



Jane Jeffries Jones

Profile

Jane Jeffries Jones is a member of the Firm's Corporate and Securities practice group, with a practice focused primarily on executive compensation and corporate governance matters. In the executive compensation area, Jane has significant experience in assisting both public and private companies with the design and administration of:

- Equity-based compensation plans
- Cash incentive plans
- Nonqualified deferred compensation plans
- Director compensation plans and
- Employment and change in control arrangements.

Areas of Expertise

*Corporate and Securities
Employee Benefits*

Contact Information

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Jane works with clients to promote compliance with corporate, securities and tax laws that apply to compensation plans and arrangements, including advising clients regarding the application of federal and state securities law registration and disclosure requirements and preparing equity plan offering documents. In addition, Jane advises companies and their boards of directors regarding corporate laws and corporate governance matters that impact executive compensation. Jane also advises clients regarding the executive compensation aspects of mergers and acquisitions and other significant business transactions and assists clients regarding international stock plan matters.

In her more than 20 years of practice, Jane has represented over 175 companies in the executive compensation area, including clients in such industries as:

- Financial services
- Information technology
- Manufacturing
- Telecommunications
- Energy and
- Biotechnology.

In addition to her executive compensation practice, Jane also counsels public corporations regarding corporate governance matters, including compliance with the Dodd-Frank Wall Street Reform and Consumer Protection Act, the Sarbanes-Oxley Act of 2002 and relevant regulatory and stock exchange requirements. Jane also has significant experience in advising public and private companies regarding director fiduciary duty issues. Jane has edited more than 180 client publications

regarding executive compensation, securities law, corporate governance and director fiduciary duty matters.

Professional Activities

Bar Associations: North Carolina Bar Association; Mecklenburg County Bar Association

Admitted to bar: 1986, North Carolina

Recognized as one of the *Best Lawyers in America* (2010, 2011)

Member, National Association of Stock Plan Professionals

Education

- B.A., 1982, Wake Forest University, *cum laude*
- J.D., 1986, Wake Forest University School of Law; Order of the Barrister; National Moot Court Team; Jessup International Moot Court Team

Prior Legal Experience

Member, Womble Carlyle Sandridge & Rice (Charlotte, NC), 2001-present.

Of Counsel, Womble Carlyle Sandridge & Rice (Charlotte, NC), 1992-2000.

Associate, Womble Carlyle Sandridge & Rice (Charlotte, NC), 1986-1990.

Publications

“Preparing Proxy Statements Under the SEC’s Enhanced Disclosure Rules Regarding Executive and Director Compensation, Risk Assessment and Corporate Governance Matters,” *New York University Review of Employee Benefits and Executive Compensation*. Co-authors: Diane J. Fuchs and Elizabeth Carroll Southern (Fall 2010).

“Top Ten Things You Need to Know About Establishing and Maintaining a Global Stock Option Plan,” *American Corporate Counsel Association, Top Ten*. Co-authors: Diane J. Fuchs and Gordon Klepper (November 2010).

“Preparing Proxy Statements under the SEC’s New Rules Regarding Executive and Director Compensation Disclosures,” *UC Davis School of Law, UC Davis Business Law Journal*. Co-authors: Diane J. Fuchs and Leigh Johnson (Spring 2007).

“Preparing the New Disclosures Under the SEC’s Proposals Regarding Executive and Director Compensation,” *LexisNexis Matthew Bender’s New York University Review of Employee Benefits and Executive Compensation* (August 2006).