

Insurance Regulatory & Investment

Helping clients at the cutting edge of growth.

In a heavily-regulated and rapidly evolving industry, even simple transactions can become complex. Winstead's insurance regulatory and investment team helps its clients navigate the web of multi-jurisdictional regulation. Knowing that an effective working relationship with regulators is crucial to our clients' success, we have a strong track record of positive engagement with insurance regulators.

The Winstead team represents clients from small insurance agencies all the way to large, publicly-traded insurers. We have experience in all lines and types of insurance, including life, annuity, health, property and casualty, title, and reinsurance. Our diverse team members—including former legal director from the Texas Department of Insurance, a former regional counsel for a national insurance industry trade association, investment attorneys, and real estate attorneys—help us approach issues efficiently and with depth. Whether handling ongoing corporate work or large transactions, we work to advance your business goals. Our representation includes:

- **Formations, Mergers, and Acquisitions** – Handling corporate work involved in creating, acquiring, or merging companies, including contract preparation and due diligence, in addition to preparing the corresponding regulatory filings and securing approval from the applicable insurance departments.
- **Other Multistate Regulatory Projects** – In addition to M&A and formation work with multi-state issues and multiple regulators, we handle a variety of potentially multi-state business issues for insurance clients, including expansions, product filings, and name changes.
- **Affiliate and Other Regulated Transactions** – Assistance with drafting contracts, internal policies and guidelines, and other documents that require regulatory approval, in addition to preparing the corresponding regulatory filings and securing approval from the applicable insurance departments.
- **Corporate Work** – Supporting corporate clients in the insurance industry with both routine and unique corporate law issues, including preparation for board meetings and analysis of corporate strategy.
- **Investment Advice** – Advising insurer clients on the laws and regulations affecting their investments and strategies, and advising financial institutions, private equity firms, and other investors on the regulatory restrictions and oversight involved in lending to or investing in insurers.
- **CyberSecurity Matters** – On the insured side, we help clients in obtaining cybersecurity coverage, and with post-incident coverage analysis, incident response, and protocol development. For insurers, we provide representation related to regulatory compliance with cybersecurity standards and laws, as well as representing cybersecurity carriers in all facets of their business.
- **Legislative Strategies and Drafting of Legislation** – We represent insurers, reinsurers, MGAs, TPAs, insurance agencies, title agencies, and other entities engaged in the business of insurance on Texas legislative matters, providing experienced analysis of the issues at hand and guidance on how to advance their goals.

Examples of Recent Client Representation:

- Represented a client in the simultaneous redomestication to Texas and acquisition of non-domestic life and health insurer. Following the acquisition, Winstead represented the client company in a rapid expansion into more than a dozen additional jurisdictions, and in its preparations to offer an innovative health insurance product in its authorized jurisdictions.
- Assisted a property and casualty insurer in securing regulatory approval for its affiliate reinsurance program and related affiliate transactions for various services. The client's reinsurance program involved significant legal analyses related to the states' holding company acts, and approval of multiple related agreements.
- Represented an established insurance group with formation of a new life and health insurance company and subsequent nationwide expansion.
- Assisted insurance company group in preparing investment policy for its newly-acquired Texas insurance company consistent with the overall investment objectives for the group.
- Provided legal assistance to property and casualty insurer in obtaining a significant investment to its holding company and related surplus debenture in order to provide additional capital and surplus to support the company's growth.

- Assisted farm mutual insurers with legislative effort to modify Texas Insurance Code provisions controlling their operating requirements.
- Represented client in the sale of one of their stock insurance companies to a holding company domiciled in another state.
- Assisted client in obtaining and maintaining service contract provider license for warranty products.
- Assisted clients with premium tax audit from Comptroller's office and disputed amounts subjected to tax.
- Assisted multiple clients in securing service contract provider license from Texas Department of Licensing and Regulation after initial regulatory questions stalled applications.