Alan K. MacDonald

Retired Partner

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Industries

Finance

Blockchain

Consumable Goods

Manufacturing

Technology

Practice Areas

Corporate Law

Data, Digital Assets & Technology

Digital Assets

Mergers & Acquisitions

Public Companies

Securities & Corporate Governance

Securities & Shareholder Disputes

Startups & Emerging Businesses

Bar Memberships

Kentucky

Alan represents banking, fintech, health care, and other sectors in connection with capital transactions, compliance with securities laws, corporate governance, and mergers and acquisitions. As chair of FBT Gibbons' securities practice and a member of FBT Gibbons' Blockchain and Digital Currency team, Alan advises developers of blockchain technologies on capital-raising regulation and strategy involving digital tokens, including on matters before the U.S. Securities and Exchange Commission. He has counseled the boards of directors of public companies and their audit, compensation, nominating and special committees on fiduciary duties, the requirements of the Sarbanes-Oxley Act, and SEC and stock exchange rules. Alan actively participated in crafting legislation that governs corporations and other business organizations in Kentucky.

Other Info About Alan

Experience

Representative transactions involving securities offerings, corporate governance, mergers and acquisitions, and financings include:

Counsel to special board committee in $342 million tender offer and share exchange in "going private" transaction for NASDAQ human services and home care provider

Issuer's counsel for $200 million 144A senior note offering and subsequent registered note exchange

$32 million "PIPE" offering to institutional investors and related secondary registration for NASDAQ financial services company

$30 million institutional private placement of debt secured by royalty rights to medical device technology

$38 million initial public offering for NASDAQ financial services company

$26 million preferred stock investment by institutional investors in medical device developer, in conjunction with going public through a reverse merger

$183 million initial public offering by NYSE restaurant chain

Counseling audit committees of public companies in compliance review and establishing related party transaction policies

Target counsel in tender offer for NASDAQ furniture manufacturer and importer

Acquirer counsel in tender offer for NYSE coal producer

Acquirer counsel in tender offer for NASDAQ wine producer

Education

Vanderbilt University Law School, J.D.

Dartmouth College, A.B., 1977

Recognition

The Best Lawyers in America® 2020, 2024 and 2026 Mergers and Acquisitions "Lawyer of the Year" in Louisville, KY

The Best Lawyers in America® 2016, 2023, 2025 and 2027 Corporate Governance "Lawyer of the Year" in Louisville, KY

The Best Lawyers in America® 2013 Securities / Capital Markets "Lawyer of the Year" in Louisville, KY

The Best Lawyers in America®: Corporate Law, 2006-2027; Mergers and Acquisitions Law, 2007-2027; Securities/Capital Markets Law, 2007-2027; Corporate Governance Law, 2015-2027; Securities Regulation, 2017-2027; International Mergers and Acquisitions, 2018-2024

Chambers USA, Corporate/M&A, 2004-2026

Selected to Kentucky Super Lawyers, 2009-2026

Professional Affiliations

Kentucky Bar Association

Louisville Bar Association

Advisory Committee to Kentucky Division of Securities, Chair, 1997-1998. Drafted legislation and regulations enacted in 1998 marking the first comprehensive revision of the Kentucky Securities Act in 38 years

Kentucky Limited Liability Company Act Committee, Co-Chair, 1991-1994. Drafted legislation enacted in 1994 as KRS Chapter 275 authorizing and governing the operation of limited liability companies in Kentucky

Kentucky Bar Association Corporation Act Task Force, 1986-1988, Member. Prepared comprehensive overhaul of the Kentucky Business Corporation Act that was enacted in 1988 as KRS Chapter 271B. Alan had specific responsibility for provisions codifying standards of conduct for directors and officers and for indemnification

Kentucky Bar Association Corporation Task Force, Member, 2001-2002. Prepared legislation enacted in 2002 to modernize KRS Chapter 271B

Business Law Section of the Kentucky Bar Association, Chair, 2000-2002

Business Law Section of the Louisville Bar Association, Chair, 1997

Civic Activities

Wellspring (Schizophrenic Foundation of Kentucky), Director since 2004, Chair 2007-2009

Dartmouth College, Kentucky Alumni Enrollment Director 1998-2008

Firm Committees

Contingent Fee Committee, Member

Ethics Committee, former Member

Major Publications

"What Happens to Your Sensitive Data After It Is Submitted to the Government Under the Corporate Transparency Act?" *Real Estate Finance Journal,* 2024

Featured Articles

FinCEN Eliminates Beneficial Ownership Reporting by Domestic Companies and U.S. Residents Under the Corporate Transparency Act

What Happens to Your Sensitive Data After It Is Submitted to the Government Under the Corporate Transparency Act?

Corporate Transparency Act: Determining Beneficial Owners Based on Entity Ownership (Part III)

Corporate Transparency Act Faces Constitutional Hurdle

SEC Adopts Final Rules Relating to SPACs

Corporate Transparency Act: Who Can Exert Substantial Influence on My Company? Part II

Corporate Transparency Act: Who Can Exert Substantial Influence on My Company? Part I

Reporting Under the Corporate Transparency Act – Is My Company Exempt?

SEC Adds New Conditions for Rule 10b5-1 Trading Plans

DOJ Announces First Insider Trading Charges Involving Non-Fungible Tokens

Binance Decision Clarifies Extraterritorial Application of U.S. Securities Laws to Digital Asset Transactions

At Last! – SEC Proposes Safe Harbors for Compensating Finders in Raising Capital

SEC Eases Rules for Crowdfunding to Assist COVID-19 Recovery

Cryptocurrency or a Security? Only the Jury Knows for Sure

SEC Offers Guidance to Business Brokers

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