

Kenneth A. Raskin

Partner

*Employee Benefits and Executive
Compensation*



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As a partner and Chair of our Employee Benefits and Executive Compensation practice, Ken Raskin counsels corporate and individual clients on a wide range of employee benefit, executive compensation and Employee Retirement Income Security Act matters, including regulatory compliance and their treatment in corporate transactions.

Ken provides counsel in mergers, reorganizations, spin-offs and other significant transactions, including financings and takeover defenses. Ken helps clients to establish and maintain non-qualified deferred compensation plans (including “top-hat plans” and “ERISA-excess plans”) and to develop plan funding mechanisms, such as “rabbi trusts.” He advises plan trustees, bank trust departments and other fiduciaries regarding ERISA and its investment requirements, along with fiduciary issues and responsibilities.

In addition, Ken advises compensation committees, corporations and high-profile executives with respect to the design and negotiation of employment contracts, incentive compensation arrangements, stock option plans, non-compete agreements, severance arrangements and parachute plans. He also counsels fund sponsors, investing plans and lenders on the formation, investment, fiduciary and other implications of ERISA and its "plan assets" regulation.

Ken also counsels clients on the creation, structure and communication of tax-qualified retirement plans and welfare benefit plans; advises on maintaining Internal Revenue Service and ERISA compliance; and negotiates the resolution of qualification problems under the IRS and Department of Labor compliance resolution programs.

A regular speaker and author, Ken is nationally recognized by *Chambers USA*, *The Best Lawyers in America*, *PLC Which Lawyer?* and *Legal 500*. He has also been named a New York-Metro Super Lawyer by *Super Lawyers* magazine.

Matters

Negotiated ERISA-related representations and warranties made in connection with Prudential Insurance Company of America and certain of its affiliates' purchase of \$200,000,000 of 4.26% Fixed Rate Asset Backed Notes, Series 2017-1, due February 2027, issued by Global SC Finance III

Limited.

Advised Concurrent with regard to the initial closing of the sale of certain assets and the transfer of certain liabilities: matters included executive compensation, equity awards and benefits payable to both domestic and foreign employees, and negotiating and drafting separation and consulting agreements with respect to departing executives.

Advised a newly formed subsidiary and portfolio company of our client, Roark Capital Group, on its acquisition of Jim 'N Nick's restaurants owner JNN Holding, LLC from Good Smoke LLC; matters include an in-depth due diligence review of Jim 'N Nick's EBEC plans, programs, arrangements, policies, etc., advising the in-house benefits team on the potential benefit-related issues raised by the proposed terms of the transaction; and assisting our corporate team in revising and negotiating the benefits-related provisions of the transaction agreement and related disclosure schedules.

Advised Georgia-Pacific subsidiary Georgia-Pacific Chemicals LLC as it entered into a definitive agreement with Ingevity Corporation whereby Ingevity will purchase a significant portion of Georgia-Pacific's pine chemicals business for \$315 million; in particular, assisted the K&S corporate team in revising and negotiating the benefits-related provisions of the purchase agreement and disclosure schedules relating to the transaction, and advised on the benefits and compensation to be provided to the business employees on and after the closing date.

Advised the CEO and the rest of the senior management team of Nature's Bounty in the sale to KKR & Co. ("KKR") of a majority stake in Nature's Bounty from The Carlyle Group; issues included executive and equity compensation issues, including the applicability of certain accelerated vesting provisions triggered by the transaction and payment relating to their outstanding option awards.

Advised Goddard Investment Group LLC benefit plan investors with respect to the ERISA issues presented by its entry into a credit agreement with a major lender.

Advised Morgan Stanley Real Estate Advisors, Inc. on an ongoing basis with respect to an investment fund which relies on the venture capital operating company ("VCOC") exception to the plan asset "look through" rules of ERISA and the regulations thereunder.

Advised Jamestown on the ERISA aspects of each of the real estate investments made by Jamestown Premier Partnership Fund ("JPPF"), including JPPF's acquisition of prominent properties such as Chelsea Market and One Times Square in New York, NY, Ghiradelli Square in San Francisco, CA, Malibu Village in Los Angeles, CA and America's Square in Washington, DC.

Credentials

EDUCATION

J.D., St. Johns University

M.B.A., Binghamton University

B.A., University of Vermont

ADMISSIONS

New York

ASSOCIATIONS

Member of the New York State Bar Association

Member of the American Bar Association

Member of the Editorial Advisory Board for the Journal of Deferred Compensation

Member of the Editorial Board for the Journal of Pension Planning & Compliance

Recognition

Chambers USA
2005–2016

The Best Lawyers in America
2005–2016

New York-Metro Super Lawyer
SUPER LAWYERS, 2006–2018

PLC Which Lawyer?
2005–2012

Insights

NEWSLETTER

June 25, 2018

Compensation and Benefits Insights – June 2018

May 1, 2018

Compensation and Benefits Insights – May 2018

April 30, 2018

Compensation and Benefits Insights – April 2018

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Events

SPEAKING ENGAGEMENT

October 19, 2018

Kenneth Raskin to Speak at Tax Strategies 2018 Conference

November 14, 2017

Ken Raskin to Speak on PSCA Webinar About Errors in Employment, Severance, and Deferred Compensation Agreements

October 18, 2017

Kenneth Raskin to Speak at PLI's 2017 Tax Strategies for Corporate Acquisitions, Dispositions, Spin-Offs, Joint Ventures, Financings, Reorganizations & Restructurings Seminar

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News

CASES & DEALS

April 9, 2019

Asana Partners Closes \$800 Million Fund

December 31, 2018

Brookfield Infrastructure Group Completes Acquisition of 31 Data Centers in 10 Countries from AT&T for \$1.1 Billion

RECOGNITION

King & Spalding Earns Top Rankings in Chambers USA 2019 Guide

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