

## PRACTICE

# Executive Compensation & Benefits

Benesch's Executive Compensation & Benefits Practice Group advises clients in designing, managing and administering employee benefits and executive compensation plans to incentivize and retain top talent.

We understand the complexities of our clients' HR and people services functions, helping them navigate complex compliance and regulatory issues while addressing risks and liabilities as they arise. We also have extensive experience advising private equity funds and acquisitive companies with the HR and compensation & benefits aspects of corporate transactions.

## What We Do

- Private equity and strategic human capital M&A counseling
- Equity incentives (profits interest, stock option, restricted stock)
- Defined benefit pension and 401(k) plans
- Cash bonus and incentive arrangements
- Deferred compensation and "phantom" plans
- Multiemployer pension and ERISA controlled group liability issues
- Employment, consulting and separation agreements
- ACA, COBRA, HIPAA (for group health plans), Mental Health Parity
- Health, welfare (life, disability, wellness), and fringe benefit plans and programs
- ESOPs

## Highlights

- ▶ Collaborative, cross-practice approach with our Labor & Employment, Corporate and Tax practices
- ▶ We are deeply experienced in managing post-deal transition and integration issues—a specialty few firms offer
- ▶ We handle government agency negotiations with the IRS, the U.S. Department of Labor, the Pension Benefit Guaranty Corporation (PBGC) and more

## Numbers & Recognition

14

Dedicated attorneys

5,000+

M&A and private equity transactions where we were key deal team advisors

Recognized  
by Best Law Firms®



## Representative **Matters**

- ▶ Counseled a public company client through a proposed disqualification by the IRS of its defined benefit pension plan, resulting in a downgrade of the inquiry into a regular course audit and the ultimate resolution of no corrective action.
- ▶ Advised multiple private equity-backed portfolio companies in the mergers of four or more 401(k) plans into one consolidated 401(k) plan.
- ▶ Counseled several clients through a standard termination process with the PBGC for its defined benefit pension plan and the associated pension risk transfer transaction while the client was undergoing a Chapter 11 bankruptcy restructuring.
- ▶ Represented several clients in audits by the Department of Labor of their defined contribution and defined benefit retirement plans.
- ▶ Counseled a private equity portfolio company on several post-closing compliance corrections for its 401(k) plan under the IRS's voluntary correction program and the Department of Labor's delinquent filer voluntary compliance program.
- ▶ Coordinated and drafted several appeals of proposed employer shared responsibility payments (ESRPs) under the Affordable Care Act from the IRS, resulting in multiple years of reduced ESRPs for the clients.
- ▶ Counseled a private equity fund on the separation and transition of the entire executive team following the closing of a large public acquisition, including advising on cash severance calculations, incentive equity and nonqualified deferred compensation payout, 280G impacts on termination payment, and drafting separation, transition and consulting agreements.