

WEBINAR: Practical Guide for Directors and Officers of Failing Banks

Date: Wednesday, November 16, 2011; 12:00pm – 1:00pm

Introduction (Jake Lutz)

General description of anticipated failure activity in Mid-Atlantic

Failure activity in “War Zones” (Tom Powell)

- Will this phase ever end?
- “Flashing lights” that matter

Preparing for failure – independent representation for Boards of Directors (Tom Powell)

- Review of documents
- Director and officer interviews
- Attorney client privilege
- Interface with regulators
- Conduct prior to receivership

Public disclosures and shareholder relations (Mark Jones/David Ghegan)

- Securities disclosures
 1. Written agreements and MOU’s with regulators
 2. Exchange delisting notices
 3. Other common triggers for required public disclosure
 4. Earnings (Loss) releases – to file or not to file
 5. Role of Regulation FD
- Bank communication strategies and policies
- *Comments by David Ghegan*

Government investigations and litigation (John West)

D&O insurance coverage issues and strategies (Ed Starr)

- Expertise developed with Georgia failures
- D&O policy review
- Side A/Supplemental coverage
- Notice of Circumstances
- *Comments by Tom Powell*

Anticipated failure and consolidation activity in Mid-Atlantic (Jake Lutz)

- Distressed/troubled banks and bank M&A
- Anticipated regulatory response to proposed troubled bank acquisitions
- Key strategies and considerations when positioning a troubled bank as an acquisition target

Wrap-up and Questions (Jake Lutz)

General Summary

Directors and officers of banks in troubled condition face unique issues and challenges as regulatory pressure increases and the bank anticipates or attempts to avoid failure. Troutman Sanders attorneys from a variety of practices will present on topics of particular importance to leadership of a failing bank and provide insights on future bank failure and consolidation activity in the Mid-Atlantic.

