

EMPLOYEE BENEFITS/ERISA

Sheppard, Mullin, Richter & Hampton LLP represents employers, plan sponsors, investment managers, plan fiduciaries, plan trustees and syndicators of investment vehicles in connection with all aspects of qualified and nonqualified retirement plan and employee benefits matters under the Employee Retirement Income Security Act of 1974 ("ERISA") and the Internal Revenue Code of 1986 (the "Code"). As a result, we have had the opportunity to analyze issues, provide advice, draft documents and negotiate positions from many different perspectives. This expertise includes:

- Defined contribution and benefit plans
- Profit sharing and 401(k) plans
- Supplemental executive retirement plans ("SERPs")
- Employee Stock Ownership Plans ("ESOPs")
- Rabbi trusts
- Deferred compensation plans
- Split dollar life insurance plans
- 403(b) tax sheltered annuities
- Self-funded and insured health and welfare benefit plans

In addition, Sheppard Mullin advises on state and local laws that apply to governmental plans, including investment standards, permissible and prohibited investments, conflicts of interest and self dealing.

Our advice spans the design, implementation and administration of all such plans. It includes all work associated with the defense of employee benefit disputes, the evaluation of benefit claims and securing determinations from the Internal Revenue Service and, where necessary, the Department of Labor. We provide advice on many aspects of the tax laws as they apply to both qualified and nonqualified retirement plans, including maintaining qualified plan status—such as through the IRS Employee Plans Compliance Resolution System ("EPCRS")—avoiding prohibited transactions and minimizing unrelated business taxable income. This advice includes analyzing the potential for such income in many different settings, including transactions involving debt financing. We have also defended clients whose plans were audited by the IRS or the Department of Labor.

Sheppard Mullin has broad skill with respect to retirement plan investment matters. Our lawyers have been involved in many diverse transactions, including leveraged ESOPs, the purchase of interests in venture capital companies, real property (either directly or through investment vehicles), venture partnerships and mortgage pass through certificates.