



Ellis M. Carter
Director, Fennemore Craig, P.C.

Ms. Carter's practice focuses on advising tax-exempt and non-profit organizations with respect to corporate, tax and regulatory issues. She represents non-profit organizations in matters such as qualification for tax exemption, conversions to and from tax-exempt status, mergers and restructuring, joint ventures and entrepreneurial activities, maintaining or obtaining favorable tax-treatment, creation of supporting organizations, unrelated business income tax, advocacy issues, charitable solicitations, endowment management, governance issues, compensation matters, intermediate sanctions, and tax-exempt bond financing. Ms. Carter has a particular interest in health care/scientific research institutions, grant-making foundations, and educational institutions.

Representative Transactions

- Restructured a grant-making foundation formed out of the proceeds of the sale of a tax-exempt hospital to qualify for public charity status in a manner that saved the foundation over \$200,000 annually.
- Successfully represented a consortium of health and human service agencies in the appeal of an adverse modification of its tax-exempt status, saving the consortium over \$100,000 per year.
- Advised a major hospital system regarding structuring its activities and policies to ensure it meets the community benefit standard applicable to tax-exempt hospitals.
- Represented a number of tax-exempt entities in mergers and acquisitions of tax-exempt entities as well as the sale of the tax-exempt entities' assets to for-profit purchasers.
- Restructured a large foundation to save over \$80,000 annually.
- Served as borrowers counsel to tax-exempt and governmental organizations in tax-exempt bond issuances.

Practice Areas

- Business and Finance
- Nonprofit

Articles and Presentations

- Presenter, Legal and Fiduciary Duties of Those Serving on Non-profit Boards, Business on Board Program, sponsored by Arts & Business Council, Phoenix, Arizona, May 2, and May 23, 2007;
- Instructor, ASU Non-profit Management Institute's course on Non-profit Law, Spring 2006 and 2007;
- Presenter, Legal Issues for Lawyers Serving on Non-profit Boards, Business on Board Program, sponsored by Arts & Business Council, Phoenix, Arizona, March 23, 2007;
- Presenter, "Best Practices for Setting Executive Compensation," 58th Annual Conference of Southwest Foundations in Santa Ana Pueblo, New Mexico, October 20, 2006;
- Presenter, "Tax-Exempt Organizations in Arizona," Tucson, Arizona, June 1, 2006, program sponsored by Lorman Education Services;
- Panelist, "What's on the Horizon for Nonprofit Accountability?," April 26, 2005, Money & Mission seminar sponsored by the ASU Center for Nonprofit Leadership and Management and the Nonprofit Risk Management Center.
- Panelist, "Mission Creep," September 22, 2004, Annual Meeting of the Not for Profit Section of the Arizona Society of Certified Public Accountants.
- Presenter, "Private Foundations, Supporting Organizations and Donor Advised Funds," Planned Giving Roundtable Summer Forum, June 21, 2002.
- Presenter, "Tax-Exempt Organizations in Arizona," Tucson, Arizona, June 6, 2002, program sponsored by Lorman Education Services.
- Presenter, "Donor Advised Funds, What is All the Excitement About," Phoenix, Arizona, May 17, 2002, program sponsored by Arizona Association for Healthcare Philanthropy.
- Author, "The Temporary Transfer Tax Repeal," *PhilanthropyWorksAZ*, Winter 2001, p. 14.
- Author, "Legislative Update: Inside the Beltway," *PhilanthropyWorksAZ*, Fall 2001, p. 15.
- Author, "Tribal Tax Basics," *The Arrow*, March/April 2001.
- Presenter, "Estate Planning Today – A Fresh Look at Estate Planning in an Era of Tax Reform," program sponsored by The Phoenix Symphony, February 2, 2001.
- Author, "Corporate Sponsorships: The Trojan Horse of Charitable Gifts," *PhilanthropyWorksAZ*, February/March 2001, p. 13.
- Quoted in "Nonprofits Find Tax Traps Among Internet Perils," *The Business Journal*, December 22, 2000.
- Author, "The Long Arm of Charitable Solicitation Law," *PhilanthropyWorksAZ*, December/January 2001, p. 14.
- Presenter, "Putting the E in Exempt Organizations – The Internet and the Business of Your Organization," Quarles & Brady Ninth Annual Exempt Organizations Symposium, 2000.

- Presenter, “Basic Estate Planning,” program sponsored in conjunction with Morgan Stanley Dean Witter, 2000.

Professional and Community Activities

- Member, State Bar of Arizona
- Member, Washington State Bar Association
- Member, Tax Law Section and Committee on Exempt Organizations, American Bar Association
- Director, Diversity Leadership Alliance
- Director, PAFCO Advocacy

Admissions

- Arizona, 2000
- Washington, 1997

Education and Honors

- LL.M., University of Washington, 1998
- J.D., *cum laude*, Seattle University, 1996
- B.A., *cum laude*, Northeastern University, 1993
- *Best Lawyers in America®*, Non-Profit/Charities Law, 2007