

<u>David Chang, CPA</u> President/Founder Compensation & Benefits Advisory Services, LLC



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David Chang is the President and founder of Compensation & Benefits Advisory Services LLC ("CBAS"). He has been instrumental in consulting on the tax treatment, design, implementation and communication of non-qualified and equity based compensation plans for a broad base of privately and publicly-held companies for almost 25 years. He focuses on FAS 123(R)/ASC 718 (share based compensation); Internal Revenue Code

Sections 162(m), 280G, and 409A (deferred compensation); ASC 740 (tax accounting); performing reasonable compensation analysis; creating and reviewing processes and controls for compensation and benefits programs; and payroll and benefits reconciliations.

Prior to forming CBAS, David was a Managing Director at Golden Parachute Tax Solutions LLC, an accounting firm which offers Internal Revenue Code Section 280G Computations & Advisory Services, and a Managing Director of ExeComp Solutions LLC, a full service executive compensation consulting practice which works collaboratively with boards and management on executive compensation issues facing public and private companies and tax exempt organizations.

David was previously a Director in the Global Employer Services ("GES") Group at Deloitte Tax LLP ("Deloitte"). He led the North East Region's executive compensation team and was the national leader for GES's foreign income pension reporting service offering. David was also responsible for the GES Compensation and Benefits group's internal technical training curriculum; talent development; and rewards and recognition programs.

In addition, David spent two years as the Corporate Compensation Manager for Alcoa Inc. where he was responsible for working with the head of Recruiting to develop and approve compensation packages for executive level candidates; approving compensation packages for global personnel assignments and overseeing the Global Mobility Manager; managing compensation processes (annual salary increases, short-term incentive allocations, long-term equity grant allocations); performing analytics on the company's top 1,200 executives' total compensation; and preparing materials for compensation committee meetings and proxy disclosures.

To begin his career, David was a Senior Tax Consultant/Tax Computer Specialist at KPMG LLP where he was responsible for the preparation of individual, partnership, and corporate tax.

David has given speeches and presentations on the following:

- Audit Insurgency: Revenue Recognition, Audit Guidelines & Executive Compensation (23rd Annual NASPP Conference & Exhibition)
- Section 162(m) (Deloitte Dbriefs)
- SEC Executive Compensation Disclosures (Institute of Internal Auditors)
- FAS 123(R), FAS 109, and FIN 48 Technical Training (Deloitte Client Seminar)
- Market Trends and Executive Compensation Techniques (Sonneschein Venture Technology Group CEO Boot Camp)
- Key Employee Compensation and Benefits Tax Issues in Turbulent Times (Deloitte Client Seminar for Emerging Growth Companies)
- NQSOs and ISOs and Section 280G (Tax Executive Institute and Deloitte Client Seminars)
- Employee Benefits Legislative Updates (Deloitte Client Seminars)
- Taxation and Reporting and Withholding Requirements for Equity Compensation (American Payroll Association)
- Current Issues in Executive Compensation (The Conference Board Seminar)
- Foreign Pension Reporting (Wall Street Tax Association and Deloitte Global Employer Net|Work)
- Impact of the American Taxpayer Relief Act of 2012 on Equity Compensation (Wall Street Tax Association and NY/NJ NASPP)

David was also a contributing author for the Deloitte publication "Adding Value in a Time of Volatility – Tax Topics for the Financial Services Industry".

David is a Certified Public Accountant and a member of the AICPA, and he holds an M.B.A. (with distinction) in Tax and Finance and a B.S. (magna cum laude) in Accounting and Economics from the New York University, Leonard N. Stern School of Business, New York, NY.

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