

Christina M. Gattuso

Partner

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Services

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Financial Institutions
Financial Services
Fintech
Consumer Financial Services

Chris Gattuso is the leader of the Financial Institutions Team. She focuses her practice on corporate and securities matters, financial institution regulatory matters, and mergers and acquisitions. Chris's securities practice includes serving as counsel for both issuers and underwriters in public and private offerings of debt and equity securities and counseling clients on disclosure and other requirements under the federal securities laws. She has represented numerous mutual savings associations in their conversion to stock form or formation of a mutual holding company and related public offerings as well as represented community banks in their initial public offerings. Chris has extensive experience in corporate reorganizations, strategic alliances, joint ventures, and mergers and acquisitions for both public and private financial institutions and other for-profit and nonprofit entities. She also advises boards of directors and board committees of financial institutions and other businesses on corporate governance and fiduciary matters, including ESG and best practices.

Chris advises financial institutions on a wide range of regulatory, enforcement, consumer protection, and compliance matters before the federal and state banking agencies, including the Office of the Comptroller of the Currency, the Federal Deposit Insurance Corporation, Federal Reserve Board, and the Consumer Financial Protection Bureau, including third party vendor relationships, bank investments in fintech and bank and fintech partnerships.

She counsels organizers of federal and state de novo financial institutions with respect to the regulatory process and the banking, corporate, and securities law issues that arise in connection with the de novo process. Chris's experience with de novo financial institutions ranges from typical community banking institutions to more complex de novo financial institutions, such as a de novo venture bank and a de novo thrift formed by a national trade association. She also advises private investors, including private equity funds, hedge funds, and foreign investors, in structuring investment vehicles to acquire controlling and non-controlling investments in financial institutions and their holding companies and advises financial institutions as to structuring investments in fintech companies.

Chris has published articles and spoken at various conferences and seminars on corporate governance, mergers and acquisitions, securities offerings, financial institutions law and regulation, cybersecurity, bank examination and enforcement, and fair lending.

She was recognized in 2021 and the seven years immediately preceding as a Washington D.C. “Super Lawyer” in Securities and Corporate Finance by *Super Lawyers* magazine. Chris was recognized by *The Best Lawyers in America*® in 2027 and the nine years immediately preceding for Banking and Finance Law and Financial Services Regulation Law. She was recommended by *Legal 500 US* in 2020, 2021, 2022, 2023, 2024 and 2025 for Mergers & Acquisitions. She also has led or co-led many of the Financial Institutions team’s merger and acquisition and capital-raising transactions for which the firm has been consistently recognized, including national practice area recognition by *Chambers USA* (2014–2023). In 2023, Chris was named to the Capital Pro Bono Honor Roll, which recognizes the contributions of those D.C. Bar members who donated 50 hours or more of pro bono service during the previous calendar year.

Chris serves as a member of the Firm’s Partnership Committee and the Firm’s Professional Responsibility Committee.

Experience

Represented placement agent, Piper Sandler & Co., in a \$30.0 million debt offering by Eagle Financial Services, Inc.

Represented Columbia Financial, Inc. its completed acquisitions of Stewardship Financial Corporation, Roselle Bank, and Freehold Bank and its pending acquisition of RSI Bank.

Represented NorthEast Community Bancorp, Inc. in its second step conversion and \$97.8 million public offering.

Represented underwriter, Piper Sandler & Co., in a \$33.5 million initial public offering by Orange County Bancorp, Inc.

Represented sales agent, Piper Sandler & Co., in an at-the-market offering of up to \$20.0 million for a publicly traded financial institution.

Represented Grasshopper Bank, N.A., a de novo digital national bank serving innovation economy companies and venture capital firms in New York and other major US innovation economy centers, in obtaining a national bank charter and in connection with its \$116 million private placement offering to capitalize the Bank.

Represent Columbia Financial, Inc. in connection with its \$498.3 million public minority stock offering.

Represented underwriter, Sandler O'Neill + Partners, L.P., in an \$80.0 million debt offering by Bridge Bancorp, Inc.

Represented Square 1 Financial, Inc. in connection with its \$104.0 million IPO and represented certain selling shareholders that sold into the IPO.

Represented Square 1 Financial, Inc. in its private placement of trust preferred securities and several private placements of common stock.

Represented underwriter, Sander O'Neill + Partners, L.P., in a \$115.0 million debt offering by Dime Community Bancshares, Inc.

Represented underwriter, Sandler O'Neill + Partners, L.P., in a \$100.0 million debt offering by Customers Bancorp, Inc.

Represented underwriter, Sandler O'Neill + Partners, L.P., in a \$34.5 million common stock offering by Investar Holding Corporation.

Represented underwriter, Sandler O'Neill + Partners, L.P., in an \$18.6 million debt offering by Investar Holding Corporation.

Represented underwriter, Sandler O'Neill + Partners, L.P., in a \$40.0 million common stock offering by Financial Institutions, Inc.

Represented Franklin Financial Corporation in connection with its acquisition by TowneBank in a \$275.0 million all-stock transaction.

Represented Northeast Community Bank in its mutual holding company reorganization and the related \$59.5 million initial public offering by its newly formed holding company, Northeast Community Bancorp, Inc.

Represented Franklin Financial Corporation and its banking subsidiary, Franklin Bank, in connection with Franklin's \$138.9 million initial public offering in connection with its mutual to stock conversion.

Represented the organizers of Square 1 Bank, a de novo North Carolina bank, which specialized in lending to venture capital-backed businesses, in obtaining a charter and raising \$100.0 million of initial capital in a private placement, in one of the largest de novo bank formations at the time.

Represented the organizers of The Victory Bank, Pennsylvania de novo bank focused on lending to small businesses within its local community, in connection with its charter application and initial capital raise.

Served as counsel to Eureka Financial Corp. in its \$35.0 million merger with NexTier Bank, N.A.

Represented American Bank Holdings, Inc. and its banking subsidiary in connection with its merger with Congressional Bancshares, Inc., exchange of merger securities in a private placement, and its spinoff of certain assets to a newly formed company.

Represented Florida Savings Bank in its acquisition by Commercebank, NA, a Coral Gables, Florida bank holding company, through a purchase and assumption transaction and subsequent liquidation of Florida Savings Bancorp, Inc. following the sale of Florida Savings Bank and a redemption offering for the outstanding convertible debt securities previously issued by Florida Savings Bancorp, Inc.

Represented Bonneville Bancorp and its banking subsidiary, Bonneville Bank, in connection with its acquisition by Green Dot Corporation.

Represented Associated Community Bancorp in connection with its acquisition of Peyton Street Independent Financial Services Corporation and the assets and liabilities of its banking subsidiary, InsurBanc, and represented InsurBanc in connection with its liquidation following the acquisition.

Represented City & Suburban Financial Corporation in its \$119.1 million acquisition by Ridgewood Savings Bank in a transaction that involved various issues related to the client's Subchapter S status, as well as the dissolution of the trust formed in connection with a prior trust preferred securities issuance by the client and the issuance of the junior subordinated debentures of the acquirer directly to the prior holders of the trust preferred securities.

Advised private equity funds and individual investors in structuring acquisitions of financial institutions, including control considerations.

Represented bank holding company in obtaining FRB regulatory approval of formation of a wholly owned subsidiary to sponsor one or more funds to invest in venture capital funds and to engage in investment advisory activities and private placement activities.

Represented a lender in connection with responding to a civil investigative demand from the CFPB.

Represented a state commercial bank on its appeal to the FDIC of its CRA Rating and represented the bank in its hearing before the FDIC on the appeal.

Advised a federally chartered financial institution in connection with a fair lending investigation initiated by the OCC and referred to the Department of Justice that resulted in the DOJ determining not to take action against the institution.

Persuaded the Department of Justice not to take any action against a financial institution for alleged violations of fair lending laws despite a referral to the DOJ by the FDIC.

Education

University of Baltimore School of Law J.D. (1983)

King's College B.S. (1979)

Admissions

District of Columbia

Maryland

Professional & Community Activities

American Bar Association, Business Law Section, Member

American Bar Association, Banking Law Committee, Member

Federal Bar Association, Banking Law Committee, Member of Executive Council (2009-2012, 2016-2018)

Leadership Greater Washington, Class of 2010

Selection Committee, Board Leadership Award, Center for Nonprofit Advancement, Member (2011-2016)

Insights

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