



SOUTHPORT HARBOR

Dear Clients & Friends,

We have prepared this annual update to inform you about developments in the law that may be important to your business and your family, and to share firm news – big and small.

We kick off 2016 with the addition of a new principal, the elevation of an associate to counsel and the two-year anniversary of our New York office. Inside this issue, we cover topics ranging from the growing focus of long-term care needs in estate planning to Connecticut's new legal requirements for businesses victimized by security breaches. Finally, we share a significant number of firm initiatives and accomplishments that have transpired over the past year.

We hope the information reflects the unique and complementary experience and skills our attorneys bring to clients. We appreciate your business and remain committed to delivering insightful, practical and tailored work product in a responsive and efficient manner.

Best Regards,

Brody Wilkinson PC

## The Growing Focus Of Long-Term Care Needs In Estate Planning

### **PART OF COMPREHENSIVE ESTATE PLANNING**

includes planning for care during one's advanced years. How one wants to live; where one wants to live; and how one will pay for care is critical information to be built into an estate plan. More than 60% of people over 65 years of age will require nursing home or in-home care as they age. The cost of that care in Connecticut and New York can easily exceed \$10,000 per month. With statistics as compelling as these and rising health care costs, long-term care has become an important topic and priority. Careful decision making and planning today can provide for comfort and stability tomorrow.

### **CARE OPTIONS**

**In-Home Care.** Many clients wish to receive care in their homes and require varied degrees of assistance. There is often an expectation that their children or other family members will provide that care. Sometimes, however, the amount of care needed is more than family members can provide. Additionally, safety at home is also a significant consideration. For example, Alzheimer's and dementia patients frequently require 24-hour monitoring. This level of care may be best provided in a facility with a memory care unit. In-home care support through agencies is readily available today. Current costs range from \$22 to \$27 per hour depending upon the level of care required.

**Assisted Living.** Others prefer the idea of assisted living rather than in-home care because of the many benefits this type of arrangement provides. Facilities offer a range of social activities; a chance to develop and maintain friendships; mental stimulation; and medical services. Many facilities offer different levels of care for residents that can be provided as their needs change. Costs for assisted living vary depending on needs and services provided.

## **PAYMENT OPTIONS**

**Self Pay.** Many clients opt to self-insure through savings or investments. If they are part of the 40% who never require assistance, they will still have the saved funds to pass along to their children or spend on a great vacation!

**Medicaid.** Medicaid may be available for seniors without other financial resources who require long-term care in a nursing home. To be eligible for Medicaid, the applicant can only have the following resources: (a) no more than \$1,600 in assets; (b) a pre-paid burial plan (up to \$5,400 if irrevocable); (c) a burial plot, casket and headstone; (d) life insurance with a face value of no more than \$1,500; and (e) personal effects. (If the applicant is married, the community spouse may be able to retain up to \$119,220 and the house is not counted as long as the spouse is living there.) Planning for eventual Medicaid qualification is a must. The process typically requires a 5-year planning window, often involves significant gifting to “spend down” assets, and may have adverse tax consequences depending on different factors.

**Long-Term Care Insurance.** Not everyone who needs long-term care may be eligible for Medicaid. Additionally, Medicaid may not cover the type of care needed to stay in one’s home, and generally does not cover assisted-living facilities, only skilled nursing facilities. An alternative to private pay for care is coverage under a long-term care insurance policy. There have been a number of changes in the long-term care insurance industry over the last decade, resulting in public skepticism. In response, the industry is now offering products which have set premiums and a death benefit if care benefits are not used.

## **LONG-TERM CARE INSURANCE POLICY CONSIDERATIONS**

Like other types of insurance products, long-term care insurance is an investment now towards future care needs. It does not replace medical insurance, but rather provides funds to assist with in-home care, assisted living or skilled nursing expenses.

Clients need to review the terms of a long-term care insurance policy carefully when deciding whether to purchase one and what type of coverage to buy. The following factors should be considered:

- What does the policy cover? A good policy will cover nursing home, assisted living and in-home care. While most policies now cover all three options, coverage amounts may vary.
- Does the policy have an inflation rider? The amount of coverage needed based on today’s cost of care is likely to increase over the next 5, 10 or 15 years. A comprehensive policy will offer inflation protection, sometimes for an additional cost.
- Does the policy have an elimination period? An elimination period is the length of time during which one will have to cover his or her costs before coverage under the policy begins. Typically, this is 90 – 150 days.
- Is the insurance company a quality provider? Companies providing long-term care insurance policies have changed substantially in recent years. Some companies that used to offer policies no longer do so. Clients should choose an insurance company that is highly rated and regarded.
- Finally, what overall coverage is needed? Each policy will have a daily benefit amount, which is the amount of coverage the policy will pay each day for care. Each policy is also likely to have a lifetime maximum. Clients must decide these amounts based on anticipated coverage needs. It is helpful to research what the average cost is today to receive care in a skilled nursing facility, assisted-living facility and at home with home health aide support.

*For more information, please contact Heather J. Lange (hlange@brodywilk.com) or Jennifer A. Basciano (jbasciano@brodywilk.com).*

# Tips For Working With Independent Contractors

## IT IS OFTEN ECONOMICALLY ADVANTAGEOUS

for businesses to utilize independent contractors rather than hiring additional employees. However, in doing so, businesses must be extremely careful not to run afoul of state and federal laws governing the classification of workers. Understanding some basic legal concepts underlying the classification of employees and independent contractors will help businesses avoid larger problems.

According to Connecticut's Joint Enforcement Commission on Employee Misclassification, misclassification occurs when an employer incorrectly defines a worker as an independent contractor instead of an employee. Although the factors used to determine a worker's status are numerous and can vary among state and federal agencies, the Connecticut Department of Labor uses the "ABC Test." Under the ABC Test, a worker must meet all three of the following criteria to be considered an independent contractor:

- A.** The worker must be free from direction and control in the performance of the services;
- B.** The services must be performed outside the employer's usual course of business or outside the employer's place of business; and
- C.** The individual must be customarily engaged in an independently established trade, occupation, profession or business of the same nature performed.

If a business has a good faith belief that its workers are independent contractors, and not employees, the following steps can be taken to minimize legal exposure:

**Put It In Writing.** Each independent contractor should sign a written agreement detailing, among other things, that the worker is an independent contractor and not an employee. Although a written agreement does not establish a worker's status on its own, it is an important piece of the puzzle.

**Do Not Set Work Hours Or Micromanage.** A true independent contractor may set his or her own work hours and is only responsible for delivering the agreed upon work product to the business. The method of doing so is up to the independent contractor.

**Do Not Provide Company Equipment.** The contractor should use his or her own equipment and tools, not those of the company, to perform the services. In addition, the contractor should not have his or her own workspace at the company or a company e-mail address.

**Require Contractors To Establish A Business Entity.** An independent contractor must be treated like a separate legal entity. Having a legal entity for the independent contractor's business, such as a limited liability company (LLC) is beneficial. The independent contractor should also have other indicia for that separate business entity – such as business cards, a business license, business insurance, letterhead stationary and invoices with the business name and/or logo. The independent contractor should also have other clients.

**Do Not Provide Employee Benefits.** Only actual employees should be offered benefits.

This is merely a partial list of the steps that can be taken to help ensure that workers are treated as independent contractors under the law. Due to the State's emphasis on worker misclassification, businesses are encouraged to assess their own compliance with these laws and take proactive steps to avoid potential legal issues.

*For more information, please contact Daniel B. Fitzgerald ([dfitzgerald@brodywilk.com](mailto:dfitzgerald@brodywilk.com)).*

## State Budget Cuts Lead To Increased Probate Fees

### THE CONNECTICUT GENERAL ASSEMBLY

recently enacted legislation increasing probate court fees for the estates of certain decedents. The increase was driven by the State's decision to decrease funding to the probate courts over the next two years, as a means to mitigate the budget cut. These new fees apply to the estates of decedents who die on or after January 1, 2015. As a result of this recent change, Connecticut now has the highest probate court fees in the country.

There is a common misconception that Connecticut probate fees can be avoided if a decedent did not

have an interest in any assets that would be subject to probate at the time of death. Unfortunately, that was not the case in the past and is still not true today. Probate fees will continue to be calculated based on the gross taxable estate. This means that probate fees will be imposed regardless of whether any assets are included in the probate estate.

Similar to the previous probate fee structure, the new probate court fees are based on the percentage of assets reported on the Connecticut Estate Tax return that is required by law to be filed for all Connecticut decedents (even if there are no probate assets). The fee structure for estates less than \$2,000,000 has not changed. Decedents with gross estates in excess of \$2,000,000, however, will be affected in two ways: (1) the rate of the fee increased from 0.25% to 0.5%, and (2) there is no longer a \$12,500 cap on probate fees. The chart below highlights the differences between the old probate fee schedule and the new probate fee schedule:

Basis For Computation Of Probate Fee:	Probate Fee For Decedents Dying...	
	Before 1/1/15 (OLD)	1/1/15 or After (NEW)
\$500,000	\$1,865	\$1,865
\$1,000,000	\$3,115	\$3,115
\$2,000,000	\$5,615	\$5,615
\$3,000,000	\$8,115	\$10,615
\$5,000,000	\$12,500	\$20,615
\$7,500,000	\$12,500	\$33,115
\$10,000,000	\$12,500	\$45,615

Not surprisingly, this legislative change has been met with controversy and we suspect there will be an effort to address it this year. For the time being, however, these fee increases will apply to the estates of all Connecticut residents and non-residents with real or tangible personal property within Connecticut.

*For more information, please contact Alyssa V. Sherriff (asherriff@brodywilk.com).*

## Connecticut's New Legal Requirements For Businesses Victimized By Security Breaches

**EFFECTIVE OCTOBER 1, 2015,** Connecticut's security breach notification statute was amended to increase the legal obligations of any business that sustains a security breach. The statute defines a breach of security as any "unauthorized access to or unauthorized acquisition of" electronic files or other data containing personal information if the information is not encrypted or otherwise secured so that it is unreadable or unusable. Personal information includes a person's first name or first initial and last name combined with his or her social security number, driver's license number or information permitting access to the person's financial accounts.

The amended law requires businesses to provide notice of any security breach to each Connecticut resident whose personal information was breached or is reasonably believed to have been breached within ninety (90) days after discovery of the breach. Businesses must provide each resident, at no cost, with appropriate identity theft prevention services and, if the resident's personal information was stolen, identity theft mitigation services for a period of at least twelve (12) months. They must also provide each resident with the information necessary to enroll in the identity theft prevention and (if applicable) mitigation services as well as information on how the resident can place a credit freeze on his or her credit file. A violation of the new and existing requirements of General Statutes Section 36a-701b can be enforced by Connecticut's Attorney General. Penalties for violation may include restitution, civil penalties and punitive damages.

Currently, there is no federal security breach notification statute. However, a recent federal court ruling upheld the authority of the Federal Trade Commission (FTC) to regulate businesses' data security practices. In *FTC v. Wyndham Worldwide Corp.*, the Third Circuit Court of Appeals determined that the FTC has the authority under Section 5 of the Federal Trade Commission Act ("FTC Act") to bring unfair and deceptive trade practices claims against companies whose data



security practices unreasonably and unnecessarily expose consumers' personal data to security breach risks. The FTC can seek injunctive orders and civil penalties against businesses for violating the FTC Act. As a result, a business that sustains a security breach may be subject to an enforcement action by the FTC.

If a Connecticut business discovers that any of the personal information it maintains has been or may have been affected by a security breach, it should immediately contact an attorney experienced in data security issues for advice on complying with Connecticut's security breach notification statute, the laws of any other states whose residents' personal information may have been compromised, and any applicable federal statutes. The best way for a business to avoid the significant legal obligations and consequences of a security breach is to enact reasonable data security policies and safeguards to minimize its risks. A business should also consider obtaining cyber insurance or other appropriate insurance to cover its potential liabilities.

*For more information, please contact Mark W. Klein (mklein@brodywilk.com).*

## Asset Protection: What Is It Good For?

**ASSET PROTECTION** is a broadly used term that refers to a wide range of legal devices or techniques that may be used to shield one's assets from either direct or third party liabilities. The street use of the term typically refers to protection of an individual's assets, although it may apply to protection of an entity's assets as well. Asset protection structures may be as simple as transferring business assets to an entity, implementing an estate planning technique, or negotiating exculpatory language into a contract such as a purchase and sale agreement or other business arrangement.

In a commercial loan or lease, asset protection concerns frequently arise in the context of a personal guaranty required by a lender or landlord. In this scenario, the negotiation of a limited form of guaranty can help to curb the individual's or entity's liability. In business transactions involving indemnities from other contract parties, those indemnities may be secured

with meaningful collateral or set-off rights against current obligations owed. Depending on the situation, structures may be more complex. In the commercial context, this may include separating business assets of an operating entity to affiliate entities in order to isolate liabilities, or creating parent or subsidiary companies. In each case involving the transfer or separation of business operating assets, there must be a legitimate business reason for the particular structure selected, and creditors' rights must be considered.

Often, an interdisciplinary approach is needed in order to structure the asset protection vehicle properly. For example, if less than fair market value is given for a transfer of assets, then there must be an evaluation of whether any gift tax may be due, or if the transfer violates the rights of any creditors, or if the transfer otherwise runs afoul of the fraudulent conveyance laws. With respect to an individual, asset protection planning also requires a knowledge of the state and federal statutory exemptions that may be relevant in either a federal bankruptcy filing or an out-of-court insolvency proceeding. With respect to both individuals and entities, asset protection requires an understanding of creditors' rights and liabilities under the bankruptcy code, including what payments may be deemed to be preferential transfers and thus recovered by a bankruptcy trustee.

*For more information, please contact Seth L. Cooper (slcooper@brodywilk.com).*

## The Skinny On 2015 New York State Tax Law Changes

**NEW YORK STATE TAX LAWS** are never static and 2015 did not prove otherwise. The following is a reader's digest of the more significant changes for Brody Wilkinson's New York- and certain Connecticut-based clients to mind.

**Economic Nexus.** Commencing in 2015, a non-New York corporation is subject to the New York corporate franchise tax if it has at least \$1,000,000 in New York receipts, regardless of whether the non-New York corporation does business, employs capital, or owns or leases property in New York. The New York State

Department of Taxation and Finance has proposed regulations that will apply this economic nexus test expansively to corporate general partners and members of limited liability companies. In the case of a non-New York partnership with at least \$1,000,000 in New York receipts, a corporate general partner will be subject to the New York corporate franchise tax even if its share of the partnership's receipts is less than \$1,000,000. In the case of a non-New York limited liability company with at least \$1,000,000 in New York receipts, all corporate members of the LLC will be subject to the New York corporate franchise tax regardless of their respective ownership percentages. These proposed regulations have not yet been finalized.

**Sales Tax "Delivery Rules."** The New York State sales tax is a "destination tax." A sale is subject to sales tax when the property or service is received by the purchaser in New York. The New York Department of Taxation and Finance has clarified the rules on where property or services are delivered to a purchaser for purposes of the sales tax. For sales of tangible personal property, such as works of art, delivery to the purchaser occurs where there is transfer of possession of the item to the purchaser, not where legal title passes to the purchaser. If the item is delivered to a private carrier hired by the purchaser, the location of that delivery to the private carrier will determine if New York State sales tax applies. For example, suppose a New York resident purchases a painting at a California art gallery and hires a private carrier to pick up the painting and transport it to his New York house. Since the transfer of possession to the private carrier occurs in California, the sale is not subject to New York State sales tax. In contrast, if the painting is picked up in California and delivered in New York by a common carrier, such as Federal Express or United Parcel Service, the point of delivery will be where the common carrier delivers the painting, resulting in the imposition of the New York State sales tax. New York purchasers should keep in mind that even if the sales tax is avoided by hiring a private carrier, New York State use tax will be due when the purchased item is delivered in New York.

**Sales Tax Liability Of LLC Members.** New York law provides that a member of a limited liability company is generally not personally responsible for the LLC's liabilities. At the same time, New York tax law imposes on LLC members personal liability for sales taxes unpaid by the LLC. The New York State Tax Appeals Tribunal has held that the sales tax law supersedes the general liability shield. As a result, LLC members are personally liable for the LLC's unpaid sale taxes. The New York State Department of Taxation and Finance has tried to mitigate the adverse effect of this result by providing that LLC members who hold less than a 50% interest in the LLC will be liable for only their proportionate share of unpaid sales taxes.

**Disregarded Entities And Estate Tax.** New York imposes its estate tax on non-residents who own real estate and tangible property in New York. In contrast, non-residents are not subject to estate tax on intangible property, such as limited liability company interests. For New York income tax purposes, a limited liability company owned by a single member is disregarded, and the assets owned by such an LLC are treated as owned by the LLC's owner. The New York State Department of Taxation and Finance has held that for New York estate tax purposes, it will also disregard a single-member LLC owning New York real estate, and will impose the estate tax on the non-resident owner of the LLC. One strategy to address this issue is to elect to have the LLC treated as a corporation under check-the-box rules so that the corporate stock, which is intangible property, will not be subject to New York estate tax. If, however, the resulting corporation also elects to be an S corporation (in order to avoid corporate-level income tax), the corporation will have to demonstrate a business purpose or it will be disregarded by the New York State Department of Taxation and Finance.

*For more information, please contact Robert L. Teicher (rteicher@brodywilk.com).*

# Is It Time To Review Your Estate Plan?

**IT IS OUR RECOMMENDATION** that estate plans be reviewed every 3-5 years, but why? There are a host of compelling reasons why periodic review is important. When you created your plan, you discussed your family and financial situation with your Brody Wilkinson attorney. You selected someone to serve as your executor, someone to act as trustee caring for your loved ones' finances, and someone to raise your minor children. In short, your plan was representative of how life looked at the time the plan was created.

Since life is dynamic, we encourage clients to review the plan summary and flowchart of their estate planning documents every 3-5 years and ask the following questions:

- Has your relationship with the people named as executor, trustee and guardian changed? Are they still the people you would want to care for your estate and your family?
- Has your financial situation changed since you signed the documents? Have you inherited money from a family member? Re-entered the workforce? Retired? Purchased a second home?
- Have your children's lives changed? Have they gotten married or had children? Are you concerned about the possibility of divorce? Are they in a high-risk career with possibility of litigation? Can your plan help protect your child?
- Have the state or federal tax laws changed?

If the answer to any of the above is "yes," now is the right time to review your plan. *For more information, please contact Heather J. Lange (hlange@brodywilk.com).*

## Representative Matters

### **BRODY WILKINSON'S BUSINESS GROUP**

represented the principals of a Connecticut wholesale and retail food products business in connection with a multi-state merger, in which the principals retained control of the combined business. The merger required strategic structuring for asset protection purposes. The transaction also involved the issuance of equity and convertible notes to new investors in, as well as an employment agreement for the key principal of, the merged business. **Justin L. Galletti, James E. Rice** and **Mark W. Klein** worked on this matter.

### **BRODY WILKINSON'S REAL ESTATE GROUP**

represented a syndicate of private lenders in connection with subordinate financing for a condominium development in which the lender received, as additional consideration for making the loan, an equity interest in the developer. The transaction required the negotiation of an inter-creditor agreement with the primary lender, as well as the preparation and negotiation of the governing documents of the developer. **Thomas J. Walsh, Jr., James E. Rice** and **Justin L. Galletti** worked on this matter.

### **BRODY WILKINSON'S DISPUTE RESOLUTION GROUP**

defended a probate appeal in superior court representing a fiduciary who successfully negotiated a global settlement with multiple creditors to resolve a 13-year estate administration involving numerous lawsuits. **Douglas R. Brown** worked on this matter.

### **BRODY WILKINSON'S TRUSTS & ESTATES GROUP**

frequently represents clients in updating their estate plans to reflect increased estate tax exemptions, changes in their estate planning goals, and other circumstances that render trusts that were created in the past ineffective. Recently, the Group represented a client who had established an irrevocable trust years ago containing a highly appreciating and income-generating asset. A variety of techniques, including decanting, discretionary distributions, and sales between trusts, were analyzed to arrive at the most tax advantageous and low-risk solution. The result was the transfer of the asset to a new trust which satisfied the client's current goals for the family. **Ronald B. Noren** and **Heather J. Lange** worked on this matter.

**BRODY WILKINSON'S BUSINESS GROUP**

represented a Connecticut holding company and its affiliates in the acquisition of an out-of-state distribution company. Due to the highly competitive nature of the industry, the principals wished to keep the acquisition confidential. The Business Group utilized a Delaware single-member limited liability company to acquire the assets of the distribution company thereby assuring anonymity of the holding company, its principals and its affiliates. **William J. Britt, James E. Rice** and **Mark W. Klein** worked on this matter.

Over the past year, **BRODY WILKINSON'S REAL ESTATE GROUP** has been involved in several commercial real estate development activities in Fairfield, including representation of a developer in connection with the purchase of a prominent building in downtown Fairfield for renovation and lease to a large medical group; representation of the owner in connection with the purchase, renovation and lease of a gourmet market; and representation of a business owner in connection with the lease of a new store. **Seth L. Cooper** and **Brian T. Silvestro** worked on these matters.

**BRODY WILKINSON'S DISPUTE RESOLUTION GROUP**

represented the agent for the Board of a charitable trust in probate court and superior court in modifying the terms of the governing trust instrument to allow a trust fund meant for the improvement and entertainment of the people of Bridgeport to function more efficiently and properly. **Douglas R. Brown** and **Heather J. Lange** worked on this matter.

## ACCOLADES & CREDITS

**BRODY WILKINSON** was named to the 2016 "Best Law Firms" list by *U.S. News & World Report* and *Best Lawyers*. The firm was also recognized with a Tier 1 ranking in the Metropolitan Stamford region in the area of Trusts and Estates. In addition, Brody Wilkinson principals **Peter T. Mott, Ronald B. Noren** and **James E. Rice** were selected again by their peers for inclusion in the 2016 edition of *The Best Lawyers in America*. Mr. Mott and Mr. Noren were recognized in the area of Trusts and Estates and Mr. Rice was recognized in the area of Energy Law. Firms included in the 2016

"Best Law Firms" list are recognized for professional excellence with persistently impressive ratings from clients and peers. Achieving a tiered ranking signals a unique combination of quality law practice and breadth of legal expertise. "Best Law Firms" rankings are based on a rigorous evaluation process that includes the collection of client and lawyer evaluations, peer review from leading attorneys in their field, and review of additional information provided by law firms as part of the formal submission process. *For more information on methodology, visit [bestlawfirms.usnews.com/methodology.aspx](http://bestlawfirms.usnews.com/methodology.aspx) and <http://www.bestlawyers.com/about/MethodologyCT.aspx>.*

**William J. Britt, Stephen J. Curley, Barbara S. Miller** and **Peter T. Mott** were named to the 2015 "Connecticut Super Lawyers" list. In addition, **Daniel B. Fitzgerald** and **Justin L. Galletti** were selected as "Connecticut Rising Stars." All seven attorneys were featured in a special supplement of the November 2015 issue of *Connecticut Magazine*. Based on a rigorous, multiphase peer-review process, Super Lawyers is a credible, comprehensive and diverse listing of attorneys in more than 70 practice areas. Super Lawyers listings are used as a resource guide to assist businesses and individuals in hiring legal counsel. Super Lawyers is published by *Law & Politics* as a special supplement in top newspapers and city and regional magazines across the country. The published list represents no more than 5% of the lawyers in the state. *For more information on the Super Lawyers selection process, visit [www.superlawyers.com/connecticut/selection\\_details.html](http://www.superlawyers.com/connecticut/selection_details.html).*

**Daniel B. Fitzgerald, Justin L. Galletti, Lisa F. Metz** and **Brian T. Silvestro** received "AV" ratings in 2015 by Martindale-Hubell® as a result of an extensive peer-review process. The Martindale-Hubell® Peer Review Ratings™ are an objective indicator of a lawyer's high ethical standards and professional ability, generated from peer evaluations. Brody Wilkinson, an "AV-rated" law firm, now has 15 "AV-rated" lawyers. **William J. Britt, Douglas R. Brown, Seth L. Cooper, Stephen J. Curley, Barbara S. Miller, Peter T. Mott, Ronald B. Noren, S. Giles Payne, Robert L. Teicher** and **Thomas J. Walsh, Jr.** are also AV-rated. *For more information about peer ratings, visit [http://www.martindale.com/Products\\_and\\_Services/Peer\\_Review\\_Ratings.aspx](http://www.martindale.com/Products_and_Services/Peer_Review_Ratings.aspx).*



**Peter T. Mott** was appointed to serve on the Nominating Committee of the American College of Trust and Estate Counsel (ACTEC), the organization for which he also serves as state chair of Connecticut and chair of the Professional Responsibility Committee. In addition, Mr. Mott serves as a member of the ACTEC Foundation Board of Directors. ACTEC is a national organization of approximately 2,600 lawyers elected to membership by demonstrating the highest level of integrity, commitment to the profession, competence and experience as trust and estate counselors. Mr. Mott was also appointed to serve as chair of the Professional Advisors Counsel of Fairfield County's Community Foundation (FCCF).

**Ronald B. Noren** was elected to serve a one-year term as vice chairman of the Board of Directors of Bridgeport Hospital, where he also currently serves on the Professional and Quality Committee, Management Affairs Committee and Director Affairs Committee. He was appointed to the Scholarship Committee of the Greater Bridgeport Bar Association. In addition, he was elected to serve as president of the Preston Mountain Club in Kent, Connecticut.

**Thomas J. Walsh, Jr.** was appointed chair of the Nominating Committee of the Fairfield Museum and History Center following his three-year term as chair of the Museum's Board of Directors. As chair of the 1400 plus-member American Bar Association's Middle Market and Small Business Committee, he worked on a number of important initiatives, including launching the Committee's Corporate Counsel Triage Education series, revitalizing the Committee's member newsletter, and interfacing with the Securities and Exchange Commission's Office of Small Business Policy. In addition, Mr. Walsh spoke at a Connecticut Bar Association Business Law Committee program on "Helping Your Clients Prepare For A Rainy Day: Best Crisis Management Practices."

**Douglas R. Brown** was appointed to the Nominating Committee of the Executive Committee of the Estates and Probate Section of the Connecticut Bar Association. He was also a featured presenter at a program for this Section on "Selected Issues In Fiduciary Litigation." On a national level, Mr. Brown served on the Probate and Fiduciary Litigation Committee of the American Bar Association's Real Property and Trusts and Estates Law Section and participated in the annual Spring symposium in Washington, D.C.

**James E. Rice** was elected to serve as a Board member of Fondazione Centesimus Annus Pro Pontifice, a layperson-led Vatican organization founded by Pope John Paul II for education and evangelization of Catholic social doctrine through business, professional and academic leaders. Mr. Rice, who has been an officer and director of the U.S. Chapter of this organization since 2003, traveled to Rome to attend his first Board meeting in November. The Board of the Fondazione is made up of directors from several different countries.

**Brian T. Silvestro** was appointed to serve as special counsel to the Greater Board of Fairfield Realtors. As a member of the Town of Fairfield's Economic Development Commission, he was also asked to participate in a strategic economic development planning effort in collaboration with the Connecticut Economic Resource Center to develop an economic vision for Fairfield. In addition, Mr. Silvestro was a volunteer reader at the 30th Annual School Volunteer Association's Read Aloud Day sponsored in part by the Greater Bridgeport Bar Association at Hallen School in Bridgeport.

**William J. Britt, Heather J. Lange, Lisa F. Metz** and **Ronald B. Noren** attended the 50th Annual Heckerling Institute on Estate Planning held in Orlando, Florida. The Heckerling Institute is the nation's leading conference for estate planners, including attorneys, trust officers, accountants, insurance advisors, and wealth management professionals. The conference provided seminars on the most current strategies and developments in tax and estate planning.

**Robert L. Teicher** attended the 2015 New York University Institute on Federal Taxation, the leading annual national conference for tax lawyers. The conference provides high-level updates, practical advice and in-depth analysis from leading experts in all areas of tax law. In addition, he was appointed to serve as president of West End Synagogue in New York City.

**Heather J. Lange** participated in a panel discussion held at the Westport Historical Society on "Charitable Giving Strategies." Topics covered included the importance of establishing a strategy for giving, an overview of different methods for giving, and tax-efficient techniques for giving. She also attended a Connecticut Bar Association Legal Conference, where she moderated a panel discussion on the topic of

“Preparing Probate Accountings.” The discussions centered on the Rules of Procedure governing financial reports and accounts submitted to the probate courts. Ms. Lange is a member and treasurer of the Executive Committee of the Estates and Probate Section of the Connecticut Bar Association.

**Lisa F. Metz** published an article in the Connecticut Bar Association’s Estates & Probate June 2015 Newsletter entitled “Assets In A Brokerage Account May Be Disclaimed Even If Other Assets In The Account Have Been Withdrawn Or Sold.” Lisa wrote the article as a result of receiving a favorable private letter ruling from the Internal Revenue Service.

## Mark W. Klein Now Serves As Counsel To The Firm



**BRODY WILKINSON IS PLEASED TO ANNOUNCE** that **Mark W. Klein** was named counsel to the firm. Mr. Klein joined Brody Wilkinson in 2005 and is a member of the firm’s Business, Real Estate and Dispute Resolution Groups. He represents clients in

connection with business and securities transactions, including mergers, acquisitions and investments; corporate organizations and contracts; commercial and residential real estate transactions; franchising; foreclosures; evictions; and entertainment law matters. Mr. Klein recently served as a panel member for the 2015 Securities Law Mini-Seminar for the Connecticut Bar Association’s Business Law Section meeting. He is currently a member of a task force charged with revising the regulations of the Connecticut Uniform Securities Act. Mr. Klein was also named to the Connecticut Bar Association’s Pro Bono Honor Roll in 2014.

## Brody Wilkinson Welcomes James M. Powers



**EFFECTIVE JANUARY 1, 2016, James M. Powers**

joined the firm as a principal. Mr. Powers will divide his time practicing in Southport and New Milford, where he has maintained an office since 2003. Brody Wilkinson will now operate this New

Milford office located at 8 Elm Street. Mr. Powers is a member of the firm’s Trusts & Estates and Business Groups.

His trusts and estates practice includes all aspects of estate planning, trust and estate administration, probate and trust litigation, and charitable giving. In addition, Mr. Powers spends a significant amount of time advising clients who are relocating to Florida permanently or splitting their time between Connecticut and Florida on domicile requirements and other related tax issues. Drawing upon his prior legal practice in Florida, he brings value, insight and years of first-hand experience to this area of probate and tax law.

His business practice includes the areas of commercial transactions, financing, and commercial and residential real estate transactions. Mr. Powers advises lending institutions and private lenders in commercial loan transactions, and other corporate clients in mergers and acquisitions. He represents both businesses and individuals in commercial and residential real estate transactions.

“Since many of Brody Wilkinson’s private clients have similar needs, he will be able to manage the process of establishing dual residency for them or transitioning them from Connecticut residents to Florida residents. Moreover, for our clients who become full-time Floridians, Jimmy can continue to provide estate planning services to them in Florida,” said Brody Wilkinson principal Ronald B. Noren. “His transactional capabilities will also complement and bolster the firm’s

Business Group and expand the Group's geographic reach into other areas of Connecticut."

Prior to joining Brody Wilkinson, Mr. Powers was a principal of the New Milford-based law firm of Powers, Attorneys At Law, the successor firm to Powers & Powers in Bethel, Connecticut. After working at two Florida-based law firms earlier in his career, he joined Powers & Powers in 2003 and practiced there until 2015.

Mr. Powers is admitted to practice in Connecticut and Florida. He is a member of the Connecticut and Florida Bar Associations. Mr. Powers is also a member and former president of the New Milford Bar Association.

Active in the community, he is a member of both the Danbury Hospital Fundraising and Danbury Hospital/ Praxair Cancer Center Golf Tournament Committees. Mr. Powers is a member of the Board of Directors of Wheels Program of New Milford, and a former chairman and member of the Board of Directors of The Children's Center of New Milford.

He received his B.A. from Rollins College in 1995, his J.D. from Nova Southeastern University School of Law in 1999, and his LL.M. in estate planning from University of Miami School of Law in 2001.

Mr. Powers resides in Weston, Connecticut, with his wife, Kirstin, and their children.

## Fairfield Theatre Company Receives Additional Funding & Pro Bono Legal Services From Brody Wilkinson

**IN SEPTEMBER 2015**, Brody Wilkinson grew its support of Fairfield Theatre Company twofold by stepping up as a 2015-2016 season sponsor and by providing *pro bono* legal services to FTC. The firm's decision to increase funding and add a new layer of support as FTC's legal services provider came naturally.

"With so many great local organizations to support, two compelling reasons led the firm to expand its support of FTC this year – one a nod to the past; the other to the future," principal Thomas J. Walsh, Jr. said. "Brody Wilkinson's involvement with FTC originates with the birth of the theatre itself when it was primarily

presenting plays. I have a special connection to this facility because I represented the Town of Fairfield when FTC purchased the property. Since then, our firm's affiliation with FTC has become further entwined through relationships with several clients and firm friends with whom we have collaborated to celebrate FTC's mission and programming. Looking to the future, we regard FTC as one of the key local organizations benefitting Fairfield's culture and economy. The recent opening of The Warehouse, FTC's newest venue, makes the future brighter yet. Brody Wilkinson is excited to be in the front row for this next stage of FTC's growth."

In 2014, FTC presented Brody Wilkinson with a Corporate Citizen of The Year Award at their Encore Gala in recognition of the firm's long-standing support. "Brody Wilkinson exemplifies all of the best qualities of a corporate supporter. First and foremost, they truly appreciate the arts and culture we offer and we have many fans among their partners, associates and clients. They also understand the value we bring to the community, stimulating the local economy and enhancing the quality of life in Fairfield. Support of this kind is crucial to our success," FTC Director of Development Joseph Rog said.

## Brody Wilkinson Co-Sponsors Program At Silvermine

**BRODY WILKINSON CO-SPONSORED** a special program held at Silvermine Art Guild on "Passion To Asset: Planning & Protecting Your Art & Collectibles." Seth L. Cooper served as the moderator and Heather J. Lange was a featured speaker. The firm is one of the few law firms in Connecticut with an Art, Antiques & Collectibles practice led by Seth L. Cooper, a former Silvermine Art Guild Board member. Brody Wilkinson represents art dealers, artists, appraisers, auction houses, estates and trusts, foundations, galleries, museums and private collectors in a broad spectrum of legal issues specific to the art and antiques world.

## Trusted Advisors, Practical Solutions

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