Amy E. Sheridan

Partner

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Amy Sheridan, a member of the firm's Management Committee, concentrates her practice in the employee benefits and executive compensation area and is experienced in designing, structuring and addressing documentation and compliance issues for compensation and benefit arrangements. She has broad expertise with regulatory and tax requirements related to welfare plans (including the Affordable Care Act and HIPAA privacy and security requirements), qualified and nonqualified retirement plans and IRAs. A lecturer on Executive Compensation at Boston University Law School's Graduate Tax Program, Amy designs and reviews nonqualified deferred compensation arrangements and is noted for her skill and deep knowledge of Internal Revenue Code Sections 409A, 457(f) and 457A and tax rules related to equity arrangements. She has been recognized for her work in structuring novel and creative deferred compensation, bonus and phantom equity arrangements and is a thought-leader on post-Dobbs legal developments and their impact on employee benefit plan arrangements.

Amy has worked with clients in the financial technology and blockchain, life sciences, healthcare, real estate, professional services, education, financial services, hotel and hospitality, esports and gaming, media and not-for-profit sectors and regularly advises domestic and multinational companies ranging from start-ups to public companies.

Amy was selected to *Massachusetts Lawyers Weekly*'s 2024 “Top Women of Law.” In 2022, Amy was chosen by the *National Law Journal* as an Employment Law Trailblazer. She has been ranked by *Chambers USA*, *Best Lawyers in America®* and *The Legal 500 U.S.*

Education

- Boston University School of Law (LL.M.)
  - Taxation
- Harvard Law School (J.D.)
- Wellesley College (B.A., *magna cum laude*)

Bar & Court Admissions

- Massachusetts

Capabilities

- Capital Markets
- Compensation & Benefits Plan Design and Administration
- Employment & Benefits
- Employment Counseling & Litigation
- ERISA Fiduciary
- Executive Compensation
- Fintech & Blockchain
- High Net Worth Individuals and Family Offices
- International Tax
- Nonprofit & Education
- Privacy & Data Security
- Private Investment Funds & Institutional Investors
- Privately Held & Family Owned Businesses
- Real Estate, Alternative & Offshore Investment Funds
- REITs
- Tax

Sullivan
SULLIVAN & WORCESTER

- U.S. Tax Court

Professional Qualifications

- Boston Bar Association, Tax Committee, At-Large Member
- Boston Bar Association, ERISA Committee, Former Co-Chair
- Lecturer, Boston University School of Law, Graduate Tax Program
- Women's Network Advisory Board, Greater Boston Chamber of Commerce, former member
- Boston Compensation Advisory Board, former member
- American Society of Pension Professionals & Actuaries - New England Benefits Council, Former Programming Chair
- Women's Leadership Program, Greater Boston Chamber of Commerce

Awards & Honors

- Top Women of Law, *Massachusetts Lawyers Weekly* (2024)
- Top 10 Most Influential Employee Benefits Lawyers in Massachusetts, *Business Today* (2023)
- *National Law Journal,* Employment Law Trailblazer (2022)
- *Boston* Magazine Top Lawyers, Tax Law (2021, 2022)
- *Best Lawyers in America®* (2022-2026)
- *Best Lawyers'* Employee Benefits (ERISA) Law Lawyer of the Year (2026)
- *Chambers USA,* Employee Benefits & Executive Compensation (Massachusetts) (2015-2026)
- Recommended by *The Legal 500 U.S.* (2014-2026)
- "Rising Star," Massachusetts *Super Lawyers* (2007-2015)

Community Engagement

- Wellesley College Alumnae Association of Boston, Former Co-President

Matters

- Advise clients on business and legal risks associated with abortion coverage following the U.S. Supreme Court's decision in Dobbs. Structure medical travel benefit arrangements to comply with the Affordable Care Act, HIPAA, COBRA, Mental Health Parity and health savings account requirements, while minimizing legal, business and human resource risks associated with arrangements.
- Design phantom carried interest compensation program for employees of private equity fund manager and advise on U.S. tax compliance with Internal Revenue Code Section 409A.
- Design phantom token award arrangement for global blockchain research and engineering company, designed to coordinate with newly formed token fund. Work involved collaborating with fund manager to meet securities law requirements in multiple countries while maximizing U.S. tax benefits.
- Provide structuring advice to partnership involving application of Self-Employment Tax (SECA) and Net Investment Income tax.
- Advice concerning controlled group and benefits analysis for family office/business interests, including advice on and assistance with restructuring

benefit arrangements.

- Implement corrective filings with the Internal Revenue Service in order to avoid loss of tax qualified status for several retirement plan clients. Issues include form and operational issues including problems with compensation definitions, controlled group affiliation issues, non-discrimination testing issues and various Internal Revenue Code Section 401(k) and 403(b) operational issues. Submissions often reflect creative approaches to dealing with issues outside standard correction forms set forth by the Internal Revenue Service.
- Provide ongoing support of use of venture capital operating companies ("VCOCs") and real estate operating companies ("REOCs") in order to avoid the application of ERISA to real estate related investment activities. Most recent project involves analysis concerning staggered liquidation of approximately $339m (cost) worth of investments over a period of years while avoiding the loss of VCOC status.
- Advice relating to IRA, 403(b) and Keogh retirement plan products offered by financial advisory firm including operational aspects (required minimum distributions, beneficiary designation issues, application of Uniform Probate Code), document updates, assistance with disputes relating to beneficiary status and tax reporting issues.
- Assistance with 403(b) plan document updates, operational support, analysis of potential applicability of ERISA and assistance with plan design issues. Recent projects include (1) termination of 401(k) plan and rollout of 403(b) plan; (2) analysis of Internal Revenue Code Section 457(b) plan vs. Social Security retirement benefits for certain non-teaching staff employees of a charter school who are not otherwise eligible for state teachers defined benefit plan; and (3) preparation of Internal Revenue Code Section 457(b) and 457(f) plan documents.
- Benefits and executive compensation diligence in connection with take-private transaction of a public company. Extensive work in connection with benefits and payroll integration.
- Represented DarioHealth in negotiating a strategic partnership with Amwell (NYSE: AMWL) to deliver its cardiometabolic solution to Amwell customers.
- Advised one of the world's pre-eminent blockchain infrastructure research and engineering companies on structuring incentive arrangement for employees to track the performance of various blockchain business lines, as part of a restructuring aimed at monetizing tokens.