From the Halls of Justice

Lasso of Truth: What's Really in the Biggest Overhaul to the Tax Code in 30 Years?

Presenters:

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4.18.18

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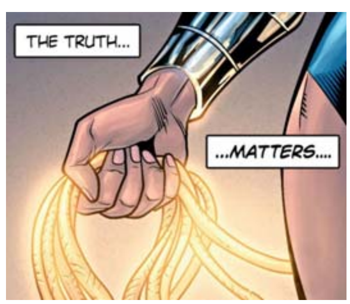

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Tax Cuts and Jobs Act of 2017

» President Donald Trump signed the Tax Cuts and Jobs Act into law on December 22, 2017, enacting comprehensive U.S. tax reform with most provisions effective on January 1, 2018.

» We intend to focus on some *highlights* of the Act which will impact corporations and other business entities.

Tax Rates

» The U.S. federal corporate income tax rate was reduced from 35% to 21%.

» Results in significant tax savings for entities taxed as C corporations for federal income tax purposes.

» The highest individual ordinary income tax rate was reduced from 39.6% to 37%.

S Corporations

- Based on the reduction of the corporate tax rate to an amount significantly below the highest individual tax rate, it is reasonable to consider whether a C corporation structure rather than an S corporation structure should be considered.
- Please keep in mind that in an S corporation structure the income of the corporation would flow through to the individual shareholders and presumably be taxed at the highest individual ordinary income tax rates which will be 37% under the new tax act.
- On the other hand, any dividends paid to the individual shareholders in a C corporation structure will be taxed to the individual shareholders at the top capital gains tax rate of 20% (resulting in a 41% combined rate).
- When the company is sold or liquidated in the future, there might very well be two levels of tax in the C corporation structure which would continue to be unfavorable.
- Given the uncertainty with respect to (1) how much of the profits of a company will be distributed to the shareholders; and (2) how long the new tax rates may stay in place, in most instances, we are advising S corporations not to switch to C corporations at this time.

Sexual Harassment Settlements

- The Act denies taxpayers the ability to deduct as a business expense (i) any settlement or payment related to sexual harassment or sexual abuse, or (ii) any attorneys' fees related to any settlement or payment *if such settlement or payment is subject to a nondisclosure agreement.*
- Taxpayers making any such payments will have to choose between demanding confidentiality and the ability of deducting the payments and attorneys' fees.
- Will this be construed as applying to general releases or waivers of all claims (asserted or unasserted) against the business, such as those that are commonly presented to employees upon separation from employment, which may include sexual harassment claims that have not been expressly raised?
- If an employee raises multiple claims, including claims related to sexual harassment, can the payments be apportioned among the claims or will the entire agreement be considered "related to sexual harassment"?
- Are the victims of sexual harassment denied the ability to deduct their own attorneys' fees upon the receipt of settlement proceeds?

Carried Interest

- Starting in 2018, capital gains allocated to a "carried interest" in a partnership (or in other "pass-through" entities) that is held by an individual is eligible for the 20% long-term capital gain tax rate (plus 3.8% "net investment income tax" for U.S. individuals) only if the capital asset was sold by the partnership after a holding period of more than three years (instead of one year under current law).
- If the capital asset is sold by the partnership after a holding period of three years or less, the capital gain is subject to U.S. federal income tax as short-term capital gain at the ordinary U.S. federal income tax rates, with a maximum rate of 37%.
- This is often applicable to (but not limited to) hedge funds and real estate developers.

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Additional Deduction for Ordinary Income

Up to 20% Additional Deduction for Ordinary Income (Including Real Property Income) Derived by Individuals Directly or Through Pass-Through Entities

- Starting in 2018, U.S. individuals and non-U.S. individuals who derive U.S. trade or business income (either directly or through "pass-through" entities such as partnerships or limited liability companies) are eligible for an additional special deduction of up to 20% against their ordinary income. This would in effect reduce the maximum U.S. federal income tax rate on such income down to 29.6% (i.e., 37 percent multiplied by 80%, assuming that the full 20% deduction is available to the taxpayer – see below).
- The 20% deduction is capped by the higher of the following:
  - 50% of W-2 wages paid by the business to employees; or
  - 25% of W-2 wages paid by the business to employees plus 2.5% of the acquisition cost of depreciable property (including depreciable real property) used in the business which has not been fully depreciated for U.S. federal income tax purposes.

This means that the full 20% deduction is allowed if the business has sufficient W-2 income payable to employees and/or sufficient depreciable property (including depreciable real property).

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Net Operating Loss Deductions Become Limited to 80% of Taxable Income

» Starting in 2018, net operating losses of corporations or individuals are only allowed to offset up to 80% of taxable income for that year.

» Net operating losses may no longer be carried back but they can be carried forward indefinitely (instead of two-year carry-back and 20-year carryforward under current law).

Limitations on Business Interest Expense Deduction

» The Act limits the deduction for net interest expenses incurred by a business to the sum of the business interest income, plus 30% of the business's adjusted taxable income and any "floor plan financing" interest (common among auto dealers).

» Disallowed interest may be carried forward.

» Businesses with average gross receipts of $25 million or less are exempt from the limit.

Depreciation/Amortization

» Shortens recovery period from 15 years to 10 years for qualified leasehold, restaurant and retail improvements.

» Five year amortization generally required for research and experimentation expenses except for R&E conducted outside the U.S. for which the applicable recovery period is 15 years.

» The Act increases the depreciation limitations for passenger automobiles placed in service after December 31, 2017 to $10,000 for the year in which the vehicle is placed in service, $16,000 for the second year, $9,600 for the third year, and $5,760 for the fourth and later years.

Like-Kind Exchange Tax-Deferral Treatment Limited to Exchanges of U.S. Real Property

» Starting in 2018, the tax-deferral treatment of like-kind exchanges is limited to exchanges of U.S. real property for U.S. real property (excluding an exchange of U.S. real property for non-U.S. real property).

» Exchanges of personal property for other personal property will no longer qualify as like-kind exchanges.

Miscellaneous

- Prohibits or limits business expense deductions for entertainment expenses, membership dues, on-premises athletic facilities (limited) and food and beverages provided on-premises (limited) (Existing 50% deduction limit on business meal expenses will remain).
- The Act permits eligible employers to claim a business credit for 12.5% of the wages paid to qualifying employees during any period in which such employees are on family and medical leave if the payment rate of the program is 50% of the wages normally paid to an employee. The credit is increased by 0.25% (but not above 25%) for each percentage point by which the rate exceeds 50%.
- Taxpayers with average gross receipts of $25 million or less for the prior three years are permitted to use the cash method of accounting (rather than accrual method).
- The aging periods of beer, wine and distilled spirits are excluded from the calculation of the production periods (and there were benefits related to craft beverage excise taxes).
- The Act eliminates the deduction for lobbying expenses regarding legislation before local government bodies.

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Other Tax Reform Proposals

1. Tax Credits
   - New Markets Tax Credits
   - Renewable Energy Tax Credits
   - Low Income Housing Tax Credits
   - Historic Tax Credits
2. Private Activity Bonds
3. Tax Exempt Bonds for Professional Sports Stadiums

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Adding Value: The New Markets Tax Credit

Sample Project:

» $10MM Total Project Cost – building a new facility or purchasing new equipment

» Meets all the NMTC requirements making it eligible for NMTC financing

- Low Income Community
- Strong Community Impacts

Project Sources		Project Uses	
Sponsor affiliate capital	$2,500,000	Site Acquisition	$3,100,000
Loans or Grants	$4,500,000	Hard Constr. Costs	$5,200,000
		Soft Costs	$1,200,000
Total:	$7,000,000	Total:	$9,500,000
GAP:	$2,500,000		

**Hypothetical project- Numbers above are intended for purposes of an example only*

What are New Markets Tax Credits?

» First federal tax credit program to stimulate commercial investment in “low-income communities”

» The program is administered by the US Treasury Department through a division called the CDFI Fund, in a unique public/private partnership with Community Development Entities (CDEs)

» Supports a wide range of businesses including manufacturing, food, retail, housing, health, technology, energy, education, and childcare

» Close call with Tax Reform

What is a Community Development Entity?

- CDEs come in a variety of forms:
  - An affiliate of a municipality to promote economic development
  - An affiliate of a bank to help meet the bank's community reinvestment goal
  - Non-profit and for-profit entities with a mission to serve low-income communities
- CDEs have defined geographic service areas and are charged with evaluating each potential NMTC transaction for community impact
- CDEs have a primary mission of providing investment capital for low-income communities and are accountable to the residents of that community through a governing or advisory board
- CDEs earn fees from deploying and managing the allocation, and those affiliated with banks are commonly eligible for Community Reinvestment Act (CRA) credit

How does the program work?

- Through a competitive application process, CDEs are annually delegated NMTC allocation authority from the CDFI Fund
- CDEs are able to attract capital investments in their allocation, and the proceeds are used to fund low interest rate loans or investments in qualifying businesses or commercial real estate developments
- CDEs will search for qualifying businesses and real estate developments that have tangible community impact to provide NMTC-subsidized financing, which is also a competitive process

What is a "low-income community"?

» Based on census tract data – median income and poverty rate

» Qualifying vs. "Higher Distress"

» Includes areas with high unemployment, rural areas, brownfield areas, designated Hot Zones, medically underserved areas, food deserts, Colonias, and HUB Zones

» Qualifying census tracts in non-metropolitan counties automatically qualify as "higher distress"

» Qualifying census tracts can be located using a mapping tool on the CDFI Fund website at www.cdfifund.gov

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NMTC Program Benefits

Recipient Benefits

» Capital to fund projects, business expansion or debt refinancing

- Tax credits are monetized to fund a portion of the capital stack

Community Benefits

» Create additional economic development for the local community

» Attract and retain skilled workforce

» Bring new goods or services to underserved communities

» Capital investment to underserved, qualified LICs

» Catalytic impact

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Qualifying Business or Development – the "QALICB"

Ineligible Activities

» Residential rental property
  - Mixed use is permitted so long as more than 20% of the rental income is derived from commercial tenants

» Straight acquisition or refinance of rental property – must have "substantial rehab" or be owner occupied

» Certain businesses or tenants:
  - Race tracks and gambling facilities
  - Golf courses & country clubs
  - Liquor stores
  - Farming
  - Massage and tanning businesses
  - Undeveloped land holding

What makes a good QALICB candidate?

» Located in a "highly distressed" census tract – LIC which also meets any one of the following criteria:
  - Poverty > 30%
  - Median income < 60% of statewide
  - Unemployment > 1.5 times national average
  - Non-metropolitan county

» Compelling community impact
  - Tangible community benefit – measured by quality job creation, providing unmet goods & services to low income communities (grocery stores, medical facilities, charter schools, etc.), environmentally sustainable construction, etc.
  - Part of an existing plan for economic revitalization
  - "But for" test – NMTC fills a real funding gap that would otherwise not happen

» Ready to go
  - Other sources of funding are committed
  - Approvals all in place

President Trump's January 2, 2018 Tweet

Donald J. Trump
@realDonaldTrump

Companies are giving big bonuses to their workers because of the Tax Cut Bill. Really great!

1/2/18, 7:49 AM

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Tax Reform and Philanthropy

» In addition to employee bonuses, we have found that our clients are thinking about increasing their philanthropic endeavors as a result of the their tax savings.

» The general rule is that a corporation can deduct charitable contributions up to 10% of its taxable income for the tax year.

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Super Options for Giving

Corporations might consider these options for giving:

- Direct Giving
- Giving to a Donor Advised Fund
- Creating or Funding a “related” Public Charity
- Creating or Funding a Private Foundation
- A Dollar for Doer Program (a corporate employee giving program in which a company provides grants to nonprofits where employees volunteer on a regular basis)
- Scholarship Programs
- Creating or Funding an Employee Hardship Fund or other Disaster Relief Fund

Donor Advised Funds

- A publicly supported charitable organization may establish accounts to which donors may make deductible contributions and thereafter provide nonbinding advice or recommendations with regard to distributions from the fund or the investment of assets in the fund. The public charity that establishes the DAFs is called the “sponsoring organization”.

In general, a DAF is a fund or account:

- that is separately identified by reference to contributions of a donor or donors;
- that is owned and controlled by a sponsoring organization; and
- for which a donor (or a person appointed or designated by the donor) has, or reasonably expects to have, advisory privileges as to the distribution of, and/or the investment of, amounts held in the separately identified fund or account by reason of the donor’s status as such. The person designated to have advisory privileges is called the “donor adviser”.

Donor Advised Funds *(continued)*

- After the contribution, the sponsoring organization is the legal owner of the donated funds, and has full control over them. The donor (or someone the donor designates) generally has the right to provide nonbinding recommendations concerning the distribution of the DAF assets, or the manner in which they are invested; but the final decisions are made by the sponsoring organization.
- DAF remains appealing to many donors who do not want the administrative burdens of operating a private foundation, such as the obligation to apply for tax-exempt status and the ongoing requirements to file annual tax returns and state corporate reports, maintain minutes and financial records, etc.
- DAF enables the donor to make contributions when it will provide the most tax benefit, but at the same time defer the decision as to which charities will ultimately benefit.

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Public Charity v. Private Foundation

- Every exempt charitable organization is classified as either a public charity or a private foundation.
- Because public charities typically solicit funds from the general public and are generally subject to more public scrutiny and oversight, they are less restricted in their charitable contributions.
- Private foundations, in contrast, typically have a single major source of funding (usually gifts from one family or corporation), rather than funding from many sources.
- Classification as a public charity or private foundation is important because different tax rules apply to the operations of each (e.g., deductibility of contributions to a private foundation is more limited than deductibility of contributions to a public charity).

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Public Charity

» Generally receives a greater portion of their financial support from the general public or governmental units, and have greater interaction with the public (normally receives at least one-third of its support from the general public or governmental units)

» Employee contributions can be treated as public support.

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Private Foundation

» Typically controlled by members of a family, by a small group of individuals or by a corporation, and derives much of its support from a small number of sources and from investment income.

» Because they are less open to public scrutiny, foundations are subject to various restrictions including the bullet points below.

» Restrictions on self-dealing between private foundations and their substantial contributors and other disqualified persons.

» Requirements that the foundation annually distribute income for charitable purposes.

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Dollars for Doers--Grants to Charities for which Employees Volunteer

» In Private Letter Ruling 201725009 dated June 23, 2017, the IRS considered whether a corporate matching program maintained by a corporation's foundation in which the foundation would contribute a certain amount to a 501(c)(3) public charity of an employee's choice based on the number of hours such employee spent volunteering for the charity constituted self-dealing. While most of the benefit from the foundation's matching program would go to the public charities receiving the matched funds, the corporation would also benefit from favorable public recognition, good will, and a happier and more loyal workforce. The Private Letter Ruling concluded that such benefits were incidental or tenuous benefits, and therefore the donations that the foundation makes pursuant to its matching donation program do not constitute self-dealing under the Code.

Scholarship Grant Program

» Grants can be made under an employer-related grant program if the following conditions are met (otherwise taxable to the recipient):

1. **Inducement**. Cannot use the scholarship program to recruit employees or to induce employees to continue their employment.
2. **Selection Committee**. All members of the scholarship selection committee must be totally independent of the employer.
3. **Eligibility Requirements**. The scholarship program must impose identifiable minimum requirements for grant eligibility and limit consideration to employees (or their children) who meet the minimum admissions standards of an educational institution.
4. **Objective Basis of Selection**. The selection of scholarship recipients must be based solely on objective standards that are completely unrelated to the recipient's (or his or her parent's) employment and to the employer's line of business.

Scholarship Grant Program *(continued)*

» Grants can be made under an employer-related grant program if the following conditions are met (otherwise taxable to the recipient):

5. **Prohibitions Against Future Employment-Related Services**. There shall be no express or implied requirement that the recipient (or his or her parent) render or be available for future employment.
6. **Course of Study**. The courses of study for which a scholarship is available cannot be limited to those that would be of particular benefit to the employer.
7. **Other Objectives**.

Employee Hardship Funds

» Charitable organizations can serve disaster victims and those facing emergency hardship situations in a variety of different manners.

» Organizations may provide assistance in the form of funds, services, or goods to ensure that victims have the basic necessities, such as food, clothing, housing (including repairs), transportation, and medical assistance.

» **Examples:**

- Immediately following a natural disaster (e.g., tornado, hurricane, fire, earthquake, etc.), a family may be in need of food, clothing, and shelter <u>regardless of their financial resources</u> (even if not long-term).
- Individuals temporarily in need of food or shelter when stranded, injured or lost because of a disaster.
- Individuals temporarily unable to be self-sufficient as a result of a sudden and severe personal or family crisis, such as victims of violent crimes or physical abuse.
- Family in need of long-term assistance with housing, child care, or educational expenses because of a disaster.

Employee Hardship Funds – Public Charities

- Because public charities typically receive broad financial support from the general public, their operations are generally more transparent and are subject to greater public scrutiny.
- Public charities may provide a broader range of assistance to employees than can be provided by donor advised funds or private foundations.
- Public charities can establish employer-sponsored assistance programs to respond to any type of disaster or employee emergency hardship situations, as long as the related employer does not exercise excessive control over the organization.
- Our recommendation is to always qualify as a public charity if possible.

Employee Hardship Funds - Private Foundations

- Like public charities, private foundations can make need-based distributions to victims of disasters or to the poor or distressed. However, several issues arise when an employer-sponsored private foundation provides aid that favors the employees of the sponsoring employer.
- Employer-sponsored private foundations may provide assistance to employees or family members affected by a qualified disaster, as defined in Code Section 139, as long as certain safeguards are in place to ensure that such assistance is serving charitable purposes, rather than the business purposes of the employer. Employer-sponsored private foundations can only make payments to employees or their family members affected by qualified disasters, not in non-qualified disasters or in emergency hardship situations.
- Qualified disasters include a terroristic or military action or a federally declared disaster.

Employee Hardship Funds - Private Foundations

» The IRS will presume that payments in response to a qualified disaster, as defined above, made by a private foundation to employees (or family members of employees) of an employer that is a disqualified person (such as a company that is a substantial contributor) are consistent with the foundation's charitable purposes if:

- the class of beneficiaries is large or indefinite (a "charitable class"),
- the recipients are selected based on an objective determination of need or distress, and
- the selection is made using either an independent selection committee or adequate substitute procedures to ensure that any benefit to the employer is incidental and tenuous. The foundation's selection committee is independent if a majority of the members of the committee consists of persons who are not in a position to exercise substantial influence over the affairs of the employer.

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Questions

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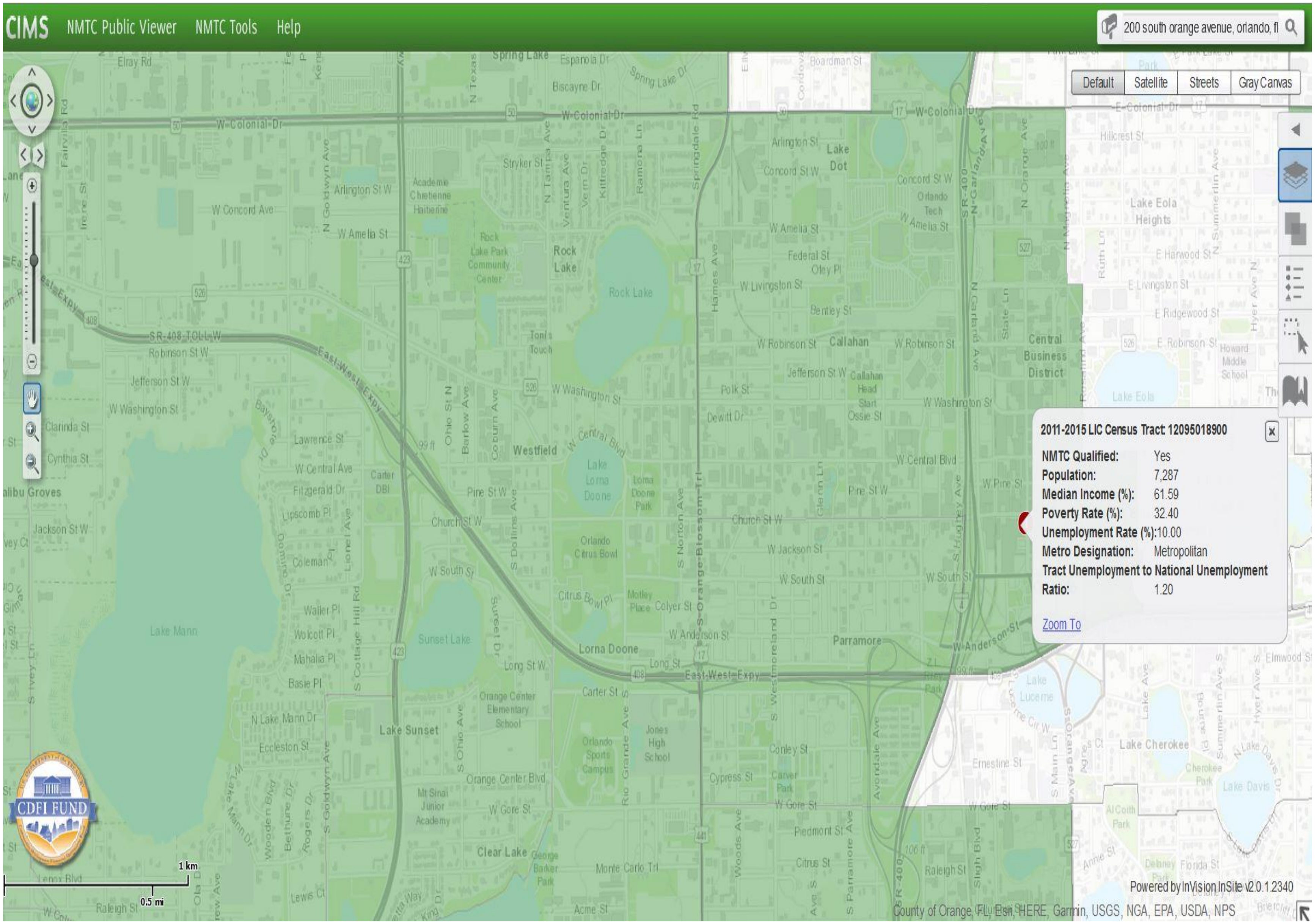
Holland & Knight Office – 200 South Orange Ave., Orlando FL



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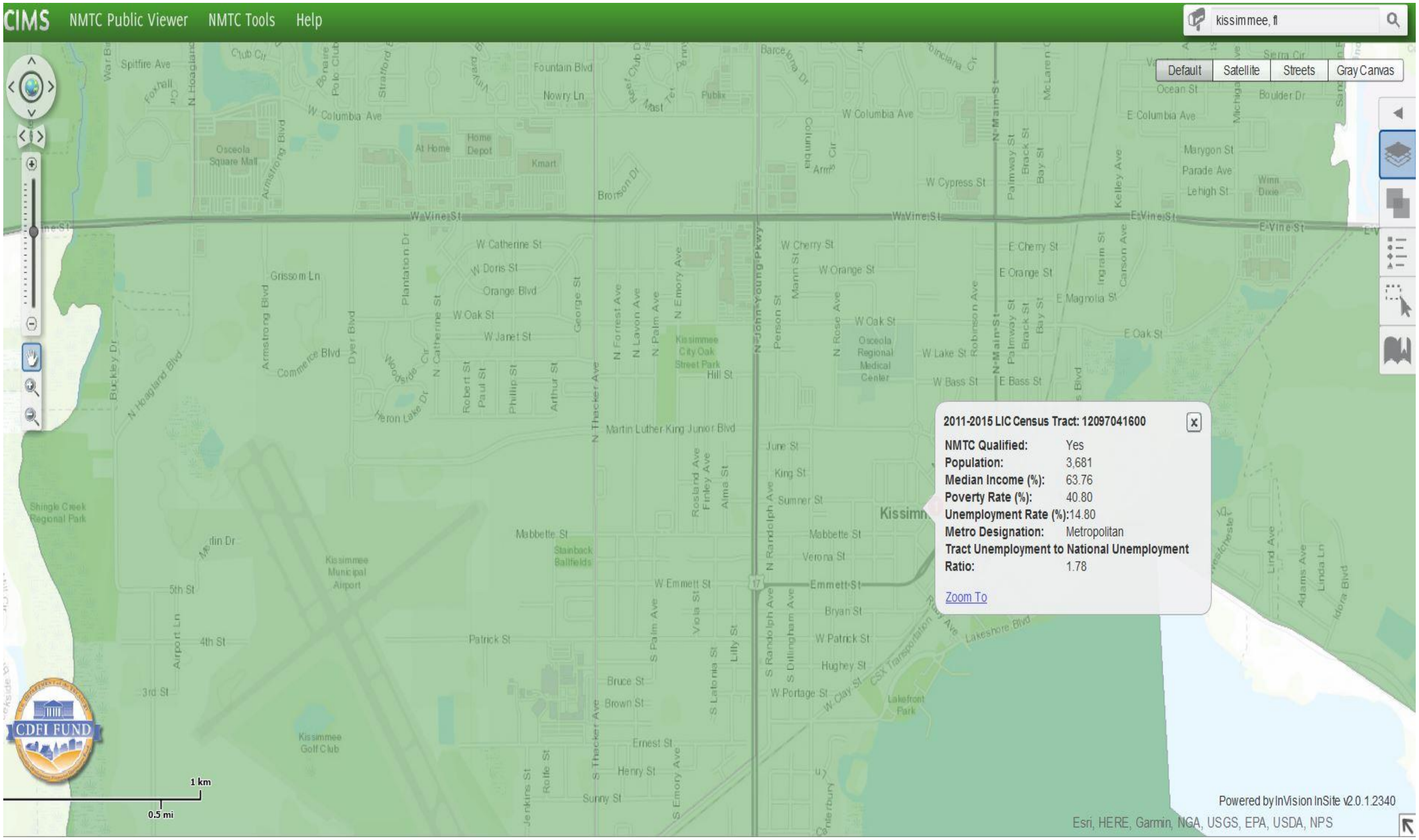
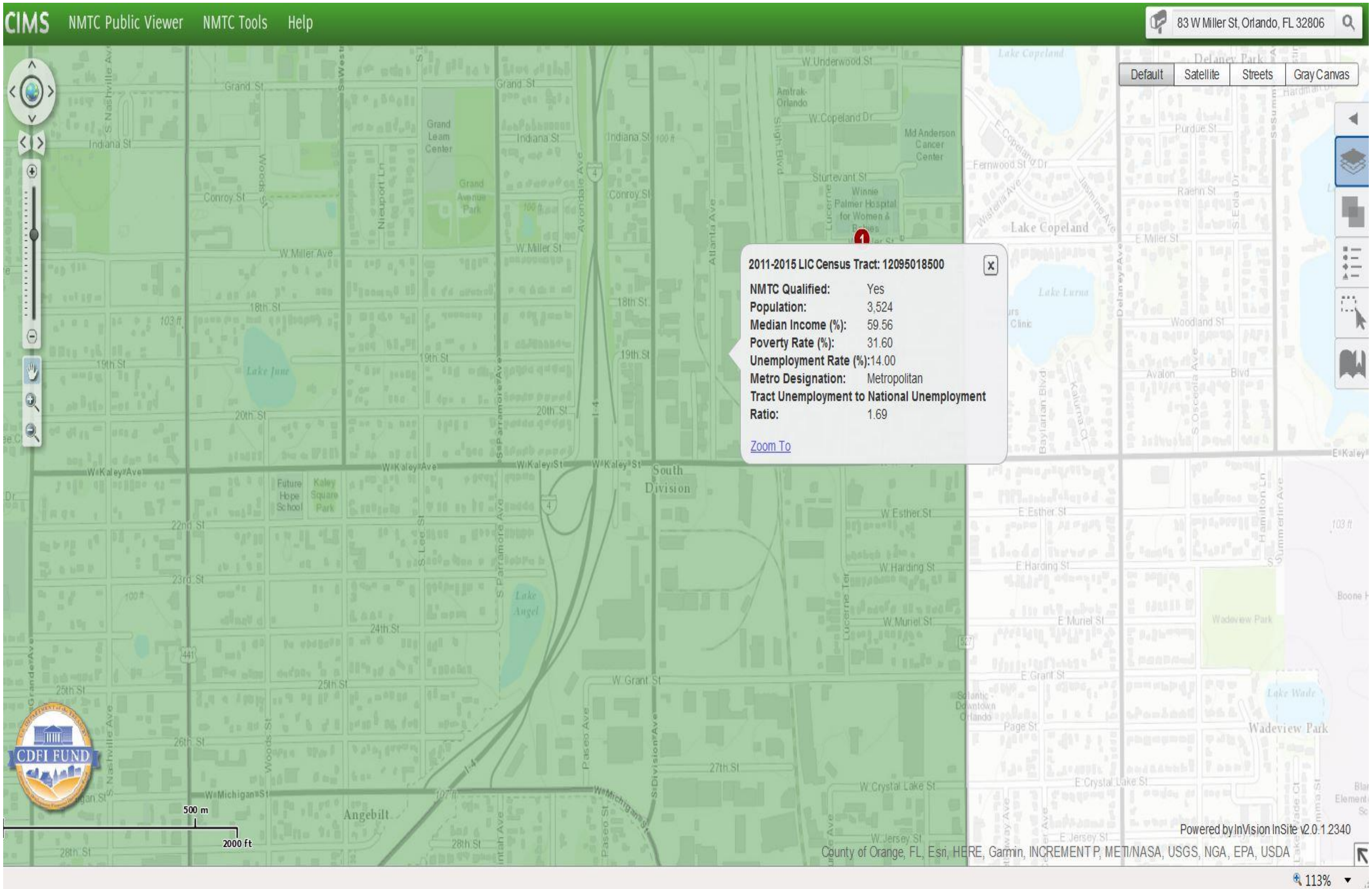


Winne Palmer Hospital – 83 W Miller Street, Orlando FL



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Glenn A. Adams serves as executive partner of the Orlando office and practices in the areas of corporate and tax law. He advises clients on a variety of business issues during the life cycle of the business, often beginning prior to formation and continuing as the business grows and succeeds until the business, or a unit of the business, is liquidated upon sale or other circumstances. Mr. Adams has substantial experience with the formation of corporations, limited liability companies, partnerships (including general partnerships, limited partnerships, limited liability partnerships and limited liability limited partnerships) and other joint venture arrangements. His representation includes drafting and negotiating complex agreements, such as limited liability company operating agreements, partnership agreements, joint venture agreements, corporate shareholders' agreements and other arrangements between equity owners (e.g., buy-sell arrangements). He also regularly advises on corporate governance issues.

Mr. Adams often counsels clients on issues related to their corporate structure, including inter-company mergers, consolidations, capital contributions, and other transfers and liquidations or dissolutions. He assists in the formation of holding companies and the creation of subsidiary entities to meet each client's tax and non-tax needs. Mr. Adams has significant experience advising large multijurisdictional clients with respect to streamlining their organizational structure for both tax and administrative reasons. This experience includes coordinating consolidation projects for clients with business units in numerous locations and with entities formed across the nation.

Furthermore, Mr. Adams has served as outside counsel for clients operating in a variety of industries, including healthcare, hospitality, food service and distribution. He has substantial experience as outside counsel drafting and negotiating a variety of complex commercial agreements on behalf of clients including, but not limited to, agreements relating to stock and asset purchases, mergers or other reorganizations, corporate finance, sales and distribution arrangements, software licensing and master services agreements. Mr. Adams also works closely with clients to understand their businesses, their corporate and ownership structure, and their legal challenges allowing him to provide comprehensive guidance with respect to their legal needs.

Additionally, Mr. Adams represents not-for-profit entities with respect to various tax and corporate matters, including formation of the entity and assistance in obtaining tax-exempt status from the Internal Revenue Service.

Mr. Adams has served as in-house counsel for an investment banking firm based in metro-Atlanta which primarily arranged private placements of convertible securities with institutional investors for small to mid-capitalization publicly traded companies. He began his career serving on the tax staff of a large national accounting firm in its Atlanta office.

Honors & Awards

- William B. Trickel, Jr. Professionalism Award, Orange County Bar Association, 2018
- Florida Legal Elite, *Florida Trend magazine*, 2015-2017
- St. Thomas More Award, Catholic Lawyers Guild of Central Florida, 2017
- Pro Bono Project Award of Excellence, Legal Aid Society of the Orange County Bar Association, 2016
- Holland & Knight Public and Charitable Service All-Star, 2014
- *The Best Lawyers in America* guide, Corporate Law, Tax Law, 2013-2018
- *The Best Lawyers in America* guide, Corporate Law Lawyer of the Year, 2015
- Florida *Super Lawyers* magazine, 2012-2017
- Martindale-Hubbell AV Preeminent Peer Review Rated
- American Bar Foundation, Fellow
- Outstanding Board Member, Legal Aid Society of the Orange County Bar Association, 2010, 2011

Memberships

- Leadership Florida, Class XXXV
- American Bar Association
- Legal Aid Society of the Orange County Bar Association, Past President, Board of Trustees
- Orlando Economic Partnership, Board of Directors
- The EDC Foundation for Education, Inc., Board of Directors
- Orange County Mayor’s Modeling, Simulation and Training (MS&T) Blue Ribbon Commission
- Central Florida Partnership, Central Florida Transportation Corridors Task Force, former Member
- BusinessForce, former Board of Directors
- Orange County Bar Association Executive Council, former Member
- Orange County Bar Association, Young Lawyers Division, former President
- Children’s Home Society of Florida, former Chairman, Board of Directors, Central Florida Division
- University of Florida College of Law Alumni Council, former Member
- Lake Highland Preparatory School, Board of Visitors former Member
- Leadership Orlando, Class 49

Publications

- Providing Disaster or Hardship Assistance to Employees, *Today's General Counsel*, April/May 2014
- Understanding Key Provisions of the Tax Bill Passed by the Senate, *Holland & Knight Alert*, December 16, 2010

Speaking Engagements

- Federal Trade Commission Up Close: Practical Considerations Related to Data Privacy, Security and Other Priorities, Data Privacy and Security and Other Issues Related to Mergers and Acquisitions (M&As), Association of Corporate Counsel Central Florida, February 9, 2016
- 2013 Religious Institutions Conference, Holland & Knight Program, March 21, 2013
- Legal Aspects of Condominium Development in Florida, Panelist, July 11, 2006

Education

- University of Florida Levin College of Law, J.D., *with honors*
- University of Florida Levin College of Law, LL.M., Taxation
- University of South Florida, B.A., Accounting, *magna cum laude*

Bar Admissions

- Florida
- Georgia

Court Admissions

- U.S. District Court for the Middle District of Florida
- U.S. Court of Federal Claims
- U.S. Tax Court

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Christin Decker Petroski is an Orlando transactional attorney who focuses her practice on new markets tax credit transactions and general corporate transactions, including acquisitions, mergers and reorganizations. Ms. Petroski was selected as a 2016 Holland & Knight Rising Star, an intensive program of leadership, management and professional skills development for female attorneys.

Ms. Petroski re presents investors, community development entities, developers, lenders and borrowers in connection with new markets tax credit (NMTC) transactions. She has represented clients in a wide array of NMTC projects, including the development of charter schools, various types of medical facilities, museums, college and university facilities, as well as manufacturing and production facilities.

Ms. Petroski has frequently represented a variety of businesses as buyers and sellers in acquisitions and assists clients in general corporation, partnership and limited liability company matters, including negotiating and drafting various agreements.

In addition, Ms. Petroski represents nonprofit entities with respect to various tax and corporate matters. Her experience includes forming nonprofit entities and assisting those entities with respect to obtaining tax-exempt status from the Internal Revenue Service (IRS). Ms. Petroski has also assisted nonprofit organizations in navigating Florida Sunshine Law issues.

Prior to practicing law, Ms. Petroski worked with the Global Information Technology Recruitment Team for FedEx Services, where she coordinated and streamlined immigration processes and received the Apex Award for Professional Excellence.

Honors & Awards

- Awesome Attorneys, Nonprofit/Charities Law, *Orlando Family Magazine*, 2016
- Order of the Coif
- Florida *Super Lawyers* magazine, Rising Star, 2013
- Phi Beta Kappa, Florida State University

Memberships

- Inforum – A Professional Women's Alliance, Vice Chairwoman, Great Lakes Bay Regional Council, 2014-2015
- Saginaw Valley State University, Stevens Center for Family Business Executive Council, 2014-2015
- Downtown Development Authority for the City of Midland, Michigan, 2015
- Children's Home Society, Central Florida Division, Secretary, 2012-2013; Board of Directors, 2008-2013
- The Florida Bar, Business Law Section
- State Bar of Michigan
- Florida State University Marching Chiefs, Former Member and Section Leader
- University of Florida *Journal of Law and Public Policy*, Former Bylaws Chair
- Leadership Orlando, Graduate, Class 54
- SmARTBoard, United Arts of Central Florida, Graduate

Publications

- Did You Know? Untapped Financing for Health Care Facilities: the New Markets Tax Credit, *The Florida Bar Health Law Section*, Winter 2017
- Rules Change Allows Nonprofits to Secure Tax-Exempt Status More Easily, *GRBJ.com*, August 8, 2014

Speaking Engagements

- Bridging the Gap – New Markets Tax Credit, An Untapped Source of Gap Financing, NAIOP, October 12, 2017
- The New Markets Tax Credit: Providing Economic Stimulus to Low-Income Communities, American Bar Association Webinar, April 5, 2017
- ABA Section of Taxation 2017 Midyear Meeting, The New Markets Tax Credit: Providing Economic Stimulus to Low-Income Communities, January 19-21, 2017

Education

- University of Florida Levin College of Law, J.D., magna cum laude
- Florida State University, B.S., Psychology, magna cum laude

Bar Admissions

- Florida
- Michigan