



## Employee Benefits & Executive Compensation

### Overview

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Our Employee Benefits & Executive Compensation lawyers provide a full range of services related to health and welfare plans, qualified retirement plans, 403(b) plans, and executive compensation. We counsel clients regarding plan design, documentation, administration, termination, and any issues or complications that arise along the way, including Internal Revenue Service (IRS) audits and Department of Labor investigations. Our clients include proprietorships and family-owned businesses, middle-market businesses and corporations listed on the New York Stock Exchange, non-profit and religious organizations, government entities, third-party administrators, and trustees. Our clients rely on us for a clear understanding of their business objectives, as well as timely and efficient drafting of all types and sizes of benefit plan documents and their distribution.

We are frequently asked to provide “due diligence” support to our colleagues in the Business Department with respect to both welfare and qualified retirement plans in the context of purchase, sale, and merger transactions involving our corporate clients.

Our lawyers periodically assist our clients in monitoring their ongoing fiduciary obligations regarding the selection and monitoring of investment managers, administering their welfare and qualified plans in compliance with their terms, or in establishing investment policy guidelines.

We frequently review agreements that comprise a portion of the administrative services package for qualified and welfare plans, including contracts with third-party administrators, investment managers, and other service providers. We also consult with and advise the members of management of our corporate clients regarding stock option plans, executive compensation, non-qualified deferred compensation plans, and other benefit programs such as educational assistance plans, medical reimbursement and cafeteria plans, and other tax advantaged welfare benefit plans. We have had substantial experience with the Department of Labor Delinquent Filer Voluntary Compliance Program and the Employer Plan Compliance Resolution Program, an IRS-sponsored correction program applicable to both qualified and 403(b) retirement plans.

Our Employee Benefits Group has substantial experience with ESOPs. We have represented the interests of commercial banks lending to ESOP sponsors and the ESOP sponsors as borrowers. We have advised clients regarding the tax-free rollover of ESOP sales proceeds and a wide range of ESOP administrative issues, including repurchases of stock options, termination of the ESOP, and diversification distributions.

We have had considerable experience in handling all aspects of the termination and windup of qualified retirement plans, including notices, participant communication, and IRS and PBGC filings.

Our practice is ranked in Chambers USA in the category of Employee Benefits & Executive Compensation (Ohio), where clients say they appreciate that our team provides “high-quality service in a timely manner,” with the “bench strength to deal with a wide variety of issues.” Another client says, “Our organization feels fortunate to have such highly skilled attorneys on our cases. They work efficiently, yet thoroughly. Both associates and partners are deeply engaged and knowledgeable about the issues at hand. The attorneys at Tucker Ellis are highly skilled and strategic.” Recognizing our team’s courtroom skills, another interviewee says, “In addition to legal expertise in the very complex and difficult subject of ERISA and ESOP, the firm has expertise in trial work in this area and a very good approach to litigation.”