Holland & Hart



PRACTICES

Employee Benefits and Executive Compensation
ESOPs and Employee Ownership Plans
Tax

INDUSTRIES

Mining
Financial Institutions
Healthcare

EDUCATION

University of Pennsylvania Law School, J.D., 1995
cum laude
Associate Editor, Articles Editor, *University of Pennsylvania Law Review*

Harvard College, B.A., 1990
magna cum laude
History and Literature

BAR ADMISSIONS

Montana

Beth Nedrow

Partner

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Beth has over 25 years' experience advising companies on executive compensation and employee benefits matters.

Beth knows how to help employers of all sizes structure benefit programs that not only comply with ERISA and the Internal Revenue Code, but also fit the company's goals and circumstances. She works with public and private companies, retirement and welfare plans, M&A transactions, and compliance work. Beth is adept at untangling complex Section 409A problems, drafting and documenting effective equity and executive compensation arrangements, and assisting on efficient ways of performing ERISA fiduciary functions.

Beth's advice is necessary and appreciated by a wide variety of departments and personnel, including board members, CFOs, fiduciary committees, and human resources staff members.

EXPERIENCE

- 409A deferred compensation
- Executive employment agreements and equity compensation
- Service provider contracts
- M&A and other business life-cycle event transactions
- ERISA fiduciary best practices
- IRS qualified plan corrections
- Employer stock funds, ESOPs, and employee ownership and perpetual trusts (EOTs and PPTs)
- Employer health plan fiduciary compliance and mental heath parity

CLIENT RESULTS

Representative Matters

Advised company's board of directors in the implementation of an employee stock ownership plan (ESOP), including the availability of a Section 1042 rollover, management of ERISA fiduciary risk, alternatives for long-term sustainability, and consideration of alternative models such as employee ownership/perpetual trusts.

Drafted equity incentive plan and award agreements for public company, taking into account recommendations of compensation consultant and preferences of executive staff.

Designed employment agreement and bonus plan to comply with Section 409A.

Conducted due diligence of target company's benefit plans, negotiated appropriate purchase agreement provisions, and helped client's HR staff integrate acquired employees and plans in connection with acquisition.

Provided training to ERISA benefits committee regarding Mental Health Parity and fiduciary risks associated with employer health and welfare benefits.

Guided clients through IRS and DOL correction programs (EPCRS, DFVC, VFCP) to resolve issues including improper acquisition of real estate by qualified retirement plan, and assisted with plan audits.

BLOG POSTS

"Ideas, Not Boilerplate: Employee Ownership Transactions Call For Creative Lawyering," *The Pulse*, August 20, 2026

"Wanted: Brain Trust to Support Employee Ownership Trust (EOT) Transactions," *The Pulse*, August 10, 2026

"Reasons for Exploring an EOT: Willingness to Preserve Company's Soul Over Personal Pocketbook," *The Pulse*, July 30, 2026

"The Pope, Mike Rowe, and Bernie Sanders walk into a bar ... and share their enthusiasm for employee ownership!," *The Pulse*, July 23, 2026

"You Say It’s Your Birthday?! Well, It’s ERISA’s Birthday, Too!," *Benefits Dial*, June 13, 2024

"A Change Would Do You Good, But Do The Section 125 Cafeteria Plan Rules Permit It?," *Benefits Dial*, January 12, 2024

"Don’t Know Much About History … But I Do Know How Employers Can Help Their Employees With Student Loan Debt!," *Benefits Dial*, October 11, 2023

"You Make My Dreams Come True! IRS Delays Roth Catch-Ups," *Benefits Dial*, August 28, 2023

"With a Little Help From My Friends … New Clawback Rule Requires Coordination of Finance, Securities, HR, and Benefits Personnel," *Benefits Dial*, July 27, 2023

"You’re So Far Away From Me … But You Can Still Sign This Retirement Plan Distribution Form," *Benefits Dial*, January 05, 2023

SPEAKING ENGAGEMENTS

"Employee Benefits Symposium 2026," *Employee Benefits Symposium 2026*, March 11, 2026

"The Supreme Court's Cunningham Decision: A Post-Mortem ," *Employee*

Benefits Symposium 2026, March 11, 2026

"Employee Ownership Trusts and Co-Ops," *ESOP Alliance June Meeting*, June 25, 2025

"Employee Benefits Symposium 2025," *Employee Benefits Symposium 2025*, March 12, 2025

"What's New In Employee Ownership," *Denver Tax Conference 2024*, December 5, 2024

"Mental Health Parity Check," *Employee Benefits Symposium 2024*, February 27, 2024

"Employee Benefits - Ensuring Compliance with ERISA ," *Association of Corporate Counsel Mountain West Chapter, Employment Law Mini Conference*, September 27, 2023

"ERISA and Benefits," *The Seminar Group 18th Annual Labor & Employment Law Conference*, 03/14/2023

"Navigating New State Abortion Bans in the Intermountain West," *Holland & Hart Webinar*, Co-presenter, July 28, 2022

RECOGNITION

- *Chambers USA*, Labor & Employment, 2010-2026
- Mountain States Super Lawyers®, Employee Benefits, 2016-2026
- Mountain States Super Lawyers®, Top 50 Women, 2019-2021, 2023, 2024
- *The Best Lawyers in America®,* Employee Benefits (ERISA) Law, 2007-2027
- Western Business News, “40 Under 40," 2002

PROFESSIONAL AND CIVIC AFFILIATIONS

- American Bar Association, Member
- Montana Bar Association, Member
- National Center for Employee Ownership, Member
- The ESOP Association, Member
- Expanding ESOPs, Member