

Henry Talavera

EMPLOYEE BENEFITS AND EXECUTIVE COMPENSATION VICE
CHAIR

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Henry Talavera's experience representing clients before the Internal Revenue Service, the U.S. Department of Labor, and the Pension Benefit Guaranty Corporation, along with his prior experience as a federal government attorney, enables him to handle complex issues for clients.

Henry has a broad-based, comprehensive practice that involves all areas of employee benefits law related to benefit programs and arrangements for employees, directors, and independent contractors. His extensive experience includes guidance relating to public, private, and tax-exempt employers on the design, implementation, and administration of all types of welfare plans and tax-qualified retirement plans, including defined benefit and plans intended to qualify under sections 401(k), 403(b) and 457(b) of the Internal Revenue Code.

Henry also counsels a wide range of clients, including investors, investment funds, investment companies, fund managers (including registered investment advisers), private money managers and other institutional investors relating to the impact of ERISA and certain Internal Revenue Code requirements on such investments, including addressing ERISA plan asset and operating company compliance, such as matters relating to Venture Capital Operating Companies (VCOCs) and Real Estate Operating Companies (REOCs).

Henry has also worked extensively in the following areas:

- Representing clients before the IRS, DOL & PBGC with respect to employee benefit plan audits and voluntary correction procedure filings
- Designing and implementing executive compensation and employment agreements, including equity compensation and deferred compensation arrangements for partnerships
- Counseling clients with respect to federal health care and related laws impacting an employer's medical plans, including, but not limited to, privacy laws and the Patient Protection & Affordable Care Act ("PPACA")
- Negotiating employment and severance agreements for high-level executives and employers
- Conducting due diligence and negotiating representations and warranties and covenants with respect to employee benefits in mergers and acquisitions

Capabilities

- Employee Benefits & Executive Compensation
- Employee Stock Ownership Plans
- Sports and Entertainment

- Advising on litigation matters related to employee benefits, including advising on class action lawsuits related to plan investments

Education

- University of Maryland Francis King Carey School of Law (J.D., 1989)
- University of Mary Washington (B.A., *magna cum laude*, 1986)
 - Phi Beta Kappa

Bar Admissions

- Texas
- Maryland

Court Admissions

- U.S. Tax Court
- U.S. District Court, Northern District of Texas
- U.S. District Court, District of Maryland

Memberships

- University of Maryland Francis King Carey School
 - Board of Visitors, 2022
- City of Dallas Employees' Retirement Fund
 - Chair, 2020-2022
 - Vice-Chair, 2020
 - Trustee, 2019-2020
- American Bar Foundation
 - Fellow, 2017-2022
- American Bar Association
 - Center for Human Rights Advisory Council, 2021-2023
 - Commission on Hispanic Rights and Responsibilities, 2017-2020
 - Co-Chair, IRA Accounts and Plan Distribution, 2016-2017
 - Section of Real Property Trust and Estate Law
 - Employee Benefit Plans & Executive Compensation Group; Counsel Representative 2021-2022, Chair 2013-2015, Vice-Chair 2011-2012
 - Co-Chair, IRA Accounts and Plan Distribution Committee, 2016-2017
 - Vice-Chair, Plan Transactions and Terminations Committee, 2010-2011
 - Vice-Chair, Welfare Benefit Plans Committee, 2008-2009
 - Section Council Member, Trust and Estate Division, 2016-2021
 - Special Committee on American Bar Association Relations Co-Chair, September 2017-2021
 - Liaison: American Bar Association Commission on Human Rights and Responsibilities, September 2017-2020
 - Liaison: American Bar Association, Real Property, Trust & Estate Representative to American Bar Association, Joint Committee on Employee Benefits, 2014- 2018
 - CLE Representative, American Bar Association, Joint Committee on Employee Benefits, 2014-2016
 - Section Council, Trust and Estate Division, 2016-2022
 - Groups and Substantive Committees, Chair 2021-2022, Vice Chair,

- 2018-2020
 - Liaisons to Other Groups and Organizations Hispanic National Bar Association, 2019-2020
 - Diversity In Inclusion Committee, 2016-2019
- State Bar of Texas
 - Tax Section
 - Chair, June 1, 2022-2023
 - Vice Chair, 2021-2022
 - Secretary, 2020-2021
 - Treasurer, 2019-2020
 - Co-Vice Chair, Committee on Governmental Submissions, 2015-2019
 - Co-Vice Chair, Employee Benefits Committee, 2014-2016
- Dallas Bar Association
 - Executive Compensation/Employee Benefits Section
 - Chair, 2006
- Texas Bar Foundation
 - Fellow, 2016-2022
- The American College of Employee Benefits Counsel
 - Fellow
- Dallas Hispanic Bar Foundation
 - Director, 2015-2019
 - Treasurer, 2018-2019
- SouthWest Benefits Association
 - Board of Directors, 2011-2014
- Gulf Coast Area TE/GE Council
 - Chair, 2009-2010

Recognition

- Ranked in *Chambers USA: America's Leading Lawyers for Business*, Employee Benefits & Executive Compensation (Dallas, Fort Worth & Surrounds), 2020-2022
- Named Outstanding Legal Advocate, *D CEO's* 2018 Latino Business Awards, 2018
- Named as a Top 50 Multicultural Lawyer, National Diversity Council, Dallas 2017
- Named as an honoree in the 2017 Class of *Diverse Business Leaders*, in the *Dallas Business Journal*
- Selected for inclusion Best Lawyers in Dallas, *D Magazine*, 2008-2009, 2013-2022
- Selected for inclusion in *Texas Super Lawyers*, *Texas Monthly Magazine*, 2007-2020
- Selected for inclusion in *The Best Lawyers in America*® for Employee Benefits (ERISA) Law, 2006-2023
- Named "Lawyer of the Year" by *The Best Lawyers in America*® for Employee Benefits (ERISA) Law in Dallas/Fort Worth, 2022

Publications

December 15, 2022

The Anatomy of a Deal: Key Aspects of M&A Deals that Every Benefits Lawyer Should Know

Speaker, Worldwide Employee Benefits (WEB) Network

November 7, 2022

Tips and Traps for Choice Accounts, Vendor Management, and Avoiding Constructive Receipt Issues

Speaker, SouthWest Benefits Association

October 19, 2022

Draft Schedule UTP Comment Letter

Author, State Bar of Texas

September 30, 2022

Tax Section 2053 Comment Letter

Author, State Bar of Texas

July 13, 2022

Maryland Carey Law Elects New Board of Visitors Members

March 3, 2022

SAS 136 Changes to Employee Benefit Plan Audits: A Fireside Chat

Moderator, American Bar Association

May 4, 7, 18, & 19, 2021

2021 Mergers & Acquisitions 8-Part Webinar Series

Speaker, American Bar Association

January 11, 2021

TPA Claims Processing Procedures: "Sometimes Just Ok Is Not Ok"

March 16, 2020

IRS to Consider Whether Exec Comp Grandfather Rule Is Too Narrow

Quoted, Tax Notes Federal

March 9, 2020

Texas Bar Wants IRS Rules To Limit Discretion To Cut Pay

Quoted, Law360

March 6, 2020

Benefit Plans: Self-Audit and DOL and IRS Audits, Check Lists, What to Do and More

Presenter, SouthWest Benefits Association

February 17, 2020

Tax Section of the State Bar of Texas Comments on Proposed Regulations on Certain Employee Remuneration in Excess of \$1,000,000 under IRS Revenue Code Section 162(m)

Co-Author, State Bar of Texas

May 29, 2019

Governmental Plans Under Titles I, II and IV of ERISA

Presenter, American College of Employee Benefits Counsel

Autumn 2004

Keeping Your ERISA Top Hat Plan On: Designing and Wearing a Top Hat Plan to Avoid Being Hauled into Court

Author Benefits Law Journal, Vol. 17, No. 3, 71