



## Michael W. Tankersley

Senior Counsel

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### *Related Services*

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

Mike Tankersley provides advisory and transactional services to public and private financial institutions, corporations, boards, management, and investors. He has assisted clients with SEC reporting and compliance, corporate governance, business combinations, divestitures, a wide range of business transactions, regulatory issues, and internal investigations of fraud and malfeasance.

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 served as a member of the national teaching faculty of the National Association of Corporate Directors 2005–2019, providing governance evaluation and training programs for public, private, and governmental boards.

Mike was a founding director of the Texas Business Law Foundation (TBLF) in 1988, and served twice as its chair (2001–2002, 2019–2020). In that role, he participated in drafting and successfully advocating for the enactment of a wide range of business laws by the Texas Legislature. He has chaired TBLF's Business Court Committee since 2020, and was a leader of the multi-session effort that resulted in the passage of House Bill 19 in 2023, creating a specialized Texas business court.

### *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.
- Representing a widely-held Louisiana insurance holding company in connection with governance matters, including a successful defense against a proxy contest seeking a change of control.
- 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 the owner of Southland Life Insurance Company in connection with its sale to The Franklin Life Insurance Co.
- Advising Torchmark Corporation in connection with Texas Insurance Code compliance issues in connection with its unsolicited tender offer for American General.
- Serving as outside general counsel of an SEC reporting restaurant company and 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