

Shannon VanVleet Patterson

Counsel

Richmond

shannon.patterson@troutman.com

D 804.697.1285



Shannon collaborates with clients to implement practical solutions to their corporate compliance needs. Working closely with executive management and directors, she helps clients merge their compliance efforts and business goals to improve efficiency and corporate performance.

OVERVIEW

Shannon is a skilled corporate and securities practitioner who handles corporate governance, public disclosure, and executive compensation matters for U.S. public companies. She works closely with directors and executive management on a range of corporate and regulatory requirements under federal securities regulations, stock exchange listing rules, and state corporate law. In addition to counseling companies on governance, investor relations, and public company reporting requirements, Shannon proactively conducts regular reviews of her clients' policies and procedures, and updates them as needed.

Shannon designs and administers effective compensation and retention strategies for key personnel, including cash and equity incentive programs. She deeply understands her clients' compensation goals and develops programs that help to achieve them. Drawing on her SEC disclosure and corporate governance experience, Shannon delivers comprehensive executive compensation advice and works with clients to help provide peace of mind that the required corporate approval and applicable disclosure obligations are satisfied.

REPRESENTATIVE MATTERS

- Designs equity compensation plans for public and private companies, advises on related securities issues, and assists in developing effective equity administration practices.
- Analyzes and assists in disclosure of executive compensation and golden parachute arrangements in public company M&A.
- Assists financial services companies with regulatory limitations on compensation for mortgage loan originators.
- Supports clients' disclosure functions, corporate secretaries, investor relations personnel, and human resources teams.

AWARDS

- Rising Star, *Law and Politics*' Virginia Super Lawyers (2010, 2013-2014)

- Member, Moot Court Executive Council, Wake Forest University School of Law

TOP AREAS OF FOCUS

- Corporate
- Financial Services
- Privacy + Cyber

PROFESSIONAL/COMMUNITY INVOLVEMENT

- President of Middle Atlantic Chapter, Society for Corporate Governance
- Member, Virginia Bar Association

EDUCATION AND CERTIFICATIONS

EDUCATION

- Wake Forest University School of Law, J.D., 2004
- University of Virginia, B.A., 1999, English; minor in Italian, English

BAR ADMISSIONS

- Virginia

SPEAKING ENGAGEMENTS

- Speaker, "Confidentially Speaking: Navigating Whistleblower Protections," Society for Corporate Governance Middle Atlantic Chapter 2024 Fall Conference, December 3, 2024.
- Speaker, Troutman Pepper's 2024 Public Company Seminar, October 24, 2024.
- Co-presenter, "Hot Topics: How the Changing Regulatory and Judicial Environment Is Affecting Compensation Decisions in the Boardroom," Bank Board Training Forum, September 16–17, 2024.
- Speaker, Troutman Pepper's 2023 Public Company Seminar, December 7, 2023.
- Co-presenter, "Key Considerations for Compensation and Equity Programs," Bank Director's Bank Compensation and Talent Conference, November 8, 2022.
- Presenter, "Insider Trading Plan and Rule 10b5-1 Plans," Troutman Pepper Annual Public Company Seminar, December 9, 2021.
- Presenter, "Virtual Shareholder Meetings" and "Pandemic-Related Changes to Incentive Plans," Troutman Pepper Annual Public Company Seminar, December 2020.
- Speaker, "SEC Reporting Changes, Enforcement Updates and Proxy Season Planning," Troutman Sanders Annual Public Company Seminar, 2019.
- Speaker, "SEC Updates" and "Cybersecurity and the Board of Directors," Troutman Sanders Annual Public Company Seminar, 2018.
- Speaker, "Recent Securities Regulation and Corporate Governance Developments," Troutman Sanders Annual Public Company Seminar, 2017.
- Speaker, "A Review of the New York Cybersecurity Framework for Financial Institutions," Troutman Sanders Consumer Financial Services Webinar Series, 2017.
- Speaker, "Including Exhibit Index Hyperlinks in SEC Filings," Society for Corporate Governance Middle Atlantic

Chapter, 2017.

- Panelist, “Cybersecurity in Financial Institutions,” Troutman Sanders Consumer Financial Services Webinar Series, 2016.
- Speaker, “Continued Focus on Protecting Whistleblowers,” “Confidentiality in the Board Room” and “Cybersecurity: Data Security and Vendor Management,” Troutman Sanders Annual Public Company Seminar, 2016.
- Moderator/Panelist, “Emerging Issues: Understanding U.S. Cybersecurity Market – A 2016 Perspective,” Knowledge Group Webcast, 2015.
- Speaker, “Proxy Access and Shareholder Proposals” and “Cybersecurity and Corporate Governance,” Troutman Sanders Annual Public Company Seminar, 2015.
- Speaker, “Proxy Litigation and Recent SEC Enforcement Actions,” Troutman Sanders Annual Public Company Seminar, 2014.
- Speaker, “ISS and Glass Lewis 2013 Policy Updates” and “Compliance Updates,” Troutman Sanders Annual Public Company Seminar, 2012.
- Speaker, “Dodd-Frank Implementation,” Troutman Sanders Annual Public Company Seminar, 2011.
- Speaker, “What You Can Say: The State of Play,” Richmond Chapter, National Investor Relations Institute, 2011.

PUBLICATIONS

- Co-author, “FFIEC Guidance Emphasizes the Key Role of Risk Assessments in Supporting Strong Financial Institution Authentication and Access Controls,” *Troutman Pepper*, September 3, 2021.
- Co-author, “Banking Regulatory Agencies Seek Information on Financial Institutions’ Use of Artificial Intelligence,” *Troutman Pepper*, April 6, 2021.
- Co-author, “Key Considerations for the 2021 Reporting Season,” *Troutman Pepper*, January 15, 2021.