Mark Dickinson

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DES MOINES OFFICE

A fourth-generation attorney, Mark Dickinson enjoys the complex work opportunities that come his way. Over the course of his career, he has assisted in the completion of numerous transactions in the financial services and insurance sectors. In the process, he has established a reputation in two specialized fields of law.

Mark practices corporate and transactional law with an emphasis on insurance regulatory matters, securities, and corporate finance, as well as mergers and acquisitions. A significant portion of his practice involves counseling Iowa insurance companies, often in matters pending before the Iowa Insurance Division. He also focuses on representing public companies regarding securities issuances, compliance, reporting, and corporate governance.

Mark welcomes the challenges of his ever-evolving fields. Because every transaction presents different issues and levels of complexity, he needs to be inventive in figuring out how to react to problems and resolve them. "There's no judge or jury to make the decision," Mark says. "There are just two sides with a common goal but oftentimes different ideas about how to reach it. It takes informed strategies to come to fruition."

Because Iowa has a strong presence in the insurance industry, Mark often finds himself working alongside some of the largest and most sophisticated firms in the country to complete substantial transactions. "It's inspiring to work with talented and highly qualified professionals, and it's invigorating to be on the front end of helping clients accomplish their business goals," he says. Mark's passion is apparent to his clients. They appreciate his knowledge, flexibility, and his ability to communicate complex issues in easy-to-understand terms.

Mark has been a frequent speaker on corporate, transactional and securities law. When not working, he enjoys being outdoors, whether on the golf course, walking the dogs, or spending time with family at their northern Minnesota home.

RECOGNITION

Martindale-Hubbell
AV® Preeminent

The Best Lawyers in America®
- Corporate Law, 2005–2027
- Franchise Law, 2005–2027
- Insurance Law, 2005–2027

The Best Lawyers in America®
- Lawyer of the Year, Insurance Law, Des Moines, 2016
- Lawyer of the Year, Corporate Law, Des Moines, 2013

Chambers USA
Corporate/M&A, 2004–2025



PRACTICE AREAS

- Business, Finance & Real Estate
- Business & Commercial Transactions
- Business Organizations
- Corporate Finance, Venture Capital & Securities
- Corporate Governance
- Franchise & Distribution
- Insurance
- Mergers & Acquisitions

EDUCATION

- Grinnell College (B.A., Economics)
- University of Iowa (J.D., with distinction)

BAR ADMISSIONS

- Iowa

PROFESSIONAL EXPERIENCE

- Adjunct Professor, Securities Regulation, Drake University Law School
- Law Clerk, Justice Harvey Uhlenhopp, Iowa Supreme Court

Great Plains Super Lawyers
Securities & Corporate Finance, 2009–2020

Journal of Corporation Law
Executive Editor, 1980–1981

PROFESSIONAL & COMMUNITY AFFILIATIONS

American Bar Association
- Business Law Section
- Franchise Law Forum

Iowa State Bar Association
- Business Law Section, Council, 1997–2000, 2002–2005, 2010–2013
- Trade Regulation Section, Council, 1994–1997
- Drafting Committee, Iowa Uniform Securities Act, 2004
- Securities Regulation Committee, Chair, 1993–1995

Polk County Bar Association

Greater Des Moines Chamber of Commerce Federation
Community and Economic Development Focus Group, 1995–1998

Des Moines Child and Adolescent Guidance Center
- Board of Directors, 1988–1994
- President/Vice-President/Secretary, 1991–1994

Greater Des Moines Leadership Institute
Class of 1992–1993

REPRESENTATIVE TRANSACTIONS

Counsel to seller of Iowa domestic life company, including sponsored demutualization of controlling mutual holding company

Iowa regulatory counsel for redomestication of major life company from Pennsylvania to Iowa

Iowa regulatory counsel on numerous Form A change of control applications to Iowa Division of Insurance

Counsel on mutual insurance holding company reorganizations for Iowa domestic life companies and P&C companies

Counsel on various Holding Company Act and investment transactions for Iowa domestic life companies

Counsel for directors in fiduciary duty case arising from “going private” transaction and resulting in favorable decision from the Iowa Supreme Court.

General representation of NYSE-listed bank holding company in general corporate, SEC compliance and reporting, and corporate governance, including lead counsel in bank acquisition and securities transactions.

General representation of mutual insurance holding company system with respect to general corporate and insurance regulatory matters, including lead counsel in connection with acquisition of three mutual life insurance companies through

mergers and mutual insurance company reorganizations.

Counsel to Iowa domestic life insurance company in connection with various Iowa insurance regulatory matters, including mutual insurance company reorganization, business dispositions, securitization and financing transactions.

General representation of NASDAQ-listed insurance holding company in connection with compliance, SEC reporting and corporate governance matters, including lead counsel in $100 million public offering of common stock.

General representation of NASDAQ-listed bank holding company in connection with compliance, SEC reporting and corporate governance matters.

Iowa counsel to minority investor in publicly-held insurance holding company in connection with Form A change of control application to Iowa Insurance Division.

Iowa counsel to private equity fund investor in Iowa life insurance company in connection with Form A change of control application to Iowa Insurance Division.

Iowa counsel to acquiror of Iowa domestic life insurance company in connection with acquisition and corporate law matters and with respect to Form A change of control application to Iowa Insurance Division.

Iowa counsel to life insurance company following redomestication to Iowa with respect to matters of Iowa corporate and insurance regulatory law.

Iowa counsel for merger of two Iowa mutual life insurance companies in connection with Iowa corporate law matters and regulatory approval from Iowa Insurance Division.

Representation of investment affiliate of life insurance companies in connection with numerous private placements and private equity investments.

Representation of foreign purchaser in connection with acquisition of assets of local manufacturing company.

General representation of agricultural development company in connection with securities and general corporate matters, including private placements of debt and equity securities and bond financings.

SPEECHES & PUBLICATIONS

"Overview of Securities Laws," *Iowa Business Law Practice Manual,* Iowa State Bar Association, 2d ed., 2010

"Third Party Legal Opinions," *Iowa Business Law Practice Manual,* Iowa State Bar Association, 2d ed., 2010 (co-author)

Mark is a frequent speaker on securities law and corporate governance matters.