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WILLIAM & MARY
65TH TAX CONFERENCE SPEAKERS
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CRAIG D. BELL is a Partner at McGuireWoods LLP, Richmond, Virginia. Mr. Bell practices in the area of State and Local Tax and Tax Litigation, and is a past Chair of the law firm's Tax & Employee Benefits Department. Mr. Bell is an adjunct professor at the William & Mary Law School. He is a Fellow of the American College of Tax Counsel and a past chair of both the Virginia State Bar Section of Taxation and of the Military Law Section. Mr. Bell is also a past chair of the Virginia Bar Association Tax Section. He is a member of the William and Mary Tax Conference Advisory Council. Mr. Bell is also a Master of the Edgar J. Murdock Inns of Court for Tax which is composed of selected leading tax litigation attorneys who are recognized for their legal skills and dedication to professionalism and ethics in tax law and has been peer-recognized for many years by inclusion in *The Best Lawyers in America* for tax and tax litigation. Mr. Bell is also Chairman of the Board of Directors of a publicly held commercial bank in the greater Richmond, Virginia region.

DAMON DESUE is the Global Tax Controller for PRA Group, Inc. located in Norfolk, VA. He is responsible for the global tax provision, compliance, and tax internal control processes at PRA. He has served as a Tax Director for two public companies located in the Hampton Roads area, Ferguson Enterprises and Dollar Tree Stores, Inc, whereby he was directly involved in managing the tax functions, including direct and indirect taxes. He previously worked in the state and local tax practices for CBH and KPMG serving clients across all tax disciplines, including state income and sales & use taxes. Mr. DeSue holds a master's degree in taxation from the University of Georgia and a bachelor's in accounting degree from East Carolina University. Mr. DeSue is a former Chair of the Virginia Society of CPAs and former member of the AICPA Governing Council.

STEVEN M. FRIEDMAN, CRE, FRICS, is a tax director with more than 30 years of tax planning experience. Mr. Friedman serves as a leader on CohnReznick's Opportunity Zone Task Force, focusing on tax technical and transactional issues.

Mr. Friedman's clients cross all property types, including residential and commercial land development, single family for-sale, single family rental, an multifamily rental and for-sale. He advises real estate developers, operators, managers and their investors, whether domestic or foreign, taxable or tax-exempt, intuitional or retail. He brings a wealth of technical knowledge and practical experience to transactional tax planning and execution, whether wholly domestic or cross-border. Steve has extensive experience in structuring, planning and executing transactions through a myriad of forms of legal ownership, including real estate, investment trusts taxable REIT subsidiaries, C Corporations, S corporations, affiliated corporations that join in the filing of consolidated returns, joint ventures, limited liability companies and partnerships.

Mr. Friedman's background includes tax advice and planning for more than two dozen publicly traded REITs engaged in multifamily ownership, operation and management, regional shopping center and neighborhood retail ownership, leasing and management, CB and the suburban office, and lodging and hospitality. He also has an extensive background in evaluating tax accounting methods and reporting on the financial statement impact of real estate transactions and operations for these ownership types.

Mr. Friedman is a frequent and well-known speaker on tax, industry and financial matters affecting the real estate business. He is a past chair and member of the Advisory Board of the William & Mary Tax Conference and a member of the Program Committee for the Pacific Coast Builders' Conference. He is an active member and Council co-chair of the Urban Land Institute. Mr. Friedman also lectures on real estate and joint venture matters at the Steers Center for Global Real Estate at Georgetown University.

Prior to joining CohnReznick, Mr. Friedman was the U.S. Senior Vice President for Finance and Tax for a privately held multinational real estate private equity and development firm. Previously, Mr. Friedman served as a Principal in the Real Estate Practice of a Big Four firm. During that time, he worked in the National Tax Department, helping lead the firm's tax advice to companies and investors across the real estate spectrum.

STEPHEN J. GIORDANO is a Principal in the Washington National Tax Group. Mr. Giordano focuses his practice on the taxation of real estate transactions. In particular, he specializes in M&A, capital markets, structured investment, and complex "roll-up" and other transactions involving public and private real estate investment trusts (REITs), and private equity and real estate funds.

Before joining KPMG, Mr. Giordano was a partner in the Washington, D.C., office of Hogan Lovells US LLP, a major international law firm. In his career as an attorney, Mr. Giordano represented numerous targets and acquirers in public M&A transactions, fund sponsors, and also represented the underwriters in connection with, to date, two of the three largest initial public offerings of domestic US REITs. Prior to joining Hogan Lovells US LLP, Mr. Giordano was an associate in the New York office of Sullivan & Cromwell LLP. While in law school, Stephen was a member of *The George Washington Law Review*.

SHANE C. HOFFMAN is a tax associate resident in Fried Frank's Washington, DC office. He joined the Firm in 2012.

Mr. Hoffmann's practice focuses on federal income taxation, with particular emphasis on the structuring and negotiation of taxable and tax-free corporate acquisitions, reorganizations, spinoffs and dispositions of ongoing business enterprises.

Mr. Hoffmann's recent notable representations include:

- Sinclair Broadcast Group in acquisition of 21 regional sports networks from The Walt Disney Company;

- Permira Funds on numerous engagements including its acquisition of Cisco's Service Provider Video Software Solutions (now called Synamedia), its US\$1.68b sale of Magento Commerce to Adobe, its US\$350m majority investment in WeddingWire, followed by WeddingWire's US\$933m acquisition of XO Group, Inc.;
- Humana on numerous engagements including, as part of a consortium with TPG Capital and Welsh, Carson, Anderson & Stowe, the US\$4.1b acquisition of the Kindred at Home Division of Kindred Healthcare, as part of a consortium with TPG Capital and Welsh, Carson, Anderson & Stowe in its acquisition of Curo Health Services for approximately US\$1.4b, and its acquisition of Family Physicians Group;
- Tradeweb Markets in its up-C IPO;
- Jacobs Engineering Group Inc. in its US\$3.3 billion sale of its Energy, Chemicals, and Resources (ECR) segment to WorleyParsons Limited;
- ProQuest in Atairos' acquisition of an ownership position in the company;
- Aleris Corporation in its proposed US\$2.6b acquisition by Novelis; and
- Goldman Sachs Asset Management on numerous engagements.

Mr. Hoffmann received his JD, *magna cum laude*, from the University of Wisconsin Law School in 2012, his MA from Georgetown University in 2009, and his BA, *summa cum laude*, from the University of Wisconsin - Oshkosh in 2008. He is admitted to practice in the District of Columbia, New York and Wisconsin.

Mr. Hoffmann is recognized by *Chambers USA: America's Leading Lawyers for Business* as an "Associate to Watch" in Tax, where he is described by clients as having "*strong subject matter expertise and is a strong counselor in the area.*" According to *Chambers*, he is "a highly accomplished associate with experience advising transactional tax issues." Mr. Hoffmann is also recognized by *Legal 500* as a "Rising Star" in Tax: US Taxes: Non-Contentious.

ALAN S. KADEN is a tax partner resident in Fried Frank's Washington, DC office and co-chair of the Firm's Tax Department. He joined the Firm in 1981 and became a partner in 1987. Mr. Kaden is also a member of the Firm's Governance Committee and is the managing partner of the Washington, DC office.

Mr. Kaden has experience in all the principal areas of tax law, with particular emphasis on the structuring and negotiation of taxable and tax-free corporate acquisitions, reorganizations, spin-off transactions and dispositions of ongoing business enterprises, the structuring of investment funds, the development of partnership and other joint-venture arrangements for various business ventures and tax planning for financings and other capital formation transactions. He also has extensive tax litigation experience, the combination of which, with his transactional tax work, is a distinguishing element of his practice. Mr. Kaden works closely with various practice groups throughout the Firm and is a key member of the corporate transactional practice. Additionally, he acts as tax adviser to a number of major public and private corporations, investment bankers and other law firms. Clients whom he has represented include:

- Sinclair Broadcast Group in its acquisition of 21 regional sports networks from The Walt Disney Company and its attempted US\$6.6b acquisition of Tribune Media Company;
- Aleris Corporation in its proposed US\$2.6b acquisition by Novelis;
- Spirit MTA REIT in the sale of its US\$2.4b property portfolio to Hospitality Properties Trust;
- Nant Capital in its acquisition of *The Los Angeles Times*, *The San Diego Union-Tribune* and various titles in the California News Group from Tronc;
- Humana on numerous engagements including its attempted US\$37b merger with Aetna and, as part of a consortium with TPG Capital and Welsh, Carson, Anderson & Stowe, the US\$4.1b acquisition of the Kindred at Home Division of Kindred Healthcare; as part of a consortium with TPG Capital and Welsh, Carson, Anderson & Stowe in its acquisition of Curo Health Services for approximately US\$1.4b, and its acquisition of Family Physicians Group;
- Permira Funds on numerous engagements including its acquisition of Cisco's Service Provider Video Software Solutions (now called Synamedia), its US\$1.68b sale of Magento Commerce to Adobe, its US\$350m majority investment in WeddingWire, followed by WeddingWire's US\$933m acquisition of XO Group, Inc.;
- SPX Corporation in a tax-free spin-off of its Flow business into a new standalone, publicly traded company; and
- Cargill in the US\$24b split-off and disposition of its 64% stake in The Mosaic Company (for which he was recognized by *American Lawyer* as “Dealmaker of the Week” and *Law360* as a “MVP Lawyer of the Year”).

Mr. Kaden is consistently recognized by *Chambers Global: The World's Leading Lawyers for Business* and *Chambers USA: America's Leading Lawyers for Business* as a leading individual for Tax, where he is described as “*excellent*” and is held in high regard by peers and clients alike for his expertise in tax questions arising during transactions. He is “*very responsive, very knowledgeable and creative with good practical business sense,*” according to sources, who also highlight his superb “*drafting and negotiation*” skills. He is also recognized by *Legal 500* as a leading lawyer in Tax: US Taxes: Non-Contentious and is consistently recognized in M&A/Corporate and Commercial: Private Equity Buyouts. He was selected as a “Leading Lawyer” in tax law by the *Legal Times* of Washington and among “Washington's Best Lawyers” by *Washingtonian* magazine, and was nominated as a “Top Washington Lawyer” in tax law by the *Washington Business Journal*.

Mr. Kaden received his JD from Columbia Law School in 1981, where he was a member of the *Law Review*. He received his BS, *magna cum laude*, from the University of Pennsylvania in 1978. He is admitted to the bar in the District of Columbia and New York.

MICHELE A.W. MCKINNON is a Partner in the Richmond, Virginia office of McGuireWoods LLP and is a member of its Private Wealth Services Group and head of its Nonprofit and Tax-Exempt Organizations group. With over 30 years of experience, she represents many public charities, major colleges and universities, supporting organizations, private foundations, and

charitable trusts in all aspects of compliance with the federal tax laws, as well as with governance, endowment, and investment matters. Her work also includes planned giving, estate planning, and estate and trust administration.

She is a Fellow in the American College of Trusts and Estates Counsel and previously served as its Virginia State Chair and is the current Chair of its Charitable Planning and Exempt Organizations Committee. She was named a "Notable Practitioner," Private Wealth Law, Band 1, District of Columbia and Nationwide, 2016, 2017; Band 2, Virginia, 2018, *Chambers HNW Guide*, named "Lawyer of the Year," Trusts and Estates, *The Best Lawyers in America*, 2018; named a "Divorce, Trusts and Estates Trailblazer," *The National Law Journal*, 2017; selected for inclusion in *America's Leading Lawyers for Business*, Wealth Management: Eastern Region, Nationwide, *Chambers USA*, 2013-2016; and selected for inclusion in *The Best Lawyers in America*, Non-Profit/Charities Law, Trusts and Estates, Woodward/White, Inc., 2007-2019.

She lectures and writes regularly including presentations for Heckerling Institute on Estate Planning, ACTEC, ALI-ABA, and Virginia CLE.

Ms. McKinnon received her B.A. degree from the University of Virginia (1982), her J.D. degree, *magna cum laude*, from the University of Richmond (1985), and her LL.M. in taxation from the College of William and Mary (1992).

JON G. NEAL advises businesses and their owners on a broad range of corporate, partnership and international tax planning and transactional matters, including cross-border mergers, joint ventures, acquisitions, divestitures, restructurings and financings. Jon also regularly advises clients on structuring investments that produce federal and state tax benefits, with an emphasis on transactions involving new markets tax credits, energy tax credits and historic tax credits.

BRIAN J. O'CONNOR co-chairs the Tax and Wealth Planning Group for the national law firm of Venable and practices in its Baltimore, MD, Washington, DC and Tysons Corner, VA offices. In addition to his role of managing the Tax and Wealth Planning Group, Mr. O'Connor provides sophisticated tax and business advice to publicly-traded and closely-held businesses and their owners. His practice focuses on foreign and domestic tax matters for partnerships, limited liability companies, joint ventures, both C and S corporations, real estate investment trusts ("REITs") and regulated investment companies ("RICs"). He is also regularly consulted by wealthy individuals and entrepreneurs on federal and state income tax matters and federal estate and gift tax issues.

Mr. O'Connor handles all types of tax matters for clients of all sizes. As a transactional tax attorney, he works on transactions ranging from small sales transactions to merger or acquisition transactions in the billions of dollars. Similarly, as a tax controversy attorney, he has represented both individual clients in small audit matters and publicly-traded corporate clients in tax disputes with amounts at issue in excess of one billion dollars. His clients often find his in-depth knowledge and broad experience very helpful in addressing both their everyday tax needs and their most difficult tax problems.

Mr. O'Connor is an adjunct professor in the graduate tax program at Georgetown University Law Center where he teaches an advanced course on partnership taxation and the preparation of partnership and limited liability company agreements. His course at Georgetown focuses heavily on the technical tax aspects of partnerships as well as the practical business and tax drafting considerations that arise in partnerships with special partners such as tax-exempt organizations, foreign investors and REITs.

Before joining Venable, Mr. O'Connor was an attorney-advisor for the Office of Chief Counsel for the Internal Revenue Service in Washington, DC where he worked on high profile legislative projects, regulations and other published guidance relating to partnerships, S corporations, trusts, common trust funds and cooperatives. His valuable experience and continuing connections with the government, when combined with his significant private practice experience, permit Mr. O'Connor to provide unique insights to his clients, both large and small, on important tax and business issues.

NINA E. OLSON is the Executive Director of the Center for Taxpayer Rights, a nonprofit that works to advance taxpayer rights in the United States and internationally. Among other initiatives, the Center organizes and convenes the International Conference on Taxpayer Rights, and operates the Low Income Taxpayer Clinic Support Center. From March 2001 to July 2019, Ms. Olson served as the National Taxpayer Advocate of the United States, an independent organization within the Internal Revenue Service with 1,600 to 2,100 employees and 79 offices across the US, dedicated to assisting taxpayers resolve their problems with the IRS and making administrative and legislative recommendations to mitigate those problems systemically. She has submitted 39 annual reports to Congress, and testified before congressional committees over 60 times. Before serving as the National Taxpayer Advocate, Ms. Olson founded and directed The Community Tax Law Project, the first independent Low Income Taxpayer Clinic in the US. She also maintained a private legal practice, representing taxpayers in disputes with the IRS.

Ms. Olson has received many awards and recognitions, including the American Bar Association Section of Taxation's Distinguished Service Award for Lifetime Service, Pro Bono Award, and Jules Ritholz Memorial Merit Award for Outstanding Dedication, Achievement, and Integrity in the Field of Civil and Criminal Tax Controversies; the Tax Foundation's Public Sector Distinguished Service Award; and Pro Bono Awards from the Virginia State Bar, the Virginia Bar Association, and the City of Richmond Bar Association. In 2016 she was recognized by Tax Analysts as one of the Top 10 Outstanding Women in Tax (internationally).

Ms. Olson is a member of the Virginia and North Carolina state bars. She is a fellow of the American College of Tax Counsel (ACTC), a senior fellow of the Administrative Conference of the United States (ACUS), and a member of the supervisory board of the International Bureau of Fiscal Documentation (IBFD) Observatory of Taxpayer Rights. Nina received her LLM in Taxation from Georgetown University Law Center, her JD from North Carolina Central University School of Law, and her AB (in fine arts) from Bryn Mawr College.

STEPHEN L. OWEN practices in the Washington, D.C., and Baltimore, Maryland offices of DLA Piper LLP (US). He practices primarily in the areas of mergers and acquisitions, joint ventures, business transactions, corporate and partnership tax planning, real estate tax planning, and business and estate planning for closely-held enterprises and their owners. Mr. Owen represents a variety of publicly-traded corporations and REITs, as well as many successful privately-owned businesses and entrepreneurs.

Mr. Owen has written on a variety of tax and business topics, including extensive works on corporate, partnership and real estate taxation, and estate planning in various professional journals. He is a member of the editorial boards of *The Journal of Real Estate Taxation* and *The Journal of Pass-Through Entities*. He is a frequent speaker on tax and business topics at nationally recognized programs including The N.Y.U. Institute on Federal Taxation, The Southern Federal Tax Institute, N.Y.U. Real Estate Tax Institute, The Federal Real Estate Tax Conference, The New Jersey Tax Institute, The North Carolina Tax Institute, The Tennessee Tax Institute, The Kentucky Tax Institute, The National Association of Real Estate Companies Tax Conference, The William & Mary Tax Conference, The AICPA Federal Real Estate Tax Conference, The AICPA National Real Estate Tax Conference, PLI Tax Planning for Domestic and Foreign Partnerships, The Texas Tax Institute and various ALI-ABA national tax programs.

Mr. Owen is a past Chair of the Partnerships and LLCs Committee of the ABA Section of Taxation and is a past Chair of the Section of Taxation of the Maryland State Bar Association. He also served as Chair of the DLA Piper Tax Practice Group from 1998 to 2008. Mr. Owen is listed in *The Best Lawyers in America* in the categories of tax law, trusts and estates law and corporate law, and *Chambers USA: America's Leading Lawyers for Business* (D.C.). He was recognized by The Washington Business Journal as one of its "2009 Top Washington Lawyers." He is also a Fellow of The American College of Tax Counsel and is an active member of Real Estate Roundtable and NAREIT. Mr. Owen was recently appointed to the William & Mary Tax Conference Advisory Council.

THOMAS P. ROHMAN represents and advises private businesses and their owners on matters relating to acquisitions, sales, joint ventures, recapitalizations and reorganizations, federal and state income tax controversies, and general tax and business planning.

He devotes a substantial portion of his practice to complicated corporate and partnership tax matters relating to mergers, acquisitions, investments, real estate and strategic alliances, as well as federal and state tax issues and practical solutions related to transactions and restructurings involving corporations, partnerships, and limited liability companies.

Mr. Rohman is co-author of a national treatise on the federal taxation of S corporations published by Thomson West, and he is nationally recognized for his extensive experience with S corporations. He is a retired adjunct professor at the T. C. Williams School of Law at the University of Richmond, where for 30 years he taught courses on the taxation of partnerships and limited liability companies and the taxation of corporations. He is also a member of the Advisory Committee of each of The University of Virginia

Conference on Federal Taxation and The College of William & Mary Tax Conference. He has lectured at numerous seminars on matters related to corporations, partnerships, limited liability companies, and business transactions generally.

Mr. Rohman is a fellow of the American College of Tax Counsel. He is a certified public accountant and a member of the American Institute of Certified Public Accountants and the Virginia Society of Certified Public Accountants. He is AV Preeminent rated on Martindale-Hubbell, and has been named among *The Best Lawyers in American Tax Law*.

ROBERT D. SCHACHAT is a consultant to Realty Exchange Corporation in northern Virginia and other clients. Prior to his retirement as a principal and consultant to Ernst & Young LLP on June 30, 2019, he consulted with clients in all federal income tax aspects of real estate, including REIT, partnership, limited liability company and S corporation formations, acquisitions, like-kind exchanges, development, leases, financings, workouts, dispositions and liquidations. Mr. Schachat's experience also includes extensive involvement in the negotiation and drafting of all types of partnership agreements, LLC operating agreements and corporate shareholder agreements. He has also advised clients on a regular basis in monitoring federal legislative and regulatory activity in the real estate area.

Mr. Schachat joined Ernst & Young LLP in 1996, retired as a principal on June 30, 2017 and retired as a consultant with EY on June 30, 2019. From 1984 until 1996, he was a partner in a Manhattan law firm practicing in the taxation of real estate. Mr. Schachat has published many articles and lectures frequently at many real estate industry and tax conferences. He is also a member of the Advisory Board of *Journal of Passthrough Entities*, the Board of Contributing Editors and Advisors of *Real Estate Taxation* and the Tax Management Advisory Board for *Corporate Tax and Business Planning*. Mr. Schachat is co-author with Jim Lowy of the CCH treatise, *Taxation of REITs and UPREITs*. He has served as Chair of the Real Estate Committee of the ABA Section of Taxation, Vice Chair of the Tax Policy Advisory Committee of the Real Estate Roundtable and Co-chair of the Cost Recovery Committee and as a member of the Executive Committee of the NYSBA Tax Section, and continues to serve as a member of the Government Relations and Real Estate Committees of the ABA Section of Taxation.

Mr. Schachat has an S.B., Phi Beta Kappa, in Mathematics from Massachusetts Institute of Technology, a J.D. from Columbia University Law School, and an LL.M. (in Taxation) from New York University School of Law.

STEVEN R. SCHNEIDER is a partner in Baker & McKenzie's Washington, DC office, where he focuses on tax. He started his career as a lawyer in the IRS' national office and has had many years of national-level law firm and Big-4 accounting firm experience. Mr. Schneider also previously chaired the ABA Partnership Tax Committee. He has been teaching an advanced tax course on drafting partnership and LLC agreements at Georgetown University Law Center since 2005 and has published numerous articles on tax for *Taxes: The Tax Magazine*, *Tax Notes*, *Bloomberg BNA* and *Journal of Taxation*, among many others.

Mr. Schneider is a nationally recognized tax lawyer who focuses his practice on transactional, controversy and tax policy matters. He has significant tax experience in partnerships, REITs, S corporations, real estate, private equity, energy and inbound real estate investment. He also has significant experience advising on a broad spectrum of real estate asset classes, including office, multifamily, retail and hospitality.

Mr. Schneider has represented large global real estate funds, developers and institutional investors in federal income tax matters relating to international and domestic real estate acquisitions, dispositions and restructurings; successfully represented clients in significant federal tax controversy matters, including IRS audits and appeals and regularly represents private equity funds in tax structuring, diligence and documentation.

Mr. Schneider received a B.S. *summa cum laude*, University of Missouri at Columbia; a J.D. Order of the Coif, Washington University School of Law and an LL.M.

STEPHEN M. SHARKEY's practice concentrates on the federal and state tax aspects of business transactions and investments.

Mr. Sharkey regularly represents clients in structuring and negotiating the acquisition and disposition of real estate and other investments, with a particular emphasis on both the tax and non-tax aspects of real estate joint venture and financing transactions. He is developing expertise and representing clients in connection with "Opportunity Zones," a new benefit created by the 2017 amendments to the Internal Revenue Code.

Mr. Sharkey's practice includes structuring and negotiating complex partnership and joint venture arrangements; advising clients in evaluating and implementing sale-leaseback transactions of commercial real estate properties (including credit-tenant-lease financing arrangements); assisting clients with structuring like-kind exchange transactions; organizing special purpose entities for securitized financing transactions; and generally advising clients on federal and state tax aspects of real estate projects.

Mr. Sharkey also has significant experience in assisting clients with sophisticated private equity and investment transactions, including the business and tax aspects of private investment partnerships.

In 2008, Mr. Sharkey was named a Maryland Super Lawyer. He received a B.A., St. John's College, 1979 and a J.D., University of Virginia, 1987.

JAMES B. SOWELL is a former chairman of the Real Estate Committee of the American Bar Association (Tax Section) and a former vice chairman of the Tax Policy Advisory Committee of the Real Estate Roundtable. He is a member of the National Association of Real Estate Investment Trusts, where he is an active participant on the Government Relations Committee. Mr. Sowell also is on the Board of Trustees for the Southern Federal Tax Institute, where he formerly served as President.

Mr. Sowell has written articles for various publications and speaks at numerous conferences. Before joining KPMG, Mr. Sowell was with the national tax offices of other major accounting firms.

Prior to that time, Mr. Sowell was with the U.S. Department of Treasury (Office of Tax Policy) where he served first as an attorney advisor and then as an associate tax legislative counsel. While at the Treasury Department, Mr. Sowell was primarily responsible for administrative guidance and legislation involving partnerships, real estate investment trusts, like-kind exchanges, and other issues. The many matters that Mr. Sowell was involved in while at Treasury included the regulations relating to partnership mergers and divisions, the partnership basis adjustment regulations, the regulations relating to amortization of intangible property, and the legislation relating to taxable REIT subsidiaries.

Prior to the Treasury Department, Mr. Sowell was an associate at King & Spalding LLP in Atlanta, Georgia.

Mr. Sowell was chief tax editor of the Florida Law Review and was a graduate editor of New York University's Tax Law Review. Mr. Sowell received an LL.M. in taxation from New York University in 1991, a law degree, with high honors, from the University of Florida in 1990, and his bachelors in business administration, with high honors, from the University of Florida in 1986.

STEVEN N.J. WLODYCHAK is a principal in Ernst & Young LLP's Indirect (State and Local) Tax practice in Washington, DC. Mr. Wlodychak is a member of its National Tax Department, is a leader of its state and local transactions practice and serves as the state and local director of EY's Americas Tax Policy. He specializes in the state and local tax aspects of business transactions including not only advising on the state and local income tax consequences of transactions but also the effects of other indirect taxes, such as sales and use, property and employment taxes on business combinations.

He has assisted in the structuring and due diligence investigations of numerous transactions both for private equity and strategic investors and has addressed state and local tax considerations in all 50 states and on well over 900 different transactions.

Mr. Wlodychak previously served in EY's Los Angeles and New York offices, was a state and local tax attorney for one of America's largest insurance companies and an associate attorney with a major regional law firm and worked in state government in New Jersey, including for the Governor of the state. He has published extensively on various aspects of state and local taxation, serving as co-author with Bruce Ely, Esq. of Bloomberg Tax's *Pass-through Entity Tax Navigator*, an electronically based resource that provides coverage of the state taxation of partnerships, S corporations and other pass-through entities. In 2017, Steve and Bruce were honored by being named "authors of the year" by Bloomberg Tax for their efforts.

A frequent speaker, Mr. Wlodychak hosts EY's popular quarterly State and Local Tax webcasts and has led seminars on state and local tax matters throughout the US on a

wide range of state and local tax topics. He has also been a guest lecturer on state taxation at the LL.M. in taxation programs at Georgetown University's School of Law in Washington, DC as well as other institutions around the US. In June 2018, Mr. Wlodychak was honored with EY's first Lifetime Achievement Award for his education efforts for its tax professionals.

Mr. Wlodychak received a B.S.F.S. degree (cum laude) from Georgetown University's School of Foreign Service, a J.D. (cum laude) from Seton Hall University's School of Law (where he was an associate editor of the law review), and an LL.M. (Taxation) from New York University. Mr. Wlodychak is a member of the ABA, the New York Bar Association, the District of Columbia Bar and the New Jersey Bar.

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