We understand that the tax structure of every business and investment transaction is critical to financial success. We can guide you with strategies that will allow your business and family to reduce taxes and thereby enhance your earnings and overall wealth.

Our tax practice is notable for the scope and diversity of the matters we handle. We regularly provide tax advice related to the formation, financing, operation, restructuring and disposition of a wide variety of business entities. Our attorneys counsel tax-exempt organizations on formation and operational compliance. We also represent individual, business, trust, estate and tax-exempt clients in civil and criminal tax controversies before federal, state, local and foreign tax authorities and administrative tribunals, and before federal and state courts in tax litigation.

Our tax practice focuses on helping businesses, corporate executives and families enhance and preserve wealth through income, estate and gift tax planning, business succession planning, family wealth planning, charitable giving strategies and employee benefit plans, such as employee stock ownership plans. C-level executives and their employers turn to our attorneys for the structuring of compensation agreements that minimize tax obligations.

Our tax practice is managed by talented and creative attorneys with decades of tax planning and controversy experience, including the former general tax counsel for a company with operations in more than 100 countries, an attorney with Big Four and IRS experience, plus multiple attorneys with the highest peer review ratings and leadership positions in the tax sections of both the Atlanta Bar Association and the State Georgia Bar of Georgia. We frequently publish articles in tax journals and speak at tax conferences before other members of tax bar and associations of certified public accountants.

EMPLOYEE BENEFITS AND EXECUTIVE COMPENSATION

Our attorneys counsel plan sponsors, shareholders and fiduciaries regarding the tax implications of benefit plan design, implementation, operation and compliance, and also guide them through complex IRS audits and correction programs. Our attorneys represent compensation committees and individual executives in analyzing tax strategies for executive employment, retention, severance and other agreements.

EMPLOYEE STOCK OWNERSHIP PLANS (ESOP)

Our team of ESOP, tax, benefits and succession planning attorneys negotiates on behalf of owners, trustees, lenders and shareholders, and can quarterback transactions from conception to implementation. We advise business owners, ESOP trustees, financial advisers, minority shareholders and investors in ESOP conversions, sale of ESOP companies, fairness opinions, due diligence and closing documentation.

OPPORTUNITY ZONE TRANSACTIONS

The Opportunity Zones Program provides significant financial and tax opportunities for real estate and private equity investors along with start-up operating businesses (including technology companies), manufacturing companies and service businesses willing to locate within an opportunity zone. Our cross-disciplinary team of Corporate, Real Estate, and Tax attorneys can assist real estate investors, private equity investors, and fund managers in evaluating, structuring, and executing on investments and private funds that qualify for the Opportunity Zone Program.
SUCESSION PLANNING FOR CLOSELY-HELD BUSINESSES

Owners of family-owned and closely held businesses rely on us to protect their assets and income in succession planning. We find exit strategy solutions that allow owners to preserve their legacy with tax-wise planning, while balancing the sometimes competing objectives of effective corporate governance, financial success and family harmony.

TAX CONTROVERSY AND LITIGATION

We represent clients in tax controversy matters before all divisions and levels of the IRS; the United States Tax Court, District Courts and Courts of Appeal; state departments of revenue and state trial courts; and foreign tax tribunals. In most cases, we are able to resolve matters through negotiation and early-stage contact with tax authorities, including responding to Information and Document Requests (IDRs), appearing on behalf of clients before the tax authority and filing administrative appeals. Rarely do cases advance to litigation, but in those instances where matters cannot be resolved short of trial we have an experienced courtroom tax team that represents clients aggressively.

Our tax controversy experience includes:

- Civil tax fraud,
- Criminal prosecutions,
- Excise tax controversies,
- Passive loss limitations,
- Promoter penalties,
- Refund claims,
- Energy credits,
- Conservation easements,
- Family limited partnerships,
- Tax shelter and sham transaction defense,
- Offshore entity and financial account penalties,
- Trust fund tax liabilities, and
- Challenges to non-profit exempt status.

TAX CREDITS AND SPECIAL INCENTIVES

Billions of dollars of business projects and transactions in the United States are enabled by federal, state and local tax credits annually. Our attorneys can handle everything related to tax credits, from identifying opportunities to preparing the extensive documentation required in complex transactions. We also issue tax opinions and advise on compliance and advise state authorities in their consideration of new credits to reward investments that will result in significant job development.

Our tax and special incentives knowledge and experience includes:

- Investment Tax Credits (ITC),
Historic Preservation Tax Credits (HTC),
Low-Income Housing Tax Credits (LIHTC),
Opportunity Zone Tax Benefits,
New Markets Tax Credits (NMTC),
Renewable Energy Tax Credits,
Angel Investor Tax Credits,
Jobs Tax Credits,
Invest Georgia Tax Credits, and
Entertainment, Film, Television and Gaming Tax Credits.

TAX PLANNING FOR BUSINESS TRANSACTIONS

Some of our most important work for clients involves advising them on optimizing the tax efficiency of their businesses. Our regular attention to the constantly shifting landscape of international, federal and state taxes enables us to identify ways for our clients to enhance and preserve business profits, personal earnings and family wealth. We continuously monitor changes in federal and state tax laws, regulations, rulings, procedures and court cases to identify both opportunities and potential problems.

Our tax planning services address the following areas:

- Choice of entity (C Corporation, S Corporation, Partnership, LLC, Trust, etc.),
- Shareholder, partnership, LLC, trust and other agreements,
- Mergers, acquisitions, leveraged buy-outs and divestitures,
- Tax-free reorganizations, restructurings and recapitalizations,
- Like-kind exchanges, installment sales and other non-recognition transactions,
- Private equity, venture capital and angel investor transactions,
- Inbound and outbound international transactions,
- Transfer or licensing of intangible assets,
- State and federal tax credit transactions,
- Real estate development, financing and sales,
- Business succession and retirement planning, and
- Trusts, estates and family wealth planning.

TAX-EXEMPT ORGANIZATIONS AND CHARITABLE GIVING

We advise on entity formation and compliance issues for tax-exempt organizations, including protection of their First Amendment rights while adhering to federal election laws and reporting requirements. We also work closely with donors, including family trusts, to ensure that they receive the maximum tax benefits when they choose to support a charity.
TRUST, ESTATE, AND FAMILY WEALTH PLANNING

We guide individuals and families in preserving their wealth for future generations. Our attorneys work with clients to find the right estate planning strategies, including all varieties of trusts, outright gifts and planning for special situations. We prepare wills, trusts and other documents that provide the flexibility needed to take advantage of estate, gift, generation skipping and income tax savings opportunities that may arise in the context of estate administration. Our goal is to show clients their best options for their goals of minimizing taxes, as well as passing on wealth responsibly.

PRACTICE HIGHLIGHTS

$25 million adaptive re-use project. The firm handled the real estate and opportunity zone structuring for a $25 million adaptive re-use project for a developer on the west side of the Atlanta Beltline that also involves state and federal historic tax credits.

$50 million adaptive re-use project, including a Qualified Opportunity Fund. The firm structured all aspects of an opportunity zone real estate investment, including forming the Qualified Opportunity Fund, of a $50 million adaptive re-use project in Greenville, South Carolina including a brewery, retail and a multifamily component.

Qualified Opportunity Fund

Acquisition and development of multiple opportunity zone transactions. Lead counsel to developer in various opportunity zone transactions in 2018-2019 pursuant to 26 U.S.C. Subchapter Z, including significant office development in south Florida, mixed-use retail and multi-family adaptive re-use project in Greenville, SC and office and multi-family adaptive re-use project on west Atlanta’s “Beltline.” Cumulative transaction value in excess of $150 million.

Farming activities for profit. IRS agreed that taxpayers who raised cattle and ducks for their duck hunting preserve were engaged in farming activities for profit.

Criminal Tax Acquittal. Represented taxpayer in criminal worker classification case in the Northern District of Georgia. The jury acquitted the taxpayer of all tax charges.

Conservation Easement. Recently tried conservation easement case involving a charitable contribution deduction on the donation of 500 acres along five miles of navigable water near the Atlantic Ocean. Decision pending in the United States Tax Court.

Innocent Spouse Request. Obtained innocent spouse relief from all tax liabilities for innocent spouse.

Conservation Easement. Recently tried conservation easement case involving the disallowance of a charitable contribution deduction on the donation of a golf course to a conservation easement. Decision
pending in the United States Tax Court.

Film tax credits