



## Elizabeth Turrell Farrar

Partner | Columbus Office

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Ms. Farrar is a partner in the Vorys Columbus office and a member of the corporate and finance group. Her practice focuses primarily on the representation of public companies and financial institutions, which she regularly counsels on a broad range of matters involving corporate governance, securities law compliance and reporting issues and federal banking law compliance. Ms. Farrar has represented large public companies involved in merger and acquisition transactions involving both stock and assets, in significant corporate restructuring transactions as well as in public offerings and private placements of debt and equity securities. Ms. Farrar works regularly with clients who are subject to regulatory frameworks provided by the rules and regulations of the Securities and Exchange Commission, the New York Stock Exchange, NYSE Amex, The NASDAQ Stock Market, various federal banking regulators and the U.S. Department of the Treasury.

### Career highlights include:

- Serving as outside counsel to a large manufacturing company in connection with its acquisition of ten significant businesses during a five-year period
- Serving as outside counsel to several large public companies in connection with significant restructurings of their corporate organizations during the past several years
- Serving as outside counsel to several large public companies in connection with the divestiture of segments of their business operations
- Serving as outside counsel in advising numerous Ohio-based public companies and their boards of directors regarding their federal securities law obligations, executive compensation issues and corporate governance policies and practices

### Practice Areas

Corporate and Business Organizations  
Financial Institutions  
Labor and Employment  
Litigation

### Industries

Financial Institutions  
Manufacturing  
Retail

### Education

University of Virginia School of Law, J.D., 1982  
Smith College, B.A., 1979, *magna cum laude*, Phi Beta Kappa

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- Serving as outside counsel in a variety of public company capital raising matters, including "shelf registrations" of debt securities and equity securities and subsequent public offerings
- Serving as outside counsel to several bank holding companies in their respective acquisitions of other banks and bank holding companies through mergers, acquisitions of stock and acquisitions of branch locations
- Serving as outside counsel to several bank holding companies in connection with their participation in the U.S. Department of the Treasury's Capital Purchase Program and advising them as to compliance with complex financial and corporate governance regulations arising out of such participation

Ms. Farrar is a member of the American Bar Association, the Ohio State Bar Association and the Columbus Bar Association.

Ms. Farrar has spoken on various topics, including corporate governance, federal securities and banking regulatory compliance and executive compensation rules applicable to public companies and financial institutions.

Ms. Farrar received her J.D. from the University of Virginia School of Law and her B.A. *magna cum laude* from Smith College, where she was Phi Beta Kappa.

### Publications

*Client Alert:* Bankers Beware: Copying and Removal of Confidential Financial Institution and Supervisory Information Can Lead to FDIC Action

*Client Alert:* House Passes Legislation that Includes Important SEC Relief for Community Banks

*Securities Alert:* NYSE Eliminates Uninstructed Broker Voting on Certain Corporate Governance Issues

*Securities Alert:* Summary of 2012 Updates to the ISS U.S. Corporate Governance Policy

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*Securities Alert:* Rule 14a-8 Amendments Permitting Shareholder Proxy Access Proposals are Now Effective

*Securities Alert:* D.C. Circuit Court Vacates Proxy Access Rule

*Securities Alert:* SEC Adopts Final Whistleblower Rules Under the Dodd-Frank Act

*Client Alert:* Loan Originator Compensation and Anti-Steering Rules Take Effect

*Securities Alert:* SEC Proposes Compensation Committee and Consultant Independence Rules

*Client Alert:* Proposed Rules Issued on Incentive Compensation of Financial Institutions

### Professional and Community Activities

Bexley Boosters, Secretary, 2011-present

Board of Zoning Appeals for City of Bexley, Ohio, Member, 1990-2002, and Current Alternate

Nationwide Children's Hospital of Columbus Twig 3 Auxiliary, 1990-present

ProMusica Sustaining Board, 2001-present

Smith College Alumnae Association, Member of Classes Committee, 2011-2016

Smith College Club of Columbus, Past President, 1990-2002, and current chair of annual fundraiser

Smith College, Class of 1979 Fund Team Coordinator, 1999-present

University of Virginia Law School Foundation, Columbus/Central Ohio Regional Manager, 2007-present

### Honors and Awards

*Columbus CEO*, Top Lawyers in Columbus, 2010-2012

*Business First*, Forty under 40, 1994

University of Virginia School of Law Moot Court Board, 1981-1982

University of Virginia School of Law Dillard Fellow, 1981-1982

## Elizabeth Turrell Farrar (Continued)

Fellow of the Columbus Bar Foundation since 2005

Fellow of the Ohio State Bar Foundation since 2011

Fellow of the American Bar Foundation since 2011

### Events

INVESTOhio Equity Conference

Preparing for the 2010 Proxy and Annual Report Season

### Bar and Court Admissions

Ohio

U.S. District Court for the Southern District of Ohio