



Business Formation and Transactions

Primary Contact

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Attorneys

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Expertise

Montgomery & Andrews' business attorneys assist our clients in the formation and organization of all types of business organizations. Beyond formation, we provide comprehensive general counsel to foster the growth and success of our clients. We provide general and specific counsel in business, commercial and financial transactions, taxation and have extensive experience in commercial transactions, government contracts, healthcare and regulatory matters. In response to the complexity of today's business environment, our business attorneys rely on the firm's knowledgeable regulatory and commercial litigation practitioners and collaborate with professionals from other disciplines to provide our clients with comprehensive, cost-effective services.

Our clients include financial institutions and companies in various industries, including real estate development, engineering, telecommunications, healthcare delivery, manufacturing, financial services, hospitality, electronics, , transportation, publishing, oil, gas and mineral exploration. The essential services we provide include:

- Choice of entity
- Entity formation and organization
- Policy drafting for employment and operations
- Guidance on employee discipline and termination
- Negotiation of executive compensation
- Advice to boards of directors regarding fiduciary duties, conflicts of interest and governance
- Contract review and negotiation, including purchase and sale transactions
- Non-securities opinion letters
- Risk management and allocation

Nonprofit formation

The Internal Revenue Code § 501(c) exempts an organization from federal taxation if it is organized and operated for a qualifying purpose. M&A attorneys advise founders on conforming their mission to IRC requirements, securing tax-exempt status and organizing as the proper entity. Our clients range from small nonprofits to well-endowed entities engaging in cutting-edge "venture philanthropy."

Federal and state governments often hold tax-exempt organizations to higher standards and apply more extensive scrutiny than they do for many commercial enterprises. commercial law and litigation attorneys assist nonprofit clients in navigating the maze of regulations governing tax exemption and charitable solicitations. We help clients develop and implement best practice policies that attract donors and safeguard the client's tax-exempt status. M&A's representative services include:

- Preparing organizational policies regarding employment, information disclosure and retention, conflicts of interest, whistleblower processes, and other operational matters
- Contract review and negotiation
- Advising boards of directors about their fiduciary duties and governance issues
- Representing charities in investigations by attorneys general
- Advising charities on issues relating to private inurement and private benefit