

## Michael W. Tankersley

### Senior Counsel

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Mike Tankersley provides advisory and transactional services to public and private financial institutions, corporations, boards, management and investors. He assists clients with SEC reporting and compliance, corporate governance, business combinations, divestitures, regulatory issues and internal investigations of fraud and malfeasance. Mike represents issuers and underwriters in connection with initial and secondary public offerings, mergers and acquisitions of banks and other public and private companies, and proxy contests, tender offers and going-private transactions.

In addition to practicing law with two prominent Texas firms for more than 20 years, Mike served as the first inspector general of the Export-Import Bank of the United States during the George W. Bush Administration and spent four years as general counsel of CSG Investments Inc., Beal Bank's capital markets affiliate. He is a member of the national teaching faculty of the National Association of Corporate Directors and has provided governance evaluation and training programs for more than 25 public company boards.

Mike received his J.D., with high honors, from the University of Texas, where he served as an editor of the *Texas Law Review*. He earned Master of Accounting and B.A. degrees from Rice University and was licensed as a C.P.A. in Texas in 1981. Mike is recognized in *The Legal 500* in the Capital Markets: Equity Offerings category.

#### **Representative Experience**

- Representing a bank holding company in \$112 million and \$150 million public offerings of common stock.
- Representing a national bank in an exempt \$175 million public offering of subordinated notes.
- Representing a unitary thrift holding company in organizing a de novo federal savings bank to complete an FDIC assisted purchase of a \$1 billion asset failed bank and the disposition of its mortgage servicing operations.
- Representing a Texas state savings bank in completing an FDIC assisted purchase of a \$1 billion asset failed bank.
- Representing an SEC reporting bank holding company in completing more than 10 acquisitions of community banks.
- Representing a leading provider of bank data services in connection with its IPO, other securities transactions, governance and regulatory matters and its disposition to a larger IT services organization.
- Advising a Nevada thrift company in connection with its national branching program.
- Advising an SEC reporting financial services company in the successful resolution of a whistleblower complaint alleging errors or omissions in complex accounting matters.
- Advising an investor in making unsolicited offers to purchase common and preferred stock of a widely held community bank, calling a special meeting of shareholders and negotiating a standstill agreement providing a board seat.

- Serving as outside general counsel of an SEC reporting restaurant company and an SEC reporting, Texas-based bank holding company.

Mike has advised clients in complying with a broad range of regulatory requirements, reporting obligations and interactions with regulators, including the Federal Reserve, OCC and FDIC:

- Change of control, branch sale and failed bank transactions.
- Transactions with affiliates and officers.
- Capital and liquidity requirements.
- Preparing business plans covering nontraditional activities.
- Mortgage servicing.
- Consumer disclosures.
- Lender litigation.
- Preparing complex regulatory filings to address material transactions, disclosure of material adverse events and enforcement actions.

### ***Professional & Community Engagement***

- American Bar Association, Business Law Section, Committee on State and Local Bar Relations, chair, 1998–2004; Committee on Governmental Corporations, chair, 2007–2008
- Texas Business Law Foundation, founding director, chair, 2000–2002; director, 1987–2007, 2010–present
- State Bar of Texas, Business Law Section, chair, 1997–1998
- Greater Dallas Chamber of Commerce, Leadership Dallas, 1989

### ***Education***

- The University of Texas (J.D., 1980)
- Rice University (M.Acc., 1978)
- Rice University (B.A., 1977)

### ***Admitted to Practice***

- Texas

### ***Related Services***

Corporate & Finance | Financial Services & Products | Bank Regulatory | Mergers & Acquisitions | Capital Markets & Securities | Corporate Governance | Financial Services - Mergers & Acquisitions