



## Executive Compensation Plans & Agreements

Our Employee Benefits and Executive Compensation (EBEC) attorneys generally focus on two separate but related areas—employee benefits and executive compensation. We advise corporations, boards of directors, private equity firms, and executives on all legal, design, drafting, negotiation, and compliance aspects of executive compensation matters. We advise corporations, firms, fiduciaries, executives, administrators, governmental entities, and financial institutions on innovative and traditional employee retirement and health and welfare benefits programs. Our substantial experience and over 50 years of involvement in the EBEC field have given us a deep understanding of the evolution of benefits law and the market for executive compensation.

### Key Contacts

[Scott Landau](#)

### Areas of Focus

#### Compensation for Multinational Companies & Executives

With the increasingly multinational character of the world economy, we advise clients on the interplay between U.S. and international benefits, tax, securities, estate planning, data privacy, and other laws. We assist clients in coping with the complex rules that apply in the U.S. and abroad when employees move from country to country.

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## Equity-Based Compensation Arrangements

Equity-based compensation is a critical component of most major companies' executive compensation programs. We help our clients design, draft, implement, communicate, and administer stock and equity-based compensation programs that are state of the art; comply with all applicable tax and securities laws; preserve all possible exit strategies for the employer and employee; meet the market standards for attracting, retaining, and motivating employees; follow best practices; and meet with the approval of institutional investors, where applicable.

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## Employment, Severance & Change in Control Agreements

We represent employers, executives, boards of directors, and compensation committees in negotiating, drafting, interpreting, and enforcing employment contracts. Our attorneys' extensive experience on both sides of these agreements has given us a critical understanding of the continually evolving market terms of employment and compensation agreements; a complete understanding of the tax strategies for both the employer and the employee; and full knowledge of the corporate, securities, labor, tax, and other laws that impact the design and enforcement of employment agreements.

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## Litigation Involving Executive Compensation, Executives & Board Members

With 450 litigators at our disposal, we can advise and successfully represent our clients in connection with the increasing wave of litigation involving executive compensation, executives, and board members. We help our clients develop programs that mitigate the risks inherent in these lawsuits, and if they are sued, our litigators have significant experience successfully defending clients in these types of cases.

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## Nonqualified Retirement & Deferred Compensation Plans

Nonqualified plans are a vital aspect of executive compensation, especially given the new complexity under Code Section 409A. We create, design, and draft all forms of these arrangements—from the simple to the complex—and advise clients on the complicated tax, labor, and securities law issues that apply to nonqualified plans and arrangements. We also advise clients on the different options available for funding these arrangements (e.g., “rabbi,” “springing,” “offshore,” and “secular” trusts, and insurance-related products), taking into account the tax goals of both the employer and employee.

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## Preparing for and Undertaking an Initial Public Offering

Many private companies, including start-up ventures, family businesses, and private equity-owned firms, consider an initial public offering (IPO) as one of their exit strategies, and executive compensation is a significant part of IPO transactions. We advise these companies on all matters related to an IPO transaction and, perhaps more importantly, help them design their compensation programs and governance to prepare for a future IPO.

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## Related Capabilities

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Transactions

Executive Compensation Plans & Agreements

## Recent Experience

GenNx360's Majority...

## Resources

[Benefits Blast Blog](#)

## Related Insights & News

### WEBINAR

#### 2025 Compliance Countdown: Critical Steps for Annual Reports and Proxy Disclosures

NOVEMBER 21, 2024

### BLOG

#### Departments Release Final Mental Health Parity Rule

SEPTEMBER 30, 2024

### CLIENT ALERT

#### Navigating A Potential Ban on Non-Competition Agreements in New York

JULY 6, 2023

### BLOG

#### PCORI Ten Year Extension Requires Filing This July 31st: Employers Self-Insured Health Plans Ending October 1 Through December 31, 2019 Take Note!

FEBRUARY 25, 2020

### BLOG

#### SECURE Act Brings Gifts, and a Few Lumps of Coal, for Plan Sponsors in 2020

DECEMBER 23, 2019

### BLOG

#### #MeToo and M&A Transactions

NOVEMBER 20, 2019

### BLOG

#### IRS Announces Adjustments to Retirement Plan Contributions and Benefits Limits for 2020

NOVEMBER 8, 2019

**BLOG**

**Security Studies Can Provide Tax Benefits and Protect Valued Executives**

OCTOBER 28, 2019

**BLOG**

**IRS Publishes Helpful Guidance on Uncashed Checks from Qualified Retirement Plans**

SEPTEMBER 11, 2019

**BLOG**

**Use of the Company Jet Just Became a Little Cheaper: DOT Releases Revised SIFL Rates for Use of Employer-Owned Aircraft**

AUGUST 27, 2019

**PODCAST**

**Episode 9: Time to Review the Company's Hedging Policy**

AUGUST 26, 2019

**BLOG**

**IRS Decreases ACA Affordability Percentage for 2020- What does this mean for the Employer Shared Responsibility Rules?**

AUGUST 14, 2019