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M&As and Retaining Key Talent: How Do Your Change-in-Control Plans Stack Up?



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Despite the upheaval of 2020, M&A activity remains strong. For companies with a 2021 transaction on the horizon—and for those with deal possibilities in the not-so-distant future—understanding change-in-control (CIC) provisions is a must.

This Pearl Meyer/NACD webcast features an in-depth review of current best practices and market data on all things CIC.

In addition to covering the critical legal and tax issues related to contracts, CIC payouts, and IRC Section 280G exposures, this webcast explores:

- Common CIC designs, plans, and features for the CEO and top executives;
- What to do when a CIC is imminent; and
- How to evaluate your current CIC plans' ability to retain key talent; including assessing potential retention and/or transaction bonus levels and design parameters.

About the Authors

Margaret Black is a managing director at Pearl Meyer and a member of the firm's Technical Services team. She has consulted for over 25 years in the field of tax and over 20 years on all aspects of compensation and benefits matters. Margaret has extensive experience in issues related to corporate acquisitions, divestitures and restructurings, as well as with change-in-control provisions, IRC Sections 280G, 409A, and 162(m) compliance.

Dan Wetzel is a managing director at Pearl Meyer. With over 30 years of experience in the field of compensation and benefits, Dan assists clients in the areas of executive and non-employee director compensation and employee pay, focusing on the development of annual and long-term incentive compensation programs to meet clients' strategic objectives. He also provides consultation in the areas of employment contracts and change of control provisions, mergers and acquisitions, expert testimony, reasonableness of compensation, salary administration, performance management, and

employee and executive benefits. His client engagements cover a variety of industries and company organizational and developmental stages, including startup/pre-IPO, privately-held, public, subsidiary, foreign-owned, and non-profit organizations.

About Pearl Meyer

Pearl Meyer is the leading advisor to boards and senior management helping organizations build, develop, and reward great leadership teams that drive long-term success. Our strategy-driven compensation and leadership consulting services act as powerful catalysts for value creation and competitive advantage by addressing the critical links between people and outcomes. Our clients stand at the forefront of their industries and range from emerging high-growth, not-for-profit, and private organizations to the Fortune 500.