



Meeting Notice

WHEN:	Thursday, November 17, 2016
	8:15 – 8:45 Registration and Breakfast 8:45 – 9:45 Presentation
WHERE:	The Yale Club of New York City 50 Vanderbilt Avenue, next to Grand Central Station, corner East 44th Street, Saybrook Room, 18th Floor – free coat check in the Lobby. Easy access from Grand Central Station in Midtown (#4, 5, 6, 7, Times Square Shuttle subway lines) or Metro North. Walk across main hall of GCS and go up escalators, keep left, pass the B of A branch, take left down corridor to street, you will be directly across from the Yale Club.
TOPIC/ SPEAKER	<p style="text-align: center;">“Pay Versus Performance: SEC Proposed Disclosure Rules”</p> <p style="text-align: center;">Lou Taormina, FW Cook, and Daniel Kapinos. Aon</p> <p>Pay Versus Performance: SEC Proposed Disclosure Rules The concept of Pay Versus Performance isn’t new, although recently, the SEC has added to this changing landscape by proposing disclosure requirements under the Dodd-Frank Act that will require companies to disclose CEO and Named Executive Officer pay as well as relative Total Shareholder Return (TSR) performance, with a narrative on the relationship. Although the new disclosure rules are not final, there are some key differences from other disclosure requirements, such as the Summary Compensation Table. There are also added complexities, with a focus on “compensation actually paid” and market cap weighted TSR performance. Join our speakers as we discuss the details of the proposed rules, as well as major considerations and potential roadblocks. From the technical nuances of valuing vested equity awards to the narrative explaining the relationship of pay and performance, we will prepare you for at least one future obstacle in this ever-changing executive compensation landscape.</p> <p>Lou Taormina is a Principal in Frederic W. Cook and Co., Inc.’s New York office, having worked for over 15 years directly with corporate board of directors and senior-level executives providing executive compensation consulting services. His advice and counsel to clients focuses on performance-based compensation programs which help companies attract and retain key employees, motivate and reward them for improved performance, and align their interest with shareholders. During his career at FW Cook, Lou has worked with a broad collection of clients in a variety of industries, as well as start-up organizations. Lou has also authored numerous research reports and articles on compensation-related topics and is a frequent speaker at compensation forums throughout the country. He is a member of The New York State Bar and The Florida Bar.</p> <p>Dan Kapinos is an Associate Partner in Philadelphia with Aon’s Equity Services Team, which assists over 600 companies with all aspects of equity compensation, ranging from plan design and corporate governance to the valuation and expense accruals under ASC Topic 718. Specifically, Dan provides industry-leading expertise to companies, covering the valuation and accounting of Employee Stock Options, Employee Stock Purchase Plans, Performance Awards and potential Underwater Stock Option Exchanges. Additionally, Dan has consulted on valuations of compensatory arrangements for purposes of a change-in-control under IRC 280G, valuations and accounting for equity programs in mergers, acquisitions and divestitures under Topic 805, and equity plan designs focusing on maximizing the value delivered to employee while minimizing the associated compensation expense. Before joining Aon, Dan graduated from the Pennsylvania State University with a degree in statistics. In 2009, he obtained the Certified Equity Professional (CEP) designation through Santa Clara University.</p>
RSVP	<p>Deadline to RSVP is Monday, November 14, 2016</p> <p>_____ Yes, I plan to attend</p> <p>_____ A substitute will attend _____ (Name)</p> <p>_____ Additional Guest* will attend (\$70 fee) _____ (Name)</p> <p>Note to continuing NYCA members: If you have not already paid your annual dues, please make your payment before you RSVP, otherwise you will need to pay the \$70 per meeting guest fee to register.</p>
NYCA Member	<p>Member Name _____</p> <p>Company Name _____</p> <p>Telephone _____</p> <p>E-mail address _____</p>

Reply by e-mail: sfox607@yahoo.com

DEADLINE IS Monday, November 14, 2016

***Note: No fee for active NYCA members or substitute. Normal guest fee is \$70.00**