

# Philip C. McKnight

## PARTNER

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Direct: 816.691.3213

Office: Kansas City



Phil has more than 20 years' experience advising U.S. public and privately-held companies and nonprofit organizations on executive compensation, employee benefits and ERISA matters.

Phil has a particular focus on executive compensation programs for corporations, partnerships and limited liability companies and Employee Stock Ownership Plans (ESOPs), and guides legal and strategic issues concerning executive compensation, profits interests (carried interests), stock plans and other equity compensation structures.

He advises on the drafting and administration of qualified retirement plans, ESOPs, omnibus equity compensation plans, nonqualified deferred compensation plans, change in control plans, employment agreements, short and long-term bonus plans, phantom-equity compensation and other executive compensation arrangements. Phil helps companies remain compliant with the legal complexities of employee benefits law and advises on the employee benefits aspects of mergers and acquisitions.

## EXPERIENCE

Phil represents local, regional and national public and closely-held companies on executive compensation and employee benefits matters, including many of the Kansas City Star's Star 40

## PRACTICES & INDUSTRIES

Labor, Employment & Benefits  
Employee Benefits  
Investment Management

## ADMISSIONS

Missouri  
Kansas

## EDUCATION

University of Kansas, J.D.  
• Order of the Coif  
• *Kansas Law Review*  
University of Kansas, B.A., Economics

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(Kansas City region's top performing public companies), including SEC disclosures.

He counsels several of the Midwest's largest corporations in the design and maintenance of their employee stock ownership plans.

Phil worked alongside the firm's corporate finance and mergers & acquisition attorneys in over 100 M&A transactions regarding employee benefits due diligence and the compliance and structuring of pre-closing and post-closing benefits matters.

He prepared and negotiated transaction agreements concerning executive compensation and employee benefits, including stock plans, employment, consulting, change in control, and severance agreements and addressed related tax and corporate issues in connection with mergers and acquisitions of retail propane sales and service companies, publicly-traded and privately-held bank holding companies, manufacturing and technology companies.

Phil represented Embarq Corporation in \$14 billion spin-off by Sprint Corporation and related employee benefits and executive compensation transition issues.

He represented Garmin International, Inc. in the acquisitions of UPS Aviation Technologies, Inc., Digital Cyclone Inc. and Tri-Tronics, Inc.

Phil advises employers on welfare plan issues including the Affordable Care Act, COBRA, Section 125 cafeteria compliance, welfare wrap plans and on ERISA fiduciary matters, multi-employer withdrawal liability issues and complying with Internal Revenue Code Sections 162(m), 280G and 409A.

He regularly presents at the firm and other regional conferences on employee benefit and equity compensation matters.

Phil served as an adjunct faculty member of the University of Kansas School of Law for several years and taught a course in Executive Compensation.

### RECOGNITIONS

Listed in *The Best Lawyers in America*® for Employee Benefits Law for over 15 years and named "Lawyer of the Year" in the 2020 edition

Listed in *Missouri and Kansas Super Lawyers* for Employee Benefits and ERISA Law

Listed in the 2020 - 2022 editions of *Chambers USA: America's Leading Lawyers for Business*

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## PROFESSIONAL & CIVIC ACTIVITIES

The Family Conservancy – Prior Board Member

United Way – Young Leader’s Society

The ESOP Association, Member

Employee Benefits Institute, Chair, 2011-2012

Heart of America Tax Institute, Past Chairman

Kansas City Metropolitan Bar Association, Employee Benefits Committee

National Association of Stock Plan Professionals

United States Tax Court

Kansas Bar Association

The Missouri Bar

## NEWS

175 Stinson Attorneys Selected to the 2024 *Best Lawyers in America* List  
08.17.2023

152 Stinson Attorneys Selected to the 2023 *Best Lawyers in America* List  
08.18.2022

The 2022 *Chambers* USA Guide Recognizes Stinson Attorneys and Practice Groups  
06.02.2022

103 Stinson Attorneys Selected to the 2022 *Best Lawyers in America* List  
08.19.2021

*Chambers* USA Recognizes Stinson Attorneys and Practice Groups Nationwide  
05.25.2021

Stinson Serves as Legal Counsel to LINCO Bancshares, Inc. in Merger  
09.29.2020

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112 Stinson Attorneys Selected to the 2021 *Best Lawyers in America* List

08.20.2020

*Chambers USA* Recognizes Stinson Attorneys and Practice Groups Nationwide

04.29.2020

## SPEAKING ENGAGEMENTS

Phil is a frequent speaker on employee benefit and executive compensation topics. Recent presentations have focused on ERISA fiduciary duty issues, developments in executive compensation and retirement plan opportunities for nonprofit entities, Section 409A of the Internal Revenue Code, and due diligence in mergers and acquisitions.

"2018 Fall ESOP Conference Legal and Regulatory Update," Heart of America Chapter of the ESOP Association Annual Fall ESOP Conference, August 2018

"Employee Benefits Update," New Challenges in HR in 2018, Kansas City, MO, January 2018

"Retirement Plan Questions? Ask the Experts!" Employee Benefits Institute Workshop, UMKC School of Law, October 2017

"Department of Labor's Expanded Fiduciary Definition," Client Seminar, June 2016

"Review of ERISA Fiduciary Responsibilities and Duties," Client Seminar, June 2016

"Recent Executive Compensation and Employee Benefits Developments," Business Law Update, March 2016

Panelist, "Ask the ERISA Experts Panel," Kansas City CEBS Chapter Workshop, March 2016

"Hot Issues in Executive Compensation," 2016 Kansas SHRM Employment Law & Employee Benefits Conference, Topeka, KS, February 2016

"New Challenges for HR in 2016," Client Seminar, February 2016

"New Challenges for HR in 2015," Client Seminar, January 2015

Directors' Institute and 2024 Proxy Season Workshop

11.09.2023

2023 Business Law Update

03.02.2023

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## Philip C. McKnight

New Challenges for HR in 2023 - Wichita

02.08.2023

Business Law Update

03.03.2022

Directors' Institute and 2022 Proxy Season Workshop

01.13.2022

2021 Business Law Update

03.04.2021

New Challenges for HR in 2021

02.04.2021

New Challenges for HR in 2020 - Kansas City

Overland Park Convention Center, 02.13.2020

New Challenges for HR in 2020 - Phoenix

Stinson LLP - Phoenix, 01.30.2020

### PUBLICATIONS

"Chapter 10, Planning Employee Benefits," *Missouri Specialized Business Entities*, MO Bar Publications

Payroll Tax Holiday Guidance Leaves Employers Guessing

09.01.2020

DOL Provides its View on Private Equity Investment Exposure in Defined Contribution Plans

06.09.2020

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