

Board's Executive Compensation Policy – Initial Meeting with New Board Compensation Consultant

Presenter Bio **Eric Gonzaga, Partner, Grant Thornton**

Eric is a partner in Grant Thornton's Compensation and Benefits Consulting (CBC) group. He serves as the National Executive Compensation business leader, as well as the Central Region CBC leader. He advises a variety of clients on executive compensation and human capital matters. His clients consist of private equity and financial institutions; public and private sales; service and manufacturing firms; and other organizations committed to effective corporate governance and maximizing the performance and management of human capital.

Eric's recent assignments include designing equity incentives at a high growth firm, managing the annual incentive strategy for a firm in turnaround, and developing a long-term incentive strategy for executives involved in a merger. He also designed governance policies and procedures and developed content distributed to shareholders on behalf of a board advisory client; designed executive contracts for a publicly-traded service organization; and performed 409A, 280G and "reasonableness" audits for public and private firms.

Eric is a frequent lecturer and received national recognition for his topical research on best practice governance of executive total compensation and pay-for-performance. Eric received his undergraduate degree from Northern Illinois University and law degree from Hamline University School of Law.

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Presenter Bio **Bill Gentry, Managing Director, Grant Thornton**

Bill is a managing director at Grant Thornton, overseeing the Compensation and Benefits Consulting business in Texas and the surrounding states.

Bill recently joined Grant Thornton from a leading executive compensation consulting boutique where he served as a key market leader. His diverse background includes a number of challenging assignments. He helped Tyco International redesign its executive compensation program and the underlying processes and controls subsequent to the well-publicized business scandal. He also worked with senior management at The PNC Financial Services Group to exit TARP and become one of the first money center banks to meet the standard of satisfactory compliance with the Federal Reserve's mandates on balancing incentive-based risk and reward.

Bill's experience as a lead consultant or as a senior human resources leader gives him a great appreciation for practical solutions. He realizes that the downstream implementation (communicating and administering pay and performance programs) and shareowner/member disclosure requirements have as much to do with success or failure as program design.

Bill is a frequent speaker on compensation matters. He also served as a contributing author to *Aligning Pay and Results: Compensation Strategies that Work from the Boardroom to the Shop Floor*, (Risher, ed.) and *The Compensation Handbook* (sixth edition; Berger, ed.).

Bill received undergraduate degrees from Randolph-Macon College and Virginia Commonwealth University and a master's degree in business administration from The College of William & Mary.
