide policies and procedures.

Our attorneys have substantial experience in the merger and acquisition of regulated financial institutions. Our experience includes successful applications with all federal banking regulators, SEC, FINRA, as well as the insurance departments and securities commissions of all 50 states.

### *Community Banking*

Our banking and financial services attorneys have served community banks as primary outside general counsel. Our community banking clients benefit from our practical experience and in-depth legal understanding of the structure and regulation of financial institutions, and, in addition, we provide advice and representation in areas outside banking and finance, including employee benefits, intellectual property, labor and employment, litigation, real estate, income taxes, and estate planning.

### *De Novo Banking*

We have extensive experience in transactions involving the establishment of *de novo* banks, savings associations, bank holding companies, savings and loan holding companies, and investment banks. Our attorneys also advise clients on branch acquisitions and divestitures, charter conversions, transactions between banks and their affiliates, and regulatory filings required in connection with financial institution changes of control. In addition to advising on other *de novo* banking-related matters, our attorneys provide clients with guidance as to whether a new organization should be chartered as a national bank, a state bank, or a state or federal thrift; whether to form a holding company at the time of formation; and capital-formation initiatives.

### *Debt Financing*

In the area of debt financing, our clients range from financial institutions, including commercial banks, thrifts and other lenders, investment banking firms, and private equity and debt funds, to borrowers in industries as diverse as natural resources, oil and gas, alternative energy, retail, logistics, technology, health care, life sciences, manufacturing, engineering, and other professional services. Our debt financing practice includes secured and unsecured lending transactions; acquisition and commercial financings; mezzanine financings; structured, asset-based, and cash flow loans, including project financings; subordinated financings; cross-border transactions; debt restructurings; public and 144A debt financings; collateralized obligations and other securitizations and credit enhancements; and swaps.