



SOUTHPORT HARBOR

Dear Clients & Friends,

Our past year can be summarized in one word – GROWTH – marked by the addition of a new principal, James M. Powers, and a New Milford office, the arrival of two paralegals, Lisa A. Storck and Brittini N. Ortiz, and the renewal of our Southport office lease coupled with the renovation of this office to accommodate our increasing ranks. The theme of growth continues in 2017 with the promotion of Justin L. Galletti from associate to principal, the introduction of two associates, Alyssa M. Vesco and Samuel R. Volet, and the three-year anniversary of our New York office.

We have prepared this annual update to share firm news and inform you about legal developments that may be important to your business and family. Inside this issue, we cover topics ranging from possible tax changes on the horizon as a result of the presidential election to Connecticut's new legal requirements for LLCs. We also proudly highlight a significant number of firm initiatives and accomplishments that transpired during the past year.

In closing, we hope the content of this update reflects the unique and complementary experience and skills our attorneys provide to clients. We are thankful for the confidence and trust you place in us, year after year.

Best Regards, Brody Wilkinson PC

Will The New Administration Impose Federal Tax Law Changes?

IN LIGHT OF THE RECENT PRESIDENTIAL TRANSITION, there has been a great deal of talk about whether federal tax law changes are imminent. These changes might include a reduction in individual tax rates, limitations on deductions and significant modifications to corporate taxation. Another possibility may be changes related to estate and gift tax laws. It has long been a goal of many Republicans in Congress to abolish the federal estate tax. With the 2001 Tax Act, there was a phase out of the tax over 10 years, but subject to a sunset provision. Now that the Republicans control the White House and Congress again, it is expected that this issue will resurface.

There is little known about President Trump's position on the estate tax other than what can be found on his campaign website which suggests repeal of the estate tax but apparently the imposition of a form of capital gains tax on appreciated assets (subject to an exemption of perhaps \$10,000,000). While the details are sketchy, it would be perhaps similar to the tax that is employed in Canada. In fact, it would be somewhat akin to an estate tax, but with a significantly lower tax rate (the current federal estate tax rate is 40%, and the capital gains rate may be half of that).

Republicans in Congress have generally proposed to repeal the estate tax altogether but to institute a "carry-over basis." Under the current law we have a "stepped-up" basis, so that when someone dies,

the tax basis for assets included in the estate is equal to the then fair market value (with a few notable exceptions, such as IRA and 401(k) accounts). For instance, suppose a person owns shares of stock purchased at \$10 per share and now valued at \$30 per share. If the stock is sold, there would be capital gains of \$20 per share. If, instead, the stock is retained and becomes part of the person's estate when it is valued at \$30 per share, then the tax basis for the estate and the beneficiaries would be \$30 per share, eliminating the capital gains of the stock sold at that price.

It is also not clear whether any of these Republican proposals would repeal the gift tax. That was an issue in 2001, and the decision was to retain the gift tax out of concern that gifts among family members could be used to reduce income tax (e.g., stock could be gifted by a parent to a child to sell at a lower capital gains tax and then the proceeds could be gifted back to the parent).

In short, there is still much to be determined. At this point, we do not suggest making any estate plan changes based on speculation about the future. Even if the estate tax is repealed, for some clients it might still make sense to engage in gift planning to guard against the possibility that this tax may be reinstated someday. In fact, that has happened a couple of times over the history of the federal estate tax. Once there is some development and resolution in Washington about taxes, we will send out a client alert on this subject.

For more information, please contact Peter T. Mott (pmott@brodywilk.com).

Connecticut Adopts A New Uniform Statute Governing LLCs

ON JUNE 2, 2016, GOVERNOR MALLOY SIGNED INTO LAW the "Connecticut Uniform Limited Liability Company Act" (the "New Act"), which makes significant revisions to Connecticut's laws governing limited liability companies ("LLCs"). The New Act, which takes effect on July 1, 2017, will apply to domestic LLCs and foreign LLCs registered to do business in Connecticut. With the adoption of the New Act, Connecticut is modernizing its laws concerning

LLCs—now the most common form of business entity—in an effort to promote a business-friendly environment in the state. Since the New Act is based on the revised Uniform LLC Act (the "Uniform Act"), which is a model statute approved by the American Bar Association, it also makes Connecticut's LLC laws more uniform with the laws of other states that have also adopted some form of the Uniform Act.

Similar to the existing law, the New Act is a "default" statute and generally applies when an LLC's operating agreement is silent on a particular matter. The New Act, however, expands upon the items that cannot be modified by an LLC's operating agreement. For example, the New Act specifically prohibits an operating agreement from restricting a member's rights regarding access to LLC information or from applying another state's law to govern a domestic LLC. While the New Act will supersede Connecticut's existing LLC laws, it will not affect existing operating agreements entered into or rights that accrued prior to the effective date of the New Act.

The New Act imposes many changes to existing law from mere changes in terminology (e.g., using the term "Certificate of Formation" instead of the "Articles of Organization" to refer to an LLC's formational document) to significant substantive changes to the rights and obligations of LLC members. For example:

- The New Act changes the due date for the filing of the LLC's Annual Report. An LLC is now required to file its Annual Report between January 1 and March 31 of the year following the LLC's formation, rather than the anniversary date of the LLC's formation.
- Under the New Act, unless the operating agreement states otherwise, amendments to the articles of organization and operating agreement will require unanimous member approval. Current law requires only a majority member approval for amendments to the articles of organization and a two-thirds member approval for amendments to the operating agreement.
- The New Act explicitly states that a charging order is the exclusive remedy to satisfy a judgment against a member of an LLC and that a creditor is unable to foreclose on a member's LLC interests.
- Under existing LLC law, there is a presumption that any member of a member-managed LLC is an agent of the LLC with the authority to bind and sign

contracts on behalf of the LLC solely by virtue of being a member of the LLC. The New Act has no such presumption. As a result, parties dealing with an LLC member should obtain satisfactory evidence to confirm that a member has the authority to sign documents on behalf of the LLC.

The information provided above is a brief overview of some of the important changes resulting from the New Act and is by no means an exhaustive list. It is important for clients with existing Connecticut LLCs and foreign LLCs doing business in the state to understand the implications of the New Act. Furthermore, anyone who intends to form an LLC after the effective date of the New Act is encouraged to consult with a business attorney in order to draft the operating agreement carefully to ensure that it appropriately reflects the desired arrangement and avoids any undesirable default rules that would otherwise be applicable under the New Act.

For more information, please contact Justin L. Galletti (jgalletti@brodywilk.com).

Three Important Legal Documents Adult Children Should Not Be Without

SOMETHING MOST PARENTS OVERLOOK

when a child enters into adulthood is having the child execute a power of attorney, living will and HIPAA authorization. Under Connecticut law, after a child reaches the age of eighteen, parents are no longer deemed to be his or her legal representative. Having these three documents in place is advisable for not only convenience purposes but also to avoid the need for probate court involvement in the event a child is incapacitated or otherwise unable to manage his or her own financial affairs or health care. Unfortunately, without proper planning, the need for these documents becomes alarmingly apparent when it is too late to put these documents in place (*i.e.*, a child becomes incapacitated due to an accident or sudden illness and parents are unable to access the child's bank accounts or communicate freely with health care providers). Bearing this in mind, parents should discuss the importance of creating a power of attorney, living will and HIPAA authorization with an adult child to help him or her navigate this new territory.

Durable Power of Attorney. A power of attorney is a legal document in which a child appoints a parent or other individual as an agent to act on his or her behalf with regard to legal and financial matters. The agent's powers can be as broad as the child, as principal, wants or be limited to specific matters. By having a power of attorney in place, a parent or other trusted adult will be able to act on behalf of the child for convenience purposes and continue to do so in the event of the child's incapacity or absence.

Living Will. With a living will, a child is in charge of making his or her own medical decisions and consulting with whomever he or she chooses regarding medical care. However, in the event of a child's incapacity, the living will serves a dual purpose. First, it expresses an individual's wishes regarding his or her desired medical care in the event he or she is deemed to be terminally ill or has a serious accident. Second, it designates a health care agent to make medical decisions on an individual's behalf in the event he or she is unable to do so.

HIPAA Authorization. This document goes hand in hand with the living will. The Health Insurance Portability and Accountability Act (HIPAA) prohibits medical care providers from disclosing private medical information to third parties including the parents of an adult child. However, medical care providers may share confidential medical information with individuals specifically authorized in this form. A child should execute a HIPAA authorization naming the same health care agent identified in his or her living will so that if the need arises, a parent or other designated health care agent can make informed medical decisions.

In the absence of proper planning, parents would need to petition the local probate court to begin conservatorship proceedings in order to assume control of a child's medical care and financial affairs in the event of incapacity. This process would cost both time and money and also deplete energy and attention that would otherwise be allocated to addressing the real-time needs of an incapacitated child. This is the single most compelling reason to take these actions.

It is important to highlight that a child may select any trusted adult to manage his or her health care and finances in the event of incapacity. Furthermore, all three documents may be revoked at any time.

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

Physician Non-Compete Agreements Restricted By New Statute

CONNECTICUT HAS ENACTED A NEW STATUTE

that limits the scope of non-compete agreements (or covenants not to compete) entered into, amended or renewed on or after July 1, 2016, that restrict the employment of physicians.

Covenants not to compete have traditionally been governed by common law. The primary test for the enforceability of a restrictive covenant is whether it is reasonable. Connecticut courts typically consider the following five factors in evaluating the reasonableness of a restrictive covenant in an employment context: (1) the length of time that the restriction operates; (2) the geographical area covered; (3) the fairness of the protection accorded to the employer; (4) the extent of the restraint on the employee's opportunity to pursue his or her occupation; and (5) the extent of interference with the public's interests.

Connecticut's new statute (Public Act 16-95) essentially incorporates the above-mentioned common law factors but specifically prohibits the restriction of a physician's competitive employment activities for more than one year and beyond fifteen miles from "the primary site where the physician practices" as defined in the statute.

The new statute further provides that a non-compete entered into, amended or renewed after July 1, 2016, is not enforceable unless (i) such agreement was made in anticipation or as part of a partnership or ownership agreement; and (ii) such agreement expires and is not renewed, unless prior to expiration, the employer makes a bona fide offer to renew the agreement on the same or similar terms and conditions. In addition, the statute provides that a non-compete is not enforceable if the employer terminated the employment or contractual relationship, unless terminated for cause.

Notably, the new statute does not appear to apply to dentists, but is limited to medical doctors and surgeons.

Nevertheless, the one year and fifteen mile radius provisions are instructive when entering into non-compete agreements with other medical personnel, as these limits have been deemed acceptable by the General Assembly.

Lastly, the new law only applies to non-compete agreements that are part of an employment or contractual relationship between the parties. Accordingly, it would not restrict non-competes that are signed as part of the sale of a business unless the sellers are being retained by the buyers to provide employment or consulting services to the business after the closing.

For more information, please contact Daniel B. Fitzgerald (dfitzgerald@brodywilk.com).

The Pitfalls Of "Transfer On Death" Brokerage Accounts

IT HAS BECOME INCREASINGLY COMMON for brokerage accounts and mutual funds to be set up as "Transfer on Death" ("TOD") accounts. These are similar to Payable on Death accounts for bank accounts. Basically, with a TOD account, you name a beneficiary who will receive the account assets at your death. Brokers have encouraged TOD accounts because the assets pass at death without having to go through probate and they believe that it will reduce probate fees (which is not the case in Connecticut). In addition, account owners like the simplicity of being able to change the beneficiary at any time without needing to update their Wills.

TOD accounts may cause havoc with estate plans, however, because those accounts do not pass as part of a Will or trust agreement and are not factored into these documents unless your estate planning attorney was made aware of the accounts when the documents were designed. More often than not, attorneys are not advised of TOD accounts because clients are either unaware or have forgotten that their accounts were set up that way. The following examples demonstrate how a TOD account may cause undesirable consequences which could have been avoided if your attorney was aware of the account (or if the account was not a TOD in the first place):

- You set up a TOD account designating certain beneficiaries. Some years pass and then you decide to revise your Will to alter the distribution of your estate, but you forget about the old TOD account (which is not changed by a new Will).
- Your TOD account designates your grandchildren as beneficiaries. The account grows in value subjecting the assets to generation skipping transfer ("GST") tax of 40% on the amount which exceeds the exemption (around \$5.5M) at your death. This tax is in addition to the estate tax. If the account had passed under your Will instead, your attorney could have limited the amount passing to your grandchildren to the exemption amount and avoided the GST tax.
- You predecease your wife. Your Will sets up a "credit shelter trust" for your wife designed to avoid having assets in that trust subject to estate tax at her death. Your assets, however, are held entirely in a TOD account which designates your wife as beneficiary, so that there are no assets to fund the trust. The TOD assets will be included in your wife's estate.

The bottom line is that we generally advise against setting up TOD accounts. However, if you do set up a TOD account, please let your estate planning attorney know since it affects your overall estate plan. You may end up unintentionally benefiting people unequally or subjecting your estate to taxes.

For more information, please contact Lisa F. Metz (lmetz@brodywilk.com).

Beware Of Connecticut's Consumer Contract Requirements

BUSINESS AND PROPERTY OWNERS, creditors and other commercial parties in Connecticut must draft their consumer contracts carefully in order to avoid unintended consequences and ensure that they are enforceable. This is because Connecticut's consumer protection laws invalidate certain provisions which are commonly found in consumer contracts. These laws also grant various rights to consumers which are not contained in, and which may expressly contradict, the provisions in their contracts. Violations of the laws governing consumer contracts can subject unwary

companies to, among other things, substantial civil penalties and damages.

Consumer contracts are typically defined as the contracts that individuals enter into primarily for personal, family or household purposes. They include, but are not limited to, retail sales and service agreements and residential leases. The following are some examples of the legal requirements and restrictions that apply to some common consumer contract provisions under Connecticut law:

Automatic Renewal Provisions. A consumer contract having a term of at least 180 days and which automatically renews for a period of more than 30 days is invalid unless written notice advising the consumer of his or her right to cancel the contract is provided at least 15 days, but not more than 60 days, before the earlier of: (a) the end of the contract term; or (b) the expiration date of the consumer's right to cancel the contract prior to the end of the term.

Attorneys' Fee Provisions. Consumer contracts allowing for an award of attorneys' fees to the commercial party only upon a breach are automatically deemed to include a reciprocal right for the consumers to receive an award of their attorneys' fees upon any breach by the owner. In addition, the amount of attorneys' fees that the commercial party may recover for a breach of contract are capped at 15% of the total recovery regardless of what the contract says.

Cancellation Rights. Consumers have, and must be provided with written notice of, a 3- business day right to cancel certain consumer contracts, including but not limited to home improvement contracts, health club contracts, dating service contracts and diet and/or weight reduction program contracts. Contracts which do not contain a legally required written notice of the consumer's cancellation rights will generally be deemed invalid.

Plain Language Requirement. Consumer contracts must be written in plain language to enhance the consumers' ability to understand them. The applicable statute contains a specific method for complying with the plain language requirement (which includes limitations on the average number of words and sentences in the contract) and a more general compliance method.

With so many contract forms available online, commercial parties are often tempted to prepare their own contracts without realizing that the forms do not comply with applicable Connecticut law. Accordingly, before entering into any contract with a consumer, commercial parties should consult with an attorney who is familiar with Connecticut's consumer protection laws to ensure that they do not unknowingly violate them.

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

Recent Connecticut Legislation Impacts Estate Planning

DIGITAL AGE CALLS FOR FIDUCIARY ACCESS TO DIGITAL ASSETS

Today, many of us do not receive monthly bank statements or bills in the mail anymore. Rather, we receive notifications via email and access that information online. If something were to happen to us, who would know of those accounts? Even if someone knew of the accounts, would they be able to access them online? In addition, many of us have other online accounts which no one would be able to access if something happened to us, such as a blog or a domain that we own; digital currencies; accounts with iTunes, Amazon, LinkedIn, Twitter or Facebook; cloud-based photo storage; voicemail messages; and reward programs and credit card points. Some of these accounts have significant value while others have sentimental value.

Connecticut has a new statute known as the Revised Uniform Fiduciary Access to Digital Assets Act ("RUFADAA") which authorizes your appointed fiduciaries (executor, trustee or agent under a power of attorney) to access your digital assets and accounts after you die or become incompetent if you have given them prior consent. The custodian of the account has some discretion over how much access it will allow, whether full access, partial access, or a copy of a record of the digital asset. However, a fiduciary who has not been authorized by an account holder will be

able to access only the "from" and "to" lines of emails but have no other access to digital accounts. If the account holder does not want the fiduciary to be able to access even the "from" and "to" lines of emails, then the account holder needs to prohibit anyone from having any access.

We recommend that you sign a consent form giving your fiduciaries access to your online accounts and also complete an inventory of the names of your online accounts, usernames and passwords. We have prepared forms that may be accessed via the comprehensive version of this article on our website at <http://brodywilk.com/wp-content/uploads/2016/11/article-digital-assets.online.version.1128.pdf>. If you have informally given your passwords to family members already, it is still a good idea to sign a consent form since they may be technically violating a service provider's terms of service agreement which prohibits access by third parties. Also, please be aware that due to encryption, a fiduciary may not be able to gain access to certain devices or accounts unless you have given him or her your password (e.g., iPhones and iCloud accounts). If there are too many failed attempts at passwords, the contents may be permanently erased.

It is important to be aware that certain online account providers may have their own online means for you to give consent or deny consent to access your account. For example, Google and Facebook give you the ability to name someone who can oversee your account in the event of death, incapacity or inactivity. If you give/deny consent through this method, it will override any document you sign to the contrary.

As covered in the second part of this article, Connecticut has a new Power of Attorney ("POA") law. To comply with the statute, we have prepared a new POA form and have included within it an optional power that gives the agent authority over digital assets. We recommend that you sign a new POA that includes a digital assets component when you next update your estate plan. In addition, if you wish to limit access to sensitive online information to a specific individual rather than all of your fiduciaries, we can name a "digital agent" or "digital executor." Given today's heavy reliance on the Internet to manage personal and business affairs, it is now critical to plan for the preservation of valuable digital assets so they are not lost forever after death or incapacity.

NEW POWER OF ATTORNEY LAW OFFERS GREATER PROTECTION AND FUNCTIONALITY

Connecticut adopted a new Power of Attorney law which took effect on October 1, 2016. A POA is a document in which you as the "principal" can name one or more persons as your "agent" to make financial and other decisions for you. The new law does not pertain to health care powers of attorney. The new law addresses such issues as:

- duties of an agent;
- powers given by the principal to his agent;
- acceptance of the POA by third parties; and
- termination of an agent's authority and replacement with a successor agent.

The law provides a form which may be used. Most provisions may be customized as desired to override certain default provisions and presumptions. The back page of the form is titled "Important Information For Agent." It explains the agent's duties, termination of his authority and liability.

We have prepared a new POA form based on the statutory form. If you already have a POA, it will remain valid. However, if you are updating your estate planning documents, we recommend that you update your POA to use the new form. Our form provides that the agent's authority begins once the principal signs the form. The agent's authority terminates at the principal's death (unless it terminates for another reason such as the agent's incapacity). A copy of a POA is as valid as an original. The form includes a list of general powers which are explained in detail in the statute, but it also includes new additional powers which your agent may have only if you initial each one, such as the power to make gifts for tax planning or other reasons.

One of the goals of the new law is to make it easier for POAs to be accepted by banks and other institutions, while also protecting individuals from agents who may wish to take advantage of them. In the past, banks often did not accept POAs that they deemed to be too old. However, if the principal was already incompetent, then it was too late for him or her to sign a new POA. In addition, banks often required their client to sign the bank's own POA form. There are new procedures in place which will allow a validly executed POA to be accepted more readily.

For more information, please contact Lisa F. Metz (lmetz@brodywilk.com).

Representative Matters

We represented a national sales company before the Connecticut Department of Labor Employment Security Appeals Division in the successful appeal of a decision concerning alleged misclassification of an independent contractor as an employee. **Daniel B. Fitzgerald** worked on this matter.

We represented a seller in connection with the transfer of a New Haven-based oil terminal facility. **Barbara S. Miller** and **Seth L. Cooper** worked on this matter.

We represented an author in connection with a major book deal involving the negotiation of a contract with a leading international publisher and the book's co-author. **Thomas J. Walsh, Jr.** and **Justin L. Galletti** worked on this matter.

In connection with a complex estate litigation matter, we prevailed on four related appeals before the Connecticut Appellate Court, including the affirmation of the appointment of a receiver of a limited liability company. **Douglas R. Brown** and **Daniel B. Fitzgerald** worked on these matters.

We represented a natural gas seller in a dispute before the State of Connecticut Public Utility Regulatory Authority (PURA). **James E. Rice** and **Daniel B. Fitzgerald** handled this matter.

We represented a buyer in connection with the purchase of a multi-million dollar residential condominium in New York in collaboration with local counsel. The Group also represented a buyer in a complicated purchase of two adjacent parcels on the Long Island Sound in Fairfield involving two different sellers. **Brian T. Silvestro** worked on these matters.

We represented an individual who wished to transfer part of her interest in an investment company to family members so that any future appreciation would be excluded from her estate for estate tax purposes. The sale between the client and her trust had no capital gains consequences. By using a Delaware trust with a Delaware bank as trustee, multiple goals were accomplished such as continuing the trust for multiple generations without any estate tax, offering greater asset protection, and allowing for a division of the trustee duties among selected advisors. **Peter T. Mott** and **Lisa F. Metz** worked on this matter.

Accolades & Credits

Brody Wilkinson was named to the 2017 “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. Firms included in the 2017 “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 and bestlawyers.com/about/MethodologyCT.aspx.*

Peter T. Mott was again named *Best Lawyers*® 2017 Trusts and Estates “Lawyer of the Year” in the Stamford region. Only one estate planning practitioner is appointed “Lawyer of the Year” by *Best Lawyers*® in each metropolitan region and this marks the second time Mr. Mott has been tapped for this honor. In addition, Mr. Mott was selected by his peers for inclusion in the 23rd Edition of *The Best Lawyers in America*® 2017 in the field of Trusts and Estates Law.

Ronald B. Noren and **James E. Rice** were also listed in the fields of Trusts and Estates Law and Energy Law, respectively. All three principals have been selected for inclusion in *The Best Lawyers in America*® in their respective fields in several prior editions. Mr. Mott has been included since 2005, Mr. Noren since 2013, and Mr. Rice since 2006. *Best Lawyers*® lists are compiled based on an exhaustive peer-review evaluation. For the 2017 Edition of *The Best Lawyers in America*®, 7.3 million votes were analyzed, which resulted in approximately 55,000 leading lawyers being included in the new edition. Lawyers are not required or allowed to pay a fee to be listed; therefore inclusion in *Best Lawyers*® is considered a singular honor. *Corporate Counsel* magazine has called *Best Lawyers*® “the most respected referral list of attorneys in practice.” *For more information, visit <http://www.bestlawyers.com/about/MethodologyCT.aspx>.*

Eight Brody Wilkinson attorneys were recognized in 2016 by Super Lawyers. **William J. Britt** (Estate Planning & Probate), **Douglas R. Brown** (Estate Planning & Probate), **Stephen J. Curley** (Business Litigation), **Barbara S. Miller** (Environmental), **Peter T. Mott** (Estate Planning & Probate) and **Ronald B. Noren** (Estate Planning & Probate) were named to the “Connecticut Super Lawyers” list. In addition, **Daniel B. Fitzgerald** (Employment & Labor) and **Justin L. Galletti** (Business & Corporate) were selected as “Connecticut Rising Stars.” All eight attorneys were featured in a special supplement of the November 2016 issues of *Connecticut Magazine* and *New England Super Lawyers 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.*

Brody Wilkinson’s Trusts & Estates practice and **Peter T. Mott** were recognized in the Chambers High Net Worth 2016 Guide. The High Net Worth Guide is Chambers’ newest and first publication directed specifically at the private wealth market. Brody Wilkinson’s Trusts & Estates practice received a ranking in the category of Private Wealth Law in the state of Connecticut. Only nine firms in the state, with just two based in Fairfield County, were awarded this designation. As the smallest of the firms selected, this recognition is a significant accomplishment. Mr. Mott received a “Band 1” ranking as a practitioner in the category of Private Wealth Law. He is one of six private wealth lawyers in the state to achieve this highest ranking. *For more information on the Chambers selection process, visit www.chambersandpartners.com/methodology.*

Four Brody Wilkinson attorneys were selected for inclusion in “The 200 Outstanding Lawyers of Fairfield County” list published in the November/December 2016 issue of *Fairfield Living Magazine*. The attorneys include **William J. Britt** (Estate Planning), **Douglas R. Brown** (Estate Planning),

Barbara S. Miller (Environmental) and **Justin L. Galletti** (Business). Each of the attorneys selected has achieved the highest ratings from at least two organizations with highly regarded selection criteria that serve the legal profession.

Ronald B. Noren received The H. Richard Brew Volunteer Service Award by the Central Connecticut Coast YMCA for his demonstration of character, commitment and long-time service and devotion. Mr. Noren was reelected to the Board of Directors of Bridgeport Hospital for another three-year term and was also elected to serve a one-year term as both vice chairman of the Board and chairman of the Director Affairs Committee. In addition, he was elected again to a one-year term as president of the Preston Mountain Club.

Thomas J. Walsh, Jr. concluded his second year as chair of the 1400 plus-member American Bar Association's Middle Market and Small Business Committee, where he worked on a number of important initiatives, including launching the development of model short-form merger and acquisition documents. In addition, Mr. Walsh continued serving as director and chair of the Nominating Committee of the Fairfield Museum and History Center.

Peter T. Mott spoke at the annual American College of Trust and Estate Counsel (ACTEC) conference on "Ethical Issues for Trust and Estate Lawyers." ACTEC is the leading national organization of estate planning practitioners for which Mr. Mott presently serves as state chair of Connecticut, chair of the Professional Responsibility Committee and as a Board member of its Foundation. In addition, Mr. Mott delivered similar presentations over the past year at American Law Institute and Federal Tax Institute of New England.

Douglas R. Brown was appointed to serve as the Estates and Probate Section delegate on the House of Delegates of the Connecticut Bar Association. In addition, Mr. Brown was a co-presenter at the seminar "Hot Topics in Estate Planning: New Connecticut Uniform Power of Attorney Act and Uniform Fiduciary Access to Digital Assets Act" for the Greater Bridgeport Bar Association.

Brian T. Silvestro was appointed to serve as chair of Leadership Greater Bridgeport, a program operated by the Bridgeport Regional Business Council to expose future business leaders to the greater Bridgeport

region. Mr. Silvestro also serves on the Ash Creek Pedestrian Bridge Committee. In addition, as a member of the Executive Committee of Brooklawn Country Club, Mr. Silvestro chaired the By-laws Revision Committee in 2016. He also delivered two presentations on "Today's Challenges in Residential Real Estate" to the local brokerage firms of Berkshire Hathaway and William Raveis.

Ronald B. Noren, Douglas R. Brown and **Heather J. Lange** attended The 51st 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 2016 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 of the latest trends and developments from leading experts in all areas of tax law.

Heather J. Lange attended the Connecticut Bar Association Legal Conference in Hartford, Connecticut. As a presenter, Ms. Lange participated in a panel discussion on the topic of "Fiduciary Best Practices" which centered on the Prudent Investor Act and other regulations which advise and guide trustees in addressing investment decisions. Ms. Lange serves on the Executive Committee of the Probate Section of the Connecticut Bar Association.

Daniel B. Fitzgerald served as a legal advisor at the Fairfield StartUp Showcase at Fairfield University. Fairfield StartUp is a year-long program designed to foster young entrepreneurial talent at the University through engagement with mentors and investors, many of whom are Fairfield University alumni. StartUp Showcase represents the culmination of the program where students pitch their business models and negotiate seed funding. Five teams took the stage to make their pitches and a total of \$40,000 in funds were pledged by investors. Mr. Fitzgerald is an alumnus of Fairfield University.

Justin L. Galletti Is Named A Principal Of The Firm



BRODY WILKINSON IS PLEASED TO ANNOUNCE that **Justin L. Galletti** was named a principal of the firm effective November 1, 2016. Mr. Galletti has practiced business and real estate law at Brody Wilkinson since graduating from law school. He is a member

of the firm's Business and Real Estate Groups. Mr. Galletti represents a diverse base of clients ranging from individuals and privately held businesses to public companies, real estate developers and financial institutions in general business and real estate transactions. He advises businesses and individuals in the acquisition, sale and financing of commercial real estate and regularly drafts and negotiates leases of retail, office and industrial properties on behalf of commercial landlords and tenants. Mr. Galletti provides advice regarding entity formation, mergers, asset acquisitions and sales, and acts as general counsel to several clients, including by assisting with the preparation and review of supply, service and other contracts and agreements. He also represents institutional and private lenders in connection with loans secured by a variety of collateral, including real and personal property. Mr. Galletti has significant experience drafting, reviewing and negotiating sophisticated endorsement, sponsorship and intellectual property licensing agreements. In addition, he has developed a niche practice representing restaurants and food product businesses integrating his legal capabilities and culinary interests.

Admitted to practice in Connecticut and New York, Mr. Galletti is a member of the American, Connecticut and New York Bar Associations. He is a Martindale-Hubbell AV-rated attorney who was also recognized by "Connecticut Super Lawyers" as a "Rising Star" in the area of business/corporate in 2014, 2015 and 2016. In addition, he was selected for inclusion in *Fairfield Living*

Magazine's "The 200 Outstanding Lawyers of Fairfield County" list in 2016 in the area of business law and was named to the *Fairfield County Business Journal's* "40 under 40" list in 2010. Mr. Galletti received his J.D. from the University of Connecticut School of Law in 2005, his B.A., *cum laude*, from Boston College in 2002, and is a graduate of Fairfield College Preparatory School. Mr. Galletti resides in Darien, Connecticut.

Brody Wilkinson Adds Two Associates To The Firm

IN KEEPING WITH THE FIRM'S THEME OF GROWTH over the past year, we recently welcomed **Alyssa M. Vesco** and **Samuel R. Volet** to our team.



Alyssa M. Vesco is a member of the firm's Trusts & Estates Group. Ms. Vesco practices in the areas of estate planning and trust and estate administration. She is admitted to practice in Connecticut and is a member of the Connecticut and

Connecticut Italian American Bar Associations. Ms. Vesco received her J.D. and Tax Concentration, *magna cum laude*, from Quinnipiac University School of Law in 2016. While in law school, she worked as an intern at institutions such as Floman Depaola, LLC; McGladrey, LLP; The Hartford Financial Services Group; and the New York Supreme Court, Appellate Division, Second Department. In addition, Ms. Vesco served as note editor of the *Quinnipiac Law Review*, competed on behalf of the Moot Court Society and held various leadership positions, including president of both the Student Bar Association and the Italian American Law Society. She received her B.A. from Quinnipiac University in 2013. Ms. Vesco is active in the community through fundraising efforts for the National Multiple Sclerosis Society. She resides in Stamford, Connecticut.

Samuel R. Volet is a member of the firm's Business and Real Estate Groups. Mr. Volet practices in the areas of general business, commercial lending,



commercial and residential real estate, and zoning and land use matters. He is admitted to practice in Connecticut and is a member of the American and Connecticut Bar Associations. Mr. Volet received his J.D., *cum laude*, from the

University of Connecticut School of Law in 2016, which included a Certificate in Energy and Environmental Law. During law school, he was awarded the George M. and Stella K. Hyman Scholarship for excellence in real property law. Upon graduation from law school, Mr. Volet received the L. Stewart Bohan CATIC Foundation Award for outstanding work in the area of real property law. He also received the Urban, State and Local Government Law Award from the American Bar Association for excellence in land use and local government law. Mr. Volet held various intern positions throughout law school at institutions such as Eversource Energy; Connecticut Fund for the Environment; and the Connecticut Office of the Attorney General, Energy Department. He received his B.A., *cum laude*, from the University of Connecticut in 2011. Between undergraduate school and law school, he worked in the managing clerk's office at the law firm of Moses & Singer, LLP in New York, New York, and as an intern for Congressman Bill Owens in Washington, D.C. Mr. Volet resides in Norwalk, Connecticut.

Brody Wilkinson Gets Knee-Deep In The Community

WHEN CLIENT REPRESENTATION does not have us hunkering down in our offices or arguing cases in courtrooms, our attorneys may be found in the community doing what is second nature...giving back. Whether the platform is a board meeting, fundraising gala, garden build, cultural performance or pro bono appearance in court, we are omnipresent. The driving force behind this energy is our firm culture, which has always prioritized community service. It is not only expected that all attorneys be actively involved in the community – it is required. As such, all 22 of our attorneys are engaged in community organizations and most are serving in leadership capacities.

The statistics speak volumes! Brody Wilkinson presently provides financial support to an eclectic mix of 38 different organizations based in Fairfield County which run the full gamut in nature, including museums, theatres, libraries, schools, youth organizations, hospitals and zoos. Furthermore, our attorneys support an additional 18 organizations in the County through individual board, committee and other leadership appointments. Cumulatively, a minimum of 70 hours of attorney time per month are given to civic endeavors with most months exceeding this number. In short, we directly and positively impact 56 Fairfield County-based organizations!

Throughout the years, we have been honored for our work in the community and have received numerous awards. The recognition we value most are the kind words that have been expressed to us by our community partners:

"For many years, Brody Wilkinson has been an extraordinary friend to the Fairfield Museum and History Center. The firm redefines what it means to be a true partner to a non-profit organization. Brody Wilkinson not only consistently provides financial support through sponsorship of special events and educational programming, but also goes out of its way to help the Museum thrive as a community resource and exercise best practices, operationally. Members of the firm have provided thoughtful guidance throughout our growth and evolution and remain deeply committed to our impact and success. We are honored to have the firm as a friend."

– Michael Jehle, Executive Director,
Fairfield Museum and History Center

"Brody Wilkinson is the epitome of a "Corporate Good Neighbor." As Fairfield County's Community Foundation's pro bono legal counsel, Brody Wilkinson provides invaluable advice and assistance across a wide continuum of legal issues relating to our many partners: nonprofits, donors and fundholders, corporations and other foundations, elected officials, and community leaders. To say that Brody Wilkinson is an outstanding partner is an understatement. The Foundation's community impact would not be possible without the quiet but essential support that we receive from everyone at Brody Wilkinson. They are unsung heroes!"

– Fiona Hodgson, Vice President,
Development & Philanthropic Services,
Fairfield County's Community Foundation

Trusted Advisors, Practical Solutions

ATTORNEYS

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Peter T. Mott
Ronald B. Noren
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James M. Powers
James E. Rice
Alyssa V. Sherriff
Brian T. Silvestro
Robert L. Teicher
Alyssa M. Vesco
Samuel R. Volet
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