

C. ROBERT MONROE
Partner

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1201 Walnut St. Suite 2900 Kansas City, MO 64106

Bob Monroe serves as counsel to well over 150 financial institutions. Bob has significant experience in matters involving bank and bank holding company acquisitions, bank formations, branch acquisitions, capital raising, recapitalizations, negotiating regulatory orders, bank examination issues, reorganizations, succession planning, representing buyers of failed banks, interstate banking issues, and director and officer liability issues. He assisted clients regarding the Emergency Economic Stabilization Act of 2008 (EESA), the U.S. Treasury's Capital Purchase Program (TARP) and Small Business Lending Fund (SBLF).

REPRESENTATIVE EXPERIENCE

- Represented banking entities in mergers and acquisitions in 20 separate Bank M&A transactions during the past 24 months
- Represented approximately 30 buyers of failed banks during the last 60 months
- Has extensive experience in preparing regulatory filings with the FDIC, OCC, FRB and various state banking authorities
- Represented directors before federal and state bank regulatory authorities on regulatory issues
- Represented clients in "good bank" and "bad bank" acquisitions
- · Represented clients in capital raises
- · Represented clients on all aspects of EESA, TARP and TLGP

PUBLICATIONS AND PRESENTATIONS

Bob is on the faculty of the University of Colorado Graduate School Of Banking, speaking on current regulatory, and dealing with regulators, issues and for many years. He has also spoken numerous times for the Missouri Bankers Association, Missouri Independent Bankers Association, Kansas Bankers Association, Arizona Bankers Association and the Conference of State Bank Supervisors. In addition, he has spoken in front of many groups on banking and corporate law. Finally, Bob has written many articles and booklets on various banking issues for numerous banking organizations.

Articles

- "Recent News Affecting Banks," MIBA Newsletter, April 2016
- "Cyber Security and Board Risks," Missouri Independent Bankers Association, June 2014

PRACTICE AREAS

- Banking and Financial Services
- Commercial Lending
- Consumer Finance
- Financial Institutions Mergers, Acquisitions and Capital Markets
- Financial Institutions Regulation and Compliance

EDUCATION

- St. Louis University School of Law, J.D., *cum laude*, 1975
- Westminster College, B.A., Biology, 1968

ADMISSIONS

- Missouri, 1975
- Kansas, 1983



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Speaking Engagements

- "M&A Case Studies for Thinly-Traded and Private Companies," Bank Directors Acquire or Be Acquired Conference, January 2017
- "FinTech Embracing the Disruption," BKD Symposium, November 2016
- "FinTech Embracing the Disruption," MIBA Annual Meeting, September 2016
- "M&A Case Studies to Enhance a Community Banks Value," Bank Directors Acquire or Be Acquired Conference, January 2016
- "CFPB Actions The Big Gorilla in the Room," Missouri Independent Bankers Association 38th Annual Conference,
 September 2015
- "Enhancing Shareholder Value & the Current Regulatory Environment," Expert Faculty of the Graduate School of Banking's 65th Annual School Session, July 2015
- "Workshop I: For Banks Under \$1Bn financial and legal fundamentals of community bank M&A through a series of case studies," Bank Director's 2015 Acquire or Be Acquired Conference, January 2015
- "Legal Update," BKD Symposium, November 2014
- "Cyber Security, Golden Egg and Banks," MIBA, September 2014
- "CFPB," Kansas Bar Association, April 2014
- "Recent Issues in Mergers," Bank Directors Acquire or Be Acquired Conference, January 2014
- "Bank Mergers and Consideration: Structuring M&A Deal," Webinar, December 2013
- "Qualified Mortgage Rules," Missouri Independent Bankers Association Meeting, September 2013
- "Strategic Legal Positioning in the Current Regulatory Environment" course, Graduate School of Banking, July 2013
- "Dodd-Frank," Missouri Bar Association, May 2013
- "M&A Updates," Webinar, May 2013
- "Recent Issues in Mergers," Bank Directors Acquire or be Acquired Conference, January 2013
- "Managing the Risk of Your Directors and Officers and Financial Institution Bond Coverage," Missouri Bankers Association,
 December 6, 2012
- Panelist, "Banking Issues," Missouri Bank Counsel Conference, October 25, 2012
- Participation on Kansas Staff Conference panel discussion in front office of Kansas State Bank Commissioner, October 24, 2012
- "Consolidation Alternatives: Hold 'Em or Fold 'Em," Community Bankers Association of Kansas, July 21, 2012
- "Banking Law Presentation," Graduate School of Banking at Colorado, July 16, 2012
- "Banking Law Presentation," Graduate School of Banking at LSU, May 29, 2012
- "Banking Issues," Acquire or be Acquired Conference, April 4, 2012
- "Bank Insurance Issues," March 7, 2012
- "Strategic Alternatives for Banks Under \$1 Billion," Acquire or Be Acquired, January 29, 2012
- "Ingram's Presentation on Banking Issues," January 6, 2012



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PROFESSIONAL AND CIVIC ACTIVITIES

- · American Bar Association, Banking Law Committee
- Kansas Bar Association
- The Missouri Bar
- Missouri Bankers Association, Bank Counsel Section Former President
- Kansas City Metropolitan Bar Association, Corporate Law Committee
- Kansas Bankers Association
- Illinois Bankers Association
- · Mid America Assistance Coalition, former President
- · Westminster College, Board of Trustees, Trustee Emeritus
- · Brookridge Country Club, former President
- · Great American Basketball League, former Commissioner and member of Court of Honor
- · Johnson County Football League, former General Counsel, with a field named in his honor

RECOGNITIONS

- Awarded Lifetime Alumni Achievement Award Westminster College, April 2016
- Recognized as "Lawyer of the Year" by Best Lawyers in America® in Financial Services Regulation Law.
- Listed in Best Lawyers in America for Banking Law, Corporate Law, and Mergers & Acquisitions Law.
- Named Kansas City Banking and Finance "Lawyer of the Year" for 2009 and 2015 by Best Lawyers in America®.
- Named Kansas City Financial Services Regulation "Lawyer of the Year" for 2012 and 2016 by Best Lawyers in America®.
- Selected for the KCMBA Barons of the Boardroom for a distinguished career representing banks and directors.
- Selected for inclusion in Missouri & Kansas Super Lawyers for Banking.
- Listed in *Chambers USA: America's Leading Lawyers* for Business for Corporate/M&A. Peers describe him as "very talented the number-one guy in Kansas City," and say: "There is nobody better on banking in this region, from Chicago to Dallas."
- · Recently awarded an honorary doctorate degree in Humane Letters from Westminster College.

