



Securities & Corporate Governance

Williams Mullen's securities and corporate governance attorneys utilize their decades of experience in the field to advise publicly traded companies on legal issues related to corporate governance issues and federal and state securities laws. Our attorneys offer experienced, practical advice across a wide range of industries, helping senior executives, boards of directors and board committees navigate these often-sensitive corporate issues. Each matter is personally managed by senior partners, ensuring that our clients receive the experienced counsel they need while maintaining our cost-effectiveness that provides a better value for our clients.

Corporate Governance

Our attorneys are well-versed in the myriad of regulatory, listing standards and environmental, social and governance (ESG) issues that impact public companies and their boards, including:

- Auditor independence requirements, committee charters, committee member qualifications and the various responsibilities imposed on committees.
- Codes of business conduct and ethics, corporate governance guidelines, director qualification standards (suitability, independence, term limits, retirement policy, etc.), director responsibilities, board and committee operations, executive sessions and management succession.
- Internal investigations and investigations of whistleblower claims.
- Compliance and enforcement matters.
- Insider trading policies and rules.

Corporate Law

Our team advises senior executives, boards and board committees on matters including:

- Fiduciary duties, conflicts of interest and independence.
- Controlling shareholder and controlled entity duties.
- Handling, and responding to, shareholder derivative lawsuits and demands.
- State anti-takeover laws, defensive measures and change of control arrangements.
- Indemnification and advancement of expenses to officers and directors.
- Stock splits and dividends.
- Issuer repurchases of securities.

- Listing standards of the New York Stock Exchange (NYSE) and Nasdaq Stock Market.
- Shareholder dispute resolutions, ?freezeouts? and entity dissolutions and terminations.

Public Company Reporting

Our significant experience in public company reporting and compliance helps clients manage and complete periodic and current reports, proxy statements and Section 16 filings in an efficient, cost-effective manner.

Securities Offerings

Our team handles a wide range of securities offerings and related services. These include:

- Counseling and representing issuers in initial public offerings.
- Registration of equity and debt offerings.
- Institutional private placements under Rule 144A (High Yield Debt and Convertible Notes).
- Shelf registrations (allocated and unallocated).
- Registration of business combination transactions.
- Registration of employee benefit plans.
- Registration of dividend reinvestment and stock purchase plans.
- Tender offers.

Related News

- JOBS Act: Bank and Bank Holding Company Deregistration
- JOBS Act Seeks to Facilitate Growth of Small and Emerging Businesses
- SEC Will Not Appeal Proxy Access, but Shareholder Proposal Amendments Will Take Effect in 2012
- Avoiding Contempt: Responding to Non-Party Subpoenas
- Dodd-Frank Proxy Access Rule Vacated ? Implications for 2012
- Crumpler Article Published in Inside Business
- Your Real Estate Fund and Dodd-Frank
- Dodd-Frank Update: Say-on-Pay and Say-on-Frequency
- Reviewing the 2008 Proxy Season and a Look Ahead
- Delaware Courts Narrowly Construe Advance Notice Bylaws
- Williams Mullen Named in Corporate Counsel Magazine?s ?Go-To Law Firms®? List
- Legal Project Management
- Williams Mullen Counsels Monarch Financial, Inc. with Public Offering
- Williams Mullen Forms Financial Crisis Task Force
- Phillip Kennedy Joins Williams Mullen in Raleigh

- Matthew H. Leggett Joins Williams Mullen in Washington, DC
- NYSE and NASDAQ Propose New Standards for Compensation Committees and Their Advisers
- Supreme Court Rejects ?Scheme Liability? Under Federal Securities Laws
- Resale of Securities ? Significant Changes to Rules 144 and 145
- The New Conflict Minerals Rules: Surprisingly Broad in Application
- Preparing for the 2013 SEC Periodic Reporting and Proxy Season
- Supreme Court Justices Indicate Willingness to Reconsider Fraud-on-the-Market Theory
- Supreme Court Tightens Statute of Limitations for SEC Enforcement Actions
- 5th Circuit Surprise: To Qualify for Dodd-Frank Protection, ?Whistleblower? Must Provide Information to SEC
- SEC Allows General Solicitation in Private Securities Offerings
- Who are your Section 16 officers?
- Defeating Class Certification: Halliburton II Ruling Impacts Securities Class Action Issues
- 2014 Survey Of Class Action Cases In Virginia: The Statistics
- Class Action Trends in Virginia: Employment Background Reports
- Williams Mullen Welcomes Former Skadden Associate Vanessa Yearick to Corporate Practice
- Williams Mullen Grows Corporate Securities Practice with Addition of Alyson Harter
- Williams Mullen Lands Attorneys Scott Richter and Ben McCall to Bolster Corporate and Community Banking Teams
- Former SEC Attorney Mark Zaruba Joins Williams Mullen
- Williams Mullen Launches Instant Insight: Alternative Investments Video Series
- Instant Insight: Alternative Investments - Asset Due Diligence and Property Visits
- Instant Insight: Alternative Investments - On-Site Sponsor Due Diligence
- 114 Williams Mullen Attorneys Listed in The Best Lawyers in America 2018
- Williams Mullen Ranked Nationally in 14 Practice Areas by U.S. News ? Best Lawyers? ?Best Law Firms? 2018
- Small & Mid-Cap Public Company Update: 2018 Annual Report and Proxy Season Highlights
- 53 Williams Mullen Attorneys Named to 2018 Virginia Super Lawyers List; 20 Named 2018 Rising Stars
- Yahoo! Settlement Affirms SEC's Focus on Cybersecurity Disclosures
- SEC Expands ?Smaller Reporting Company? Eligibility and Working on SOX 404(b) Relief (Chart)
- 110 Williams Mullen Attorneys Listed in Latest Edition of The Best Lawyers in America©
- Corporate Attorney Trevor Wind Joins Williams Mullen
- Williams Mullen Ranked Nationally in 15 Practice Areas by U.S. News ? Best Lawyers 'Best Law Firms' 2019
- 47 Williams Mullen Attorneys Named to 2019 Virginia Super Lawyers List; 17 Named 2019 Rising Stars

- 119 Williams Mullen Attorneys Listed in 2020 Edition of The Best Lawyers in America©
- 15 Williams Mullen Attorneys Named "Lawyers of the Year" by Best Lawyers®
- Charles Kemp Obtains Certified Corporate Governance Professional SM Designation
- Vanessa Yearick Named to Inside Business' Top 40 Under 40
- CARES Act Mid-Sized Business Program
- First Details on Main Street Lending Program for Mid-Sized Businesses
- Federal Reserve Expands Main Street Lending Program (Chart Included)
- 35 Williams Mullen Attorneys Named to 2020 Virginia Super Lawyers List; 13 Named 2020 Rising Stars
- Opening of Main Street Lending Program with Improved Terms
- SEC Expands the Definition of Accredited Investor
- Williams Mullen Welcomes Two New Associates to Corporate and Litigation Sections
- Williams Mullen Nationally Ranked in Practice Areas by U.S. News ? Best Lawyers ?Best Law Firms? 2021
- 13 Williams Mullen Attorneys Named "Lawyers of the Year" by Best Lawyers®
- 124 Williams Mullen Attorneys Listed in 2022 Edition of The Best Lawyers in America©
- Williams Mullen Nationally Ranked in 16 Practice Areas by U.S. News - Best Lawyers 'Best Law Firms' 2022
- 28 Williams Mullen Attorneys Named to 2022 Virginia Super Lawyers List; 13 Named 2022 Rising Stars
- Corporate Attorney Rakesh J. Parikh Joins Williams Mullen
- 123 Williams Mullen Attorneys Listed in 2023 Edition of The Best Lawyers in America©
- 24 Williams Mullen Attorneys Named "Ones To Watch" by Best Lawyers®
- Williams Mullen Nationally Ranked in 16 Practice Areas by U.S. News - Best Lawyers ?Best Law Firms? 2023
- Williams Mullen Represents Farmers Bankshares in Merger with TowneBank
- North Carolina Business Court?s Recent Opinions on Advancements and Indemnification for Company Officials
- Williams Mullen Adds Securities Partner, William Halliday, in Tysons
- KVCF Attorneys to Join Williams Mullen
- Richmond BizSense Covers KVCF Joining Williams Mullen
- Woody Fowler Interviewed by Law360 Regarding Addition of KVCF Attorneys
- Williams Mullen Further Enhances Growth with Addition of 10 Attorneys
- Williams Mullen Nationally Ranked in 20 Practice Areas by Best Lawyers® ?Best Law Firms? 2024
- Understanding the NSMIA: Why Broker-Dealers Must Still Comply With Blue Sky Laws
- Retail Securities Law: Beware of Blue Sky Laws
- SEC Finalizes New Limits for Regulation A and Crowdfunding

- New SEC Rules Require Universal Proxy Cards in Contested Elections for Corporate Boards
- 25 Williams Mullen Attorneys Named to CoVa Biz Magazine's Top Lawyers of Coastal Virginia 2024

Related Events

- CLE Institute 2021

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