

# Curriculum Vitae

## Todd M. Henke

Director

Longnecker & Associates

### Executive Summary

Todd Henke joined the Longnecker & Associates team in 2007 and is a Director in L&A's future Denver, Colorado office, opening April 2017. Mr. Henke is a Certified Compensation Professional, Compensation Committee Certified and a member of WorldatWork. He holds a Bachelor's Degree in Marketing/Management from Texas Lutheran University. Prior to joining L&A, Mr. Henke was a mortgage banker for fifteen years and most recently, was the Executive Compensation Manager for Perrigo Company plc in the Grand Rapids, MI area. Mr. Henke is rejoining the L&A team with 10 years of executive compensation professional consulting and corporate management experience. Mr. Henke has provided compensation consulting for public, private and not-for-profit organizations with specific emphasis on the analysis and design of executive annual and long-term incentive compensation and non-executive director compensation programs. He has consulted with companies in the United States, Canada and Russia working with clients across a wide range of industries varying in size from \$1 million - \$25 billion.

### Experience

- Design executive and employee total direct compensation packages including base salary, annual incentives, long-term incentives, perquisites, and all other compensation for public, private, and not-for-profit companies in the U.S. and Internationally;
- Board of Director compensation;
- Peer group analysis;
- Annual and long-term incentive plan design;
- CD&A drafting and review;
- Preparation and presentation of materials for compensation committee meetings;
- Conduct board of director boot camps;
- Conduct broad based compensation reviews that include job evaluation, job analysis, and job documentation (JR&C Process);
- Design market competitive compensation programs for companies involved in M&A activity and IPO's;
- Litigation support involving wrongful death, shareholder oppression, reasonable compensation, etc.;
- Provide guidance and research on ISS and Glass Lewis proxy voting guidelines and market trends in total direct compensation;
- Review and provide guidance on employment contracts, change-in-control scenarios, and death, disability and retirement provisions;
- Review and critique articles for publication in the WorldatWork WorkSpan Journal

### Previous Experience

- Responsible for the preparation of meeting materials for the Remuneration Committee;
- Worked directly with the Committee Chair, outside compensation consultants, Finance, Legal, HR, IR, Operations and other areas to support all levels of executive and Board of Director compensation;
- Responsible for the development and management of the Company's executive leadership positions' total direct compensation and Board of Director compensation;
- Supported and managed the Company's CD&A process including drafting and ensuring proxy tables were accurate and compliant;

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- Assessed and monitored existing compensation programs to ensure a pay for performance philosophy while proposing new and innovative ideas to enhance executive compensation programs;
- Managed the global equity and long-term incentive compensation of all equity eligible employees while managing all necessary SEC Form Filings;
- Assessed and proposed total direct compensation packages for executive new hires, promotions, and domestic and foreign relocation's;
- Served as the subject matter expert on all executive compensation questions, practices, trends, and SEC compliance issues;
- Managed and supported the Company's M&A and divestiture projects and activity; and
- Managed tax related issues and compliance with outside vendors and consultants to ensure proper and effective tax treatment.

## Awards & Honors

- Perrigo Company plc CEO Award for outstanding performance and dedication, December 2015
- Perrigo Company plc CEO Award for outstanding performance and dedication, January 2016
- Texas Monthly Magazine, Best Companies to Work for in Texas in small business division and finished within the top 3 for 2011 – 2015.
- Longnecker and Associates received in 2010, 2011 and 2012 “The Best Places to Work” award by *The Houston Business Journal* and ranked among the Top 10 in companies with less than 100 employees.

## Education

Bachelor of Arts -Texas Lutheran University, Seguin, TX  
Marketing/Management

## Employment

### Present

Director, Longnecker & Associates

### Past

Executive Compensation Manager, Perrigo Company plc

Director, Longnecker & Associates

Senior Consultant, Longnecker & Associates

Transaction Management, New Century Capital Corporation

Transaction Management, Royal Bank of Canada Mortgage Corporation

Secondary Marketing Manager, Sterling Capital Mortgage Corporation

Financial Consultant, Mellon Mortgage Corporation

## Professional Affiliations

Allegan County United Way Board Member

Allegan County United Way Personnel Committee Chairman

Allegan County United Way Executive Committee Member

WorldatWork

National Association of Corporate Directors

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## Certifications and Licenses

Certified Compensation Professional (CCP) through WorldatWork  
Compensation Committee Certification (CCC) through ERI

## Articles Authored

“Pay ‘em or Lose ‘em Ain’t a Myth”, by Todd M. Henke, Brent Longnecker, & Chris Crawford, Texas CEO Magazine, March 3, 2013.

“How do we Define Executive Pay”, by Todd M. Henke, Brent Longnecker, & Chris Crawford, The Corporate Board, January 31, 2013.

“How Full is Your Bucket, Discretion in Say on Pay: Yea or Nay”, by Todd M. Henke, Brent Longnecker, & Chris Crawford, Texas CEO Magazine, September 30, 2012.

“Motivating a Multigenerational Workforce in the 21<sup>st</sup> Century”, by Todd M. Henke, Business & Legal Reports – Compensation Ezine’s Featured Article, May 28, 2008.