

# Stevens & Lee

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## Charles J. Ferry

Shareholder

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## Areas of Focus

### Practice

Corporate, Finance and Capital Markets

### Industry

Financial Institutions

Chuck is Co-Chair of Stevens & Lee's Financial Institutions Group. Chuck regularly counsels financial institutions, corporate clients and other attorneys on a number of corporate, banking and securities law related issues, including mergers and acquisitions, corporate governance, proxy statement preparation, holding company formation, going private transactions, public and private securities offerings and Dodd-Frank and other 34 Act related compliance. Chuck has also represented investment advisors, broker-dealers and mortgage companies regarding federal and state registration issues and compliance.

Chuck has extensive experience with bank mergers and the design and implementation of executive compensation plans, non-deposit investment programs and non-bank activities. He also regularly advises financial institutions' boards of directors on general banking issues, bank regulatory matters and the fiduciary duties and responsibilities of directors under Pennsylvania and Delaware laws.

In addition, Chuck has represented corporations and special committees composed of independent directors in connection with going private transactions and merger and acquisition transactions, both public and private, in industries other than banking.

Chuck is a frequent speaker with organizations including the Pennsylvania Association of Community Bankers, the Pennsylvania Bankers Association, the Pennsylvania Institute of Certified Public Accountants and the Pennsylvania Bar Institute.

## Representative Transactions

- Represented Citizens & Northern Corporation in acquisition of Covenant Financial, Inc.
- Represented Family Federal Savings Bank (Fitchburg, MA) in merger with Fidelity Bank
- Represented Barre Savings Bank (Barre, MA) in merger with Fidelity Bank
- Represented Factory Point National Bank (Manchester Center, VT) in merger with Berkshire Bank
- Represented Codorus Valley Bancorp, Inc. in \$100 million shelf registration with SEC
- Represented MidCoast Community Bancorp, Inc. in \$7.7 million capital raise
- Represented York Traditions in \$10 million capital raise
- Acted as placement agent counsel in \$10 million capital raise by Middletown Valley Bank
- Represented Codorus Valley Bancorp, Inc. in \$30 million public offering
- Represented Centric Financial Corporation in \$12 million private placement transaction
- Represented Citizens & Northern Corporation in \$20 million public offering
- Represented Tower Bancorp, Inc. in \$44 million public offering
- Represented Centric Financial Corporation in \$21 million private placement
- Represented Tower Bancorp, Inc. in acquisition of First Chester County Corporation
- Represented Tower Bancorp, Inc. in merger with Susquehanna Bancshares, Inc.
- Represented The First National Bank of Fredericksburg in merger with Citizens Financial Services, Inc.
- Represented FNBPA Bancorp, Inc. in merger with Juniata Valley Financial Corp.
- Represented Integrity Bancshares, Inc. in merger with S&T Bancorp, Inc.
- Represented Codorus Valley Bancorp, Inc. in acquisition of Madison Bancorp, Inc.
- Represented The First National Bank of Minersville in merger with The Gratz Bank
- Acted as counsel to numerous community bank holding companies in the private placement of subordinated debt

## Affiliations

- Pennsylvania Bar Association
- Dauphin County Bar Association
- Business Law Section, Pennsylvania Bar Association
- Pennsylvania Securities Commission Attorney Advisory Committee
- Pennsylvania Institute of Certified Public Accountants
- Pennsylvania Bankers Association
- Pennsylvania Association of Community Bankers
- The Dream Partnership, Board Member
- Lecturer, Pennsylvania Association of Community Bankers
- Lecturer, Pennsylvania Bankers Association
- Lecturer, Pennsylvania Institute of Certified Public Accountants
- Lecturer, Pennsylvania Bar Institute

## Recognition

- Chuck has been selected by his peers as one of *The Best Lawyers in America* since 2006, and was named Harrisburg Banking and Finance Law Lawyer of the Year in 2016 and 2021. He is AV® Preeminent™ rated by LexisNexis Martindale-Hubbell, which is the highest rating for legal ability and general ethics.

## Education

- The Dickinson School of Law of The Pennsylvania State University, J.D.
- King's College, B.A., *summa cum laude*

## Bar Admissions

- Pennsylvania