



## M. Patricia Oliver

Partner | Cleveland Office

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Ms. Oliver is a partner in the Vorys Cleveland office and a member of the corporate and finance group. Her practice focuses on general corporate matters, corporate governance, federal securities law, banking law and regulatory compliance, and mergers and acquisitions. Over the course of her career, her clients have included a wide variety of corporations, as well as investment banks and financial institutions and their holding companies.

Career highlights include:

- Serving as Executive Vice President, General Counsel and Corporate Secretary of BB&T Corporation and Branch Banking & Trust Company and Chief Corporate Governance Officer of BB&T
- Counseling the boards of many public companies and banking entities regarding federal securities law obligations, fiduciary duties and corporate governance practices
- Representing a variety of Fortune 500 and Fortune 100 companies in proxy fights, auctions, and tender offers
- Serving as mergers and acquisitions counsel for banks and bank holding companies in their acquisitions of other banking and financial services entities
- Representing community and regional bank and thrift clients in regulatory compliance matters and proceedings before federal and state regulators

Ms. Oliver is a member of the Cleveland Metropolitan Bar Association, where she is past chair of both the Securities Law and Banking and Financial Services Sections. She is also a member of the North Carolina Bar Association.

Ms. Oliver has been a frequent speaker on such topics as Sarbanes-Oxley, corporate governance, the Gramm-Leach-Bliley Act, enterprise risk management, corporate ethics, merger and acquisition tactics, legal department management and strategic planning, and

### Practice Areas

Corporate and Business Organizations  
Financial Institutions

### Industries

Financial Institutions

### Education

Case Western Reserve University  
School of Law, J.D., 1980  
*Case Western Reserve Law Review*, Managing Editor,  
1979-1980; Edwin G. Halter  
Scholar  
Allegheny College, B.A., 1976,  
*magna cum laude*; Alden Scholar

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regulatory compliance developments. She has been a panel member at ALI-ABA's annual program addressing the Fundamentals of Securities Law, and served on the faculty of the ABA's first Direct Women's Board Institute.

Before joining Vorys, Ms. Oliver was Executive Vice President, General Counsel and Corporate Secretary of BB&T Corporation and Branch, Banking & Trust Company, as well as Chief Corporate Governance Officer of BB&T Corporation. BB&T Corporation is one of the top 10 largest bank holding companies. Prior to joining BB&T, she was a partner at Squire, Sanders and Dempsey LLP, where she chaired the firm's global financial services practice.

Ms. Oliver received her J.D. from Case Western Reserve University School of Law. She received her B.A. *magna cum laude* from Allegheny College.

### Publications

"Views from The Top: Advice from Legal Women Leaders," *Vault Inc.*, September 2006

"The Upper Hand ... Creating Value in the In-House Legal Department," *Atlantic Coast In-House*, July 2006

"A General Counsel's Leadership and Motivational Tools for In-House Lawyers," *North Carolina Bar*, June, 2005

IPO Industry Sectors and the IPO Process, Corporate Finance Institute, 2003

"Corporate Governance – Taking Control of Your Future," *PA Banker*, October 2002

"Oliver Addresses Regionals: Stay Proactive But Wary," *American Banker*, 2001

"Modernization Act Gives Community Banks Options," *Bank Investment Marketing*, 2001

*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

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

### Professional and Community Activities

Ursuline Advisory Board, Member, 2008-Present; 1993-2004

UNC School of Law's Center for Banking and Finance, Advisory Board Member, 2004-Present

Old Salem, Inc., Board of Trustees and Chair, Ad-Hoc Strategic Planning Committee, 2005-2008

ABA's Direct Women Board Institute, Faculty, 2007

Society of Benchers, Case Western Reserve University Law School, 2008-Present

National Association of Corporate Directors, 2010-Present

United Way Services, Alex de Tocqueville Society and Women's Leadership Council Member (Winston-Salem, North Carolina), 2004-2007

Association of Corporate Counsel, Member, 2004-2007

General Counsel Roundtable, 2004-2007

Financial Services Roundtable, Lawyers Council Member, 2004-2007

The Society of Corporate Secretaries & Governance Professionals, 2004-Present

Children's Aid Society, Board of Trustees, 1993-2004; President, 1997-2001

Applewood Centers, Board of Trustees, 2001-2004

Leadership Cleveland, Class of 2000

Women in Family Business Seminars, Founder, 1994-1998

Hitchcock Center for Women, Board of Trustees 1982-1990; President, Secretary, and Treasurer

### Honors and Awards

AV Peer Review Rated in Martindale Hubbell

Martindale-Hubbell Bar Register of Preeminent Women Lawyers, 2011

CWRU Law School Society of Benchers Award, 2008

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Recipient (with BB&T Legal Dept.), Chairman's Innovation Award,  
(Runner-up) for "ESQ" Client Service Model, 2005

Diversity and the Bar: Women GC's in the Fortune 500, 2005

Ohio Super Lawyers, 2004

Rainmaker Award, Northern Ohio Live Magazine, 2003

YWCA Certificate of Merit, Professional Woman of Excellence Award, 1985

### Bar and Court Admissions

Ohio

North Carolina