



## WILLIAM B. DUFF

PARTNER

New York  
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### BIOGRAPHY

William B. Duff concentrates his practice in the areas of ERISA, employee benefits, executive compensation, employment matters, ESOPs, and corporate governance. Bill advises clients on benefits, compensation, and employment-related issues in the context of strategic planning, M&A transactions, and day-to-day operations.

#### Client Experience

- Individuals and Partnerships
- Private Companies, Public Companies, and Not-for-Profits
- Unions
- Private Funds
- Sponsors and trustees of ESOPs
- Banks and investment companies
- Hospitals and nursing homes
- Food and beverage distributors
- Internet gaming companies and horse racing associations
- Manufacturing companies and construction companies
- Executives, inventors, celebrities, plan administrators, cemeteries and more

### COMMUNITY & PROFESSIONAL

- American Bar Association, Member
- YMCA, Member

### EDUCATION

J.D., Georgetown University Law Center

A.B., *magna cum laude*, College of the Holy Cross

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### ADMISSIONS

New York  
Washington, D.C.  
U.S. Court of Appeals for the District of Columbia Circuit  
U.S. District Court for the District of Columbia

## REPRESENTATIVE MATTERS

- Recovering \$60 million tax-free from the surplus assets of a pension plan for discretionary use by the plan sponsor.
- Obtained the dismissal of a state attorney general's lawsuit alleging private inurement against a charitable organization.
- Successfully defended a plan administrator in a U.S. Department of Labor audit involving the potential liability of millions of dollars for alleged prohibited transactions and breaches of fiduciary duties.
- Successfully negotiated a multi-million dollar workout for a terminated senior executive of an international public company.
- Maximized flexibility in providing retirement benefits for a large diversified public company using a "separate line of business" structure.
- Negotiated job protection and enhanced compensation and benefits in an employment agreement for a hospital CEO in connection with the merger of the CEO's hospital into a large hospital system.
- Developed an incentive compensation plan for executives of a large privately-held construction company.
- Represented an online content logistics company in connection with its approximately \$3.5 million preferred stock offering.
- Represented a private regional accounting firm in its acquisition by a global business advisory firm.
- Represented a heating and air company in a sale to a backed private equity platform valued at \$395 million. The heating and air company was the legacy company we represented in the prior sale.

## PRACTICE FOCUS

- ERISA
- Employee Benefits
- Executive Compensation
- Employment
- ESOPs
- Corporate Governance

## INDUSTRIES

- Construction
- Healthcare information technology
- Manufacturing and distribution

## NEWS

Best Lawyers in America Recognizes Six Practices in New York and Pennsylvania in its "Best Law Firms" Report for 2024

Firm News, *Best Lawyers*®, November 2, 2023