

Christina M. Gattuso

Partner

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Services

Business & Finance

Corporate Governance

Cybersecurity, Privacy & Data

Governance

Joint Ventures & Strategic

Alliances

Mergers & Acquisitions

Securities

Industries

Blockchain Technology & Digital

Currency

Financial Institutions

Financial Services

Fintech

Chris Gattuso focuses her practice on corporate and securities matters, financial institution regulatory matters, and mergers and acquisitions. Ms. Gattuso's securities practice includes serving as counsel for both issuers and underwriters in public and private offerings of debt and equity securities and counseling clients on disclosure and other requirements under the federal securities laws. She has represented numerous mutual savings associations in their conversion to stock form or formation of a mutual holding company and related public offerings. She has extensive experience in corporate reorganizations, strategic alliances, joint ventures, and mergers and acquisitions for both public and private financial institutions and other for-profit and nonprofit entities. She also advises boards of directors and board committees of financial institutions, nonprofits, and tribal entities on corporate governance matters and best practices.

Ms. Gattuso advises financial institutions on a wide range of regulatory, enforcement, consumer protection, and compliance matters, including cybersecurity and mobile financial services, before the federal and state banking agencies, including the Office of the Comptroller of the Currency, the Federal Deposit Insurance Corporation, Federal Reserve Board, and the Consumer Financial Protection Bureau.

Ms. Gattuso counsels organizers of federal and state de novo financial institutions with respect to the regulatory process and the banking, corporate, and securities law issues that arise in connection with the de novo process. Ms. Gattuso's experience with de novo financial institutions ranges from typical community banking institutions to more complex de novo financial institutions, such as a de novo venture bank and a de novo thrift formed by a national trade association. She also advises private investors, including private equity



funds, hedge funds, and foreign investors, in structuring investment vehicles to acquire controlling and non-controlling investments in financial institutions and their holding companies.

Ms. Gattuso has published articles and spoken at various conferences and seminars on corporate governance, mergers and acquisitions, financial institutions law and regulation, cybersecurity, mobile financial services, bank examination and enforcement, and fair lending.

Ms. Gattuso was recognized in 2019 and the five years immediately preceding as a Washington D.C. “Super Lawyer” in the area of Securities and Corporate Finance by *Super Lawyers* magazine. She was recognized by *The Best Lawyers in America*[®] in 2018 and 2019 for Financial Services Regulation Law.

Experience

Represented Grasshopper Bank, N.A., a de novo national bank that will fully utilize digital banking to serve innovation economy companies and venture capital firms in New York and other major US innovation economy centers, in obtaining a national bank charter and in connection with its \$116 million private placement offering to capitalize the Bank.

Represent Columbia Financial, Inc. in connection with its public minority stock offering of up to \$453.5 million (Pending).

Represented underwriter, Sandler O'Neill + Partners, L.P., in an \$80.0 million debt offering by Bridge Bancorp, Inc.

Represented Square 1 Financial, Inc. in connection with its \$104.0 million IPO and represented certain selling shareholders that sold into the IPO.

Represented Square 1 Financial, Inc. in its private placement of trust preferred securities and several private placements of common stock.

Represented underwriter, Sander O'Neill + Partners, L.P., in a \$115.0 million debt offering by Dime Community Banchares, Inc.

Represented underwriter, Sandler O'Neill + Partners, L.P., in an \$100.0 million debt offering by Customers Bancorp, Inc.

Represented underwriter, Sandler O'Neill + Partners, L.P., in the \$34.5 million common stock offering by Investar Holding Corporation.

Represented underwriter, Sandler O'Neill + Partners, L.P., in an \$18.6 million debt offering by Investar Holding



Corporation.

Represented underwriter, Sandler O'Neill + Partners, L.P., in the \$40.0 million common stock offering by Financial Institutions, Inc.

Represented Northeast Community Bank in its mutual holding company reorganization and the related \$59.5 million initial public offering by its newly formed holding company, Northeast Community Bancorp, Inc.

Represented Franklin Financial Corporation and its banking subsidiary, Franklin Bank, in connection with Franklin's \$138.9 million initial public offering in connection with its mutual to stock conversion.

Represent the organizers of a de novo New York bank, which will specialize in lending to venture-backed business, in connection with its charter application and capitalization raise (Pending).

Represented the organizers of a de novo North Carolina bank, which specialized in lending to venture capital-backed businesses, in obtaining a charter and raising \$100.0 million of initial capital in a private placement, in one of the largest de novo bank formations at the time.

Represented the organizers of a Pennsylvania de novo bank focused on lending to small businesses within its local community, in connection with its charter application and initial capitalization.

Represented Franklin Financial Corporation in connection with its acquisition by TowneBank in a \$275.0 million all-stock transaction.

Served as counsel to Eureka Financial Corp. in its \$35.0 million merger with NexTier Bank, N.A.

Represented American Bank Holdings, Inc. and its banking subsidiary in connection with its merger with Congressional Bancshares, Inc., exchange of merger securities in a private placement, and its spinoff of certain assets to a newly-formed company.

Represented Florida Savings Bank in its acquisition by Commercebank, NA, a Coral Gables, Florida bank holding company, through a purchase and assumption transaction and subsequent liquidation of Florida Savings Bancorp, Inc. following the sale of Florida Savings Bank and a redemption offering for the outstanding convertible debt securities previously issued by Florida Savings Bancorp, Inc.

Represented Bonneville Bancorp and its banking subsidiary, Bonneville Bank, in connection with its acquisition by Green Dot Corporation.



Represented Associated Community Bancorp in connection with its acquisition of Peyton Street Independent Financial Services Corporation and the assets and liabilities of its banking subsidiary, InsurBanc, and represented InsurBanc in connection with its liquidation following the acquisition.

Represented City & Suburban Financial Corporation in its \$119.1 million acquisition by Ridgewood Savings Bank in a transaction that involved various issues related to the client's Subchapter S status, as well as the dissolution of the trust formed in connection with a prior trust preferred securities issuance by the client and the issuance of the junior subordinated debentures of the acquirer directly to the prior holders of the trust preferred securities.

Represented a federal savings association in connection with its acquisition of an investment advisor.

Advised private equity fund in connection with its bid to acquire a failing financial institution by structuring a silo investment vehicle.

Advised a private equity group in connection with its acquisition of a troubled financial institution and related tender offer for trust preferred securities of the target.

Represented bank holding company in obtaining FRB regulatory approval of formation of a wholly-owned subsidiary to sponsor one or more funds to invest in venture capital funds and to engage in investment advisory activities and private placement activities.

Represented a lender in connection with responding to a civil investigative demand from the CFPB.

Represented a state commercial bank on its appeal to the FDIC of its CRA Rating and represented the bank in its hearing before the FDIC on the appeal.

Represented a financial institution in a supervisory investigation conducted by the OCC involving document production, depositions and various related matters.

Advised the board of directors of a state-chartered credit union regarding the governance responsibilities of credit union directors, including with respect to: compliance with legal and regulatory framework; approving and complying with board policies; establishing board committees; hiring qualified management; establishing a strategic plan; reviewing operating results; and continuing board education.

Advised a federally-chartered financial institution in connection with a fair lending investigation initiated by the OCC and referred to the Department of Justice that resulted in the DOJ determining not to take action against

the institution.

Persuaded the Department of Justice not to take any action against a financial institution for alleged violations of fair lending laws despite a referral to the DOJ by the FDIC.

Education

University of Baltimore School of Law, J.D. (1983)

King's College, B.S. (1979)

Admissions

District of Columbia

Maryland

Professional & Community Activities

American Bar Association, Business Law Section, Member

American Bar Association, Banking Law Committee, Member

Federal Bar Association, Banking Law Committee, Member of Executive Council (2009-2012, 2016-2018)

Leadership Greater Washington, Class of 2010

Selection Committee, Board Leadership Award, Center for Nonprofit Advancement, Member (2011-2016)

Insights

[News Releases](#)

22 Kilpatrick Townsend Attorneys Recognized in 2019 Washington, D.C. Super Lawyers
June 7, 2019

[In The News](#)

Kilpatrick Townsend Counsels Columbia Financial, Inc. in its Acquisition of Stewardship Financial Corporation
June 7, 2019

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Kilpatrick Townsend Counsels Grasshopper Bank, N.A. in its Recent Launch
May 30, 2019

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Top Ten Governance Issues for Bank Boards and Directors
May 3, 2019

[Publications](#)

Review Your Director Equity Plans
April 17, 2019

[Publications](#)

What You Need to Know About the OCC's Fintech Charter
October 17, 2018

[Alerts](#)

OCC Proposes Regulations That Would Allow Certain Federal Savings Associations to Operate with the Powers of a National Bank
September 12, 2018

[In The News](#)

Record-Breaking Recognition for Kilpatrick Townsend in The Best Lawyers in America® 2019
August 20, 2018

[Events](#)

Planning for the Unknown: Preparing Your Board to Handle a Company Crisis
July 12, 2018

[Alerts](#)

Key Provisions of the Recently Enacted Consumer Protection Legislation
June 1, 2018

[Alerts](#)

Regulatory Relief Legislation Eases Regulatory Burdens
May 25, 2018

[News Releases](#)

Kilpatrick Townsend Attorneys Named 2018 Washington, D.C. Super Lawyers
May 7, 2018



Alerts

CFPB Finalizes Amendment to TRID Mortgage Disclosure Rule

April 26, 2018

Publications

Fed Raises Red Flag in Wells Action

April 17, 2018

Alerts

CFPB Finalizes Further Changes to Mortgage Servicing Rules

March 9, 2018

Alerts

CFPB Finalizes Changes to Prepaid Accounts Rule

January 26, 2018

Alerts

Congress Votes to Overturn the Consumer Financial Protection Bureau's Arbitration Agreements Final Rule

October 25, 2017

Alerts

3 Key Takeaways: Fintech & Banking 2017: Further Exploration of Bank Charters for Fintech Companies

October 24, 2017

Alerts

Key Takeaways From the CFPB's Final Rule On Payday, Vehicle Title, and Certain High-Cost Installment Loans

October 10, 2017

Alerts

CFPB Announces Changes to Mortgage Servicing Rules

October 6, 2017

Events

Marijuana and Banking: Do You Know the Rules of the Road?

September 23, 2017



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5 Key Developments: Fintech & Banking 2017: Further Exploration of Bank Charters for Fintech Companies
August 31, 2017

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CFPB Finalizes Amendments to Mortgage Data Rule
August 28, 2017

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Record-Breaking Recognition for Kilpatrick Townsend in The Best Lawyers in America® 2018
August 15, 2017

[Alerts](#)

Acting OCC Comptroller Provides Update on Granting Special Purpose National Bank Charters to Fintech Companies
July 26, 2017

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CFPB Proposes Changes to Home Mortgage Disclosure Act (HMDA) Reporting Threshold for Community Banks and Credit Unions
July 19, 2017

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CFPB Issues Arbitration Agreements Final Rule
July 13, 2017

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CFPB Finalizes Amendments to the TILA-RESPA Integrated Disclosure (TRID) Rule
July 11, 2017

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Trump Administration Sets Forth Recommendations for Consumer Finance Regulatory Reform
June 21, 2017

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CFPB Seeks Comment on Proposed Changes to Prepaid Rule



June 19, 2017

[News Releases](#)

Kilpatrick Townsend Serves as Underwriters Counsel to Sandler O'Neill + Partners in Subordinated Debt Offering
June 9, 2017

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5 Top Takeaways: Fintech and Banking in 2017: Exploring Special Purpose National Bank Charters for Fintech Companies
May 30, 2017

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Exploring Special Purpose National Bank Charters for Fintech Companies
May 24, 2017

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Fintech and Banking in 2017: Exploring Special Purpose National Bank Charters for Fintech Companies
May 24, 2017

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Kilpatrick Townsend Attorneys Named 2017 Washington, D.C. Super Lawyers
May 22, 2017

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An Update on the Regulatory Environment for Bank Mergers and Acquisitions
May 19, 2017

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Kilpatrick Townsend Named Pro Bono Law Firm of the Year
May 15, 2017

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CFPB Issues Proposed Amendments to Clarify Mortgage Data Rule
April 18, 2017



Publications

How an OCC Fintech Charter Could Benefit the Underserved

April 17, 2017

News Releases

Kilpatrick Townsend Attorneys Serve as Contributing Authors for American Bar Association's Director's Handbook: A Field Guide to 101 Situations Commonly Encountered in the Boardroom

April 13, 2017

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OCC Issues Additional Guidance for Evaluating FinTech Charter Applications

March 22, 2017

Alerts

CFPB Proposes to Delay Prepaid Rule Effective Date

March 13, 2017

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DC Circuit Grants CFPB's Petition for Rehearing En Banc in PHH Case

February 21, 2017

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Takeaways: Consumer Payments in 2017

January 31, 2017

Webinars

Consumer Payments in 2017: Regulatory Developments and Prospects For Consumer Gift Cards, Prepaid Cards, and Other Consumer Electronic Payment Methods

January 25, 2017

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Consumer Payments in 2017: Regulatory Developments and Prospects For Consumer Gift Cards, Prepaid Cards, and Other Consumer Electronic Payment Methods

January 25, 2017

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Obama Administration Issues a Fintech Policy Whitepaper
January 18, 2017

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CFPB Issues Report Offering Preliminary Insights on Consumer Finance Marketplace Innovations
October 27, 2016

In The News

KT is...Trending, October 15-21, 2016
October 24, 2016

Publications

Scrutiny Coming for Third-Party Lending
October 19, 2016

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Key Consumer Finance Takeaways from the DC Circuit's PHH Decision
October 12, 2016

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CFPB Issues Long-Awaited Prepaid Account Products Final Rule
October 7, 2016

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Recent Legislative and Enforcement Developments in the FinTech Sector
October 4, 2016

Alerts

Nasdaq Requires Listed Company Disclosure of Third Party Compensation Agreements with Directors and Nominees
July 29, 2016

Events

"In a World . . .": Working With your Board Through the Made-For-Hollywood Crisis
May 19, 2016



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Kilpatrick Townsend Attorneys Named 2016 Washington, D.C. Super Lawyers

May 2, 2016

[In The News](#)

Kilpatrick Townsend's Media Report April 15-21, 2016

April 22, 2016

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Using Big Data in Compliance with Consumer Protection Laws

April 1, 2016

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Bank Director - Bank Chairman/CEO Peer Exchange

March 28, 2016

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Tech Cos. Hold Key To Financial Services For The 'Unbanked'

March 2, 2016

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Revised Capital Framework for Depository Institution Holding Companies Organized as LLCs and Partnerships

February 19, 2016

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SEC Limits the "Direct Conflict" Exclusion for Shareholder Proposals in Proxy Statements and Reaffirms Its Position on the "Ordinary Business" Exclusion

November 9, 2015

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CFPB Publishes Final Rule Expanding HMDA Requirements

November 3, 2015

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Cyber Security: What Bank Boards and Senior Management Need to Know

September 26, 2015



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Kilpatrick Townsend Counsels Eureka Financial in Merger

September 3, 2015

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Cybersecurity: What Boards of Directors and Management Need to Know

July 1, 2015

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Cyber Security: What Bank Boards and Senior Management Need to Know

May 29, 2015

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Kilpatrick Townsends Chris Gattuso Featured Speaker at the New Jersey Bankers Association 11th Annual Conference

May 26, 2015

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Kilpatrick Townsend Attorneys Named 2015 Washington, D.C. Super Lawyers

April 29, 2015

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Bank Regulatory Examinations

April 16, 2015

[Alerts](#)

SEC Adopts Final Regulation A+ Rules Ushering in New Era of Capital Raising

April 15, 2015

[Alerts](#)

New York Department of Financial Services Report Identifies Bank Hackers' "Backdoor Entrance," Stresses Vendor Diligence and Contract Negotiation

April 10, 2015

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Kilpatrick Townsends Chris Gattuso and Kevin Toomey: Featured Speakers at the 131st Annual Texas Bankers



Association Convention

April 9, 2015

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CFPB Issues Compliance Bulletin on Treatment of Confidential Supervisory Information

February 18, 2015