



## Executive Compensation, Benefits & Employment

### Contact Information

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Our Executive Compensation, Benefits & Employment practice group works closely with all of the Finn Dixon & Herling attorneys to provide creative and practical advice in the transactional context and as issues arise in our clients' ongoing operations. We have broad experience working with the firm's corporate and individual clients, including:

- Working closely with our M&A team in performing benefits diligence and negotiating the benefits-related aspects of each transaction, including transactions involving companies owned by ESOPs
- Working closely with our Hedge Funds/Investment Funds team in establishing compensation arrangements, especially with respect to issues raised by section 409A and 457A of the Internal Revenue Code.
- Drafting and implementing equity compensation arrangements, including incentive compensation plans, stock options, restricted stock, phantom stock, profits, interests and stock appreciation rights
- Developing other creative incentive compensation programs, particularly when the securities requirements applicable to our private company clients make traditional equity compensation plans impractical
- Counseling companies and individuals in the negotiation of employment agreements
- Working closely with our litigation group in the negotiation of employment separation agreements and in the negotiation of confidentiality, non-competition and non-solicitation agreements
- Evaluating the impact of "golden parachute" excise taxes and deduction losses in connection with our transactional practice and in designing equity and other compensatory arrangements
- Interpreting the Internal Revenue Code's requirements under Section 409A with regard to all forms of compensatory arrangements
- Advising clients about the federal and state securities disclosure and filing requirements applicable to equity and other compensation arrangements, including assisting public company clients and executives in complying with federal securities laws, including proxy disclosure requirements, Section 16 of the Securities Exchange Act of 1934, SEC Form 8-K disclosure requirements, and insider trading rules
- Designing 10b5-1 insider trading plans

Our ability to effectively assist our clients is based on many factors, including dealing with each client's particular business objectives and, in particular, the tax, ERISA and securities rules applicable to various arrangements.

We provide practical advice to employers and executives with respect to all aspects of the employment relationship, ranging from hiring and disciplinary practices, privacy concerns, protection of employer goodwill, and proprietary information and restrictions on post-employment competition.