



## RELATED PRACTICES

- Government Relations
- Litigation

## ATTORNEYS

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- Elizabeth Treubert Simon
- Anthony Spina
- Thomas E. Szykowny
- Robert N. Webner
- Gregory J. Zelasko

## Insurance Agents and Companies

We have represented many Ohio-domiciled life and property/casualty insurance agencies on matters related to the sale of insurance. Our lawyers also have assisted clients in purchases, sales, financings, and changes in control of insurance agencies, and we have represented clients in connection with disputes between competing insurance agencies or between insurance agencies and insurance companies. Our firm also has appeared before the Ohio Department of Insurance in connection with consumer complaints that have been filed against insurance agencies and agents, including matters related to contingent commissions and claims of bid rigging.

## Mergers and Acquisitions

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Our firm has successfully represented many applicants who have filed a Form A with the Ohio Department of Insurance in connection with their merger with, or acquisition of, domestic insurance companies. We also have counseled clients regarding takeovers and proxy filings involving Ohio insurance holding company systems. Our lawyers have significant experience with the unique procedure that Ohio law mandates for certain insurance company merger, consolidation, and reinsurance transactions.

Under that procedure, certain transactions must be approved, after public hearing, by a Commission comprised of representatives of the Governor of Ohio, the Attorney General of Ohio, and the Ohio Superintendent of Insurance. Our lawyers often have appeared before that Commission on behalf of our insurance clients.

## Conversions

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Under Ohio law, the conversion of insurers from mutual-to-stock companies, or from stock-to-mutual companies, requires close scrutiny by a statutorily created appraisal committee and by the Ohio Superintendent of Insurance. Our firm has represented mutual insurers that converted to mutual holding companies and has handled the hearings before the Ohio Department of Insurance regarding those conversions. We also have helped clients form mutual insurance holding companies as part of the conversion process.

## Insurance Agents and Companies

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### **Insurance Products Offered by Financial Institutions**

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Some financial institutions, including banks, savings and loan associations, and loan companies, seek to offer insurance products to provide “one-stop financial shopping” services to their customers. These products may include credit life and accident and health insurance, as well as mortgage life and annuities. Ohio law provides that only licensed insurance companies and agents may lawfully solicit the public for the sale of these products. Our firm represents insurers, insurance agencies, and financial institutions in structuring programs, including third-party marketing relationships, which allow our clients to offer such products in ways that satisfy the requirements of federal and Ohio law.

### **Insurance Litigation**

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Our firm has an active and broad insurance litigation practice. We have represented clients in lawsuits concerning sales practices, product pricing, insurance coverage, regulatory filings, claims handling practices, demutualization, covenants not to compete, and antitrust issues, among many other matters. Our lawyers have litigated novel questions involving Ohio’s insurance laws, opposed certification of wide-ranging class actions in cases involving insurance issues, defended actions brought against insurance companies, agencies, and agents, and prosecuted insurance-related suits on behalf of our clients.