

# Ed Hauder

## Head of Research & Content, Lead Consultant



Ed is a leading advisor on executive compensation matters and consults with committees of boards of directors and management regarding all aspects of executive and outside director compensation, including program design work (e.g., short- and long-term incentive plans, executive supplemental retirement and deferral plans, and change-in-control, severance, employment contracts and retention plans), corporate governance issues related to executive and outside director compensation, technical issues related to executive and outside director compensation (e.g., tax, accounting, and securities rules and regulations), and executive compensation issues related to corporate restructurings, including mergers and acquisitions, initial public offerings, spin-offs and divestitures.

For more than 20 years, Ed has consulted with companies in multiple industries on all aspects of executive and director compensation. He focuses on helping companies design compensation programs that achieve their strategic goals and objectives, while at the same time keeping them out of the penalty box with shareholders and the media. Ed also helps companies understand and find practical solutions for technical matters impacting compensation, e.g., financial accounting, securities, tax and corporate governance issues. This ability to think outside the box helped him create the Flexible Share Authorization for equity compensation plans (counts full value awards at a higher number against the share authorization than stock options or stock appreciation rights, which count as one share), which has been widely adopted by companies today.

Ed's deep experience with all aspects of executive, director and equity compensation, helped him pioneer many of the responses to negative Say on Pay vote recommendations from proxy advisory firms and strategies to help rehabilitate low or failed Say on Pay votes.

Ed's clients include both public and private companies (with revenues ranging from several million dollars to multi-billions of dollars) from a variety of industries, including biotech, business services, energy, financial, hospitality, insurance, manufacturing, pharmaceutical, retail and technology.

Ed's articles have appeared in The Corporate Board, Workspan Weekly, Bloomberg BNA's Executive Compensation Library, Tax Management Compensation Planning Journal and Benefits & Compensation International. Ed regularly addresses local, regional and national gatherings on compensation, including the American Bar Association, the Institute for Human Resources, the National Association of Stock Plan Professionals, the Practising Law Institute, WorldatWork and the Global Equity Organization.

Ed is a member of CompensationStandards.com's Executive Compensation Task Force, and is a director for the Chicago Chapter of the National Association of Stock Plan Professionals.

Ed received a B.A. in International Relations from Juniata College, a J.D., cum laude, from Seattle University School of Law, and an LL.M. (Tax), with honors, from IIT-Chicago-Kent College of Law.

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