

H. Rodgin Cohen – Partner

New York



H. Rodgin Cohen joined Sullivan & Cromwell LLP in 1970 after graduating from Harvard College (B.A., magna cum laude 1965) and Harvard Law School (LL.B. 1968). He became a partner of the firm in 1977 and Chairman of the firm in July 2000.

The primary focus of Rodgin Cohen's practice has been regulatory, acquisitions and securities laws matters for domestic and foreign banking and other financial institutions. He also represents The Clearing House Association, which is the association of the 11 major U.S. banks.

Mr. Cohen has worked on a wide variety of bank regulatory matters with the four banking regulatory agencies, as well as other governmental agencies, on behalf of many of the largest U.S. and non-U.S. financial institutions, and The Clearing House. These matters have included bank product and geographic powers, the Bank Secrecy Act and money laundering, restrictions on bank operations, insurance of bank deposits and the Community Reinvestment Act. He was a member of the Group of 30 Study Groups on "Financial Institution Reporting" (2003) and on "Global Institutions, National Supervision and Systemic Risk" (1997) and the New York Superintendent's Advisory Committee on Transnational Banking Institutions (1992) and participated in the bank negotiations to free the Iranian hostages.

In the acquisitions area, Mr. Cohen has been engaged in most of the major bank acquisitions in the United States, including Wachovia-SouthTrust, Chase-Bank One, First Union-Wachovia, U.S. Bancorp-Firststar, Wells Fargo-Norwest, Wells Fargo-First Interstate, Chemical-Chase, First Union-First Fidelity, Key-Society, NationsBank-C&S, and Bank of New York-Irving, as well as numerous other acquisitions. In cross-border and foreign transactions, he was engaged in Goldman Sachs-Sumitomo, Allianz-Dresdner, UBS-PaineWebber, Credit Suisse-DLJ, Société Générale-Paribas, Dexia-FSA, Mitsubishi-Bank of Tokyo, Credit Suisse-First Boston, Royal Bank of Canada-Bank of Montreal, and acquisitions or divestitures by Barclays Bank, National Westminster, Midland Bank, Lloyds Bank, Bank of Ireland and Istituto Bancario San Paolo di Torino. He has also worked on a number of major cross-industry acquisitions, including Mellon-Dreyfus and NationsBank-Montgomery, as well as acquisitions in the insurance industry, including Anthem-WellPoint and Manulife-Hancock.

In the securities area, Mr. Cohen worked on the first public offering in the United States by a non-U.S. bank (Barclays) and on a number of other offerings in the United States by non-U.S. banks. He has also worked on public offerings by Citicorp, Chase, Chemical, Morgan Guaranty, Security Pacific, First Interstate, Bank of New York, BancOne, Mellon, First Union, Shawmut, Wachovia, First Bank System, Continental Illinois, First Fidelity, MBNA, Republic New York, KeyCorp and Norwest.

He has also participated in the resolution of most major bank failures, including Continental, First City, Southeast, Franklin National and Bank of New England and, at the recommendation of the Federal Reserve, the Ohio thrift crisis.

Mr. Cohen is a frequent speaker on banking law matters and the author of numerous articles on issues in commercial banking. A partial list includes: "Global Consolidation in the Financial Services Sector", Global Banking and Financial Policy Review (2001); "Landmark Legislation", New York Law Journal (1999); "The New Phase of Bank Consolidation", Wake Forest Law Review (1992); and "Interstate Banking: Myth & Reality", Loyola of Los Angeles Law Review (1985).

He is a trustee of New York Presbyterian Hospital, the Hackley School, Hampton College and the Economic Club of New York, and is a member of the advisory boards of Wall Street Rising, United Way of Westchester-Putnam and the University of Charleston.

In the Best Business Lawyer Survey (2001-2002) published by Chambers and Partners, Mr. Cohen was ranked in a tie for first place as the best business lawyer in the United States. He was named as the leader of the BTI Consulting Group's 2001 Law Firm Client Service All-Star Team based on client recommendations. He was also listed by the magazine CFO as one of the "Global 100", the 100 people that have the greatest influence on the world of the CFO.