

# Executive Compensation Law

## *Your regulatory and strategic update*

Major shifts in the economy, regulations, taxes, ownership structures, shareholder expectations, and business opportunities have significantly impacted the executive compensation landscape. Whether you represent executives, advise board members, or counsel shareholders, you need to know how to handle the hottest issues, navigate the latest trends, and guide your clients through some of the more sophisticated and thorny negotiation thickets.

Learn from the panel of experts how to negotiate executive compensation packages that comply with the new regulatory landscape and result in fully aligned interests between executives and their companies. The panelists focus on advanced techniques and theories used in today's executive compensation negotiations. Your strategic update is here.

### Agenda and written materials

- ▶ The Balancing Act—Performance and Equity-Based Compensation
- ▶ Taxation of Deferred Compensation: Overview of 409A and 457
- ▶ Fixing 409A Problems
- ▶ Change-in-Control Provisions and Severance
- ▶ Internal Transfers and Compensation Changes for Existing Executives
- ▶ Fiduciary Duties, Shareholder Activism, and Succession Planning
- ▶ Litigation Issues: Litigating Top Hat Plans and Similar Disputes
- ▶ “Ask the Experts” Q&A Session

### FACULTY

Philip J. Gordon, Esq., Chair  
*Gordon Law Group LLP, Boston*  
 Stephen D. Rosenberg, Esq.  
*The McCormack Firm LLC, Boston*  
 Marcia S. Wagner, Esq.  
*The Wagner Law Group, PC, Boston*

### BOSTON

8:30 a.m. – 12:30 p.m.,  
 Tuesday, June 19, 2012  
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