

M. Timothy Elder

Partner | Atlanta

M. Timothy Elder is a Partner in the Corporate Practice of Smith, Gambrell & Russell, LLP.

Mr. Elder has more than three decades of experience providing legal counsel on a wide spectrum of corporate law matters. He practices general corporate law with particular experience in corporate finance and securities. He has been named by Georgia Trend magazine as one of Georgia's Legal Elite.

Mr. Elder represents U.S. and foreign public and private companies, as well as federal and state registered investment advisors, private investors, and issuers in corporate, transactional, and regulatory matters, including:

- Registrations with the SEC
- Mergers, acquisitions, and divestitures
- Public securities offerings, including IPOs, secondary offerings, and tender offers
- Private securities offerings, including venture and private equity and debt transactions, Rule 144A and Reg D offerings, and debt/equity restructurings
- SEC reporting and compliance
- Operational matters, including negotiation of commercial and licensing transactions, contracts, benefit plans, joint ventures, operating agreements, and other business arrangements
- Commercial financing arrangements, including lending and bank credit agreements
- Cross-border transactions, representing U.S. and non-U.S. entities in acquisitions, investments, and market entry
- Counseling of startup, technology, and emerging growth enterprises in legal and business strategy
- Financial restructurings and succession planning

Mr. Elder has represented numerous registered investment advisors in Atlanta, including some of Atlanta's largest registered investment advisors, as measured by assets under management, in mergers & acquisitions, management buyouts, restructurings, and regulatory



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Areas of Practice

Securities
Mergers and Acquisitions
Corporate Governance
Corporate Law
Investment Management and
Investment Advisory
Executive Compensation and
Employee Benefits
Financing and Commercial
Transactions
Health Care
Private Equity/Venture Capital
Technology
Sports Law
Global Transport
Cannabis Law

Bar Admissions

Georgia

matters. He has also represented an investment banking advisory firm focused on the investment management industry.

Mr. Elder's industry experience also includes healthcare, "big box" retail, collegiate sports associations, aviation and airlines, gaming, sporting and other consumer goods manufacturing, and others. Prior to entering corporate practice, Mr. Elder represented clients in complex business and contract disputes including officer and director liability claims on behalf of an independent agency of the United States, defense and prosecution of complex business claims on behalf of private parties, and the defense of private law firms in multiple related class action lawsuits alleging violations of federal and state securities laws.

Mr. Elder is a member of the Georgia Bar Association and its Business Law Section. He is AV Rated by Martindale-Hubbell, and he has been a speaker on securities law issues before various groups, both nationally and internationally, including the American Society of Corporate Secretaries, Inc. and the Korean Electric Association. He is admitted to practice in Georgia.

A native of Georgia, Mr. Elder earned his B.A. in political science, with honors, from the University of Georgia in 1980. He earned his J.D. degree in 1983 from Duke University, where he served as a Senior Editor of *Law & Contemporary Problems*.

Mr. Elder was a member of the Board of Trustees and the investment committee of the WellStar Foundation, a supporting organization to the WellStar Health System, the largest health system in Georgia. From 2018 to 2019, he also was a member of the WellStar Atlanta Medical Center Regional Health Board. From 2016 to 2017, Mr. Elder was a member of and chairman of the Board of Advisors for WellStar Atlanta Medical Center, a WellStar Health System hospital. From 2007 to 2016, he served on the Board of Advisors for two hospitals owned by Tenet Healthcare Corporation prior to their acquisition by WellStar. From 2012 to 2016, he was a member of the Board of Advisors for Atlanta Medical Center and chaired such board from 2015 to 2016. From 2007 to 2012, he was a member of the Board of Advisors for South Fulton Medical Center and chaired such board from 2010 until the merger of South Fulton with Atlanta Medical Center in 2012.

Mr. Elder has been a member of the Finnish American Chamber of Commerce of the Southeast, Inc. for over seventeen years and currently serves as the assistant secretary for such organization.