

## Kelsey A. O'Gorman

### Senior Counsel

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Kelsey A. O'Gorman is a member of the firm's Employee Benefits & Executive Compensation Practice. She counsels public and private companies and investment fund sponsors on a broad range of executive compensation and employee benefit matters with practical, market-informed advice.

Her practice is specifically focused on the following areas:

- **Executive Compensation.** Designs cash incentive, equity, phantom equity, and deferred compensation programs that align incentives with business goals and market trends; drafts and negotiates executive employment, severance, and change in control agreements.
- **Public Company Disclosures.** Drafts and reviews proxy statements, periodic reports, and beneficial ownership reports with legal compliance and shareholder messaging in mind; provides practical advice on proxy advisory firms' voting policies.
- **Tax and Securities Law Compliance.** Counsels clients with regard to complex 409A and 280G issues and federal securities law and Blue Sky compliance for equity awards
- **Qualified Retirement Plans.** Counsels clients on all aspects of tax qualified retirement plans, including plan design changes, requirement amendments, fiduciary duties, operational errors, and plan terminations.
- **Private Fund ERISA Compliance.** Advises investment fund sponsors on ERISA Title I compliance in connection with fund formation, including plan asset analysis and VCOC/REOC structuring.
- **Transaction Support.** Provides employee benefit and executive compensation support on corporate transactions, including mergers and acquisitions, SPAC transactions, spin-offs, initial public offerings, and financing transactions, including preparation of 280G mathematical analyses.

### Affiliations

- Wisconsin Bar Association
- Milwaukee Bar Association

## Practice Areas

- [Corporate](#)
- [Employee Benefits & Executive Compensation](#)

## Education

- University of Wisconsin Law School (J.D., summa cum laude, 2016)
- Marquette University (B.S., summa cum laude, 2013)

## Admissions

- Wisconsin