



## Richard R. Upton

Of Counsel

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Richard Upton is a tax lawyer with a broad and sophisticated practice. Together with members of the Corporate group, Mr. Upton is involved in structuring, negotiating and documenting complex business transactions, including the restructuring of private companies in connection with initial public offerings, drafting multinational joint ventures, and counseling on tax aspects of mergers and acquisitions. In the exempt organization area, Mr. Upton counsels clients on tax-exempt bond financings, unrelated business income tax issues and planning, various investment and excise tax issues, as well as tax compliance. Mr. Upton regularly advises on real estate financings, partnership/limited liability company agreements, "like-kind" exchanges and state and local real estate transfer tax matters.

In addition, working with lawyers in the Trusts and Estates group, Mr. Upton advises on the income tax aspects of trusts and estates, as well as tax aspects of investments and planning for individuals. Mr. Upton also works with members of the Employee Benefit and Executive Compensation group on tax aspects of employee benefits, including equity-based compensation arrangements and deferred compensation. Further, Mr. Upton, together with other members of the Tax department, actively defends clients in tax controversies involving federal, state and local taxes.

Mr. Upton publishes tax articles on a regular basis and lectures on tax matters, both within the Firm and to outside audiences.

### Education

- New York University School of Law (J.D., 1979)
  - Contributing Editor, *Journal of International Law & Politics*
  - American Judicature Society Prize
- Princeton University (B.A., 1973)

### Admissions

- U.S. Tax Court
- New York

### Professional Activities

MEMBERSHIPS: American Bar Association (Tax Section); New York State Bar Association (Tax Section); Association of the Bar of the City of New York; Fellow, American College of Tax Counsel

## Publications

- Author, "Take Steps Now to Save Money on Your 2007 Taxes," *The New York Enterprise Report* (November 2007)
- "Get Your Telephone Excise Tax Refund Now!," *The New York Enterprise Report* (March 2007)
- "Countdown to Tax Savings: The Clock is Ticking... But There's Still Time to Save on Your 2006 Tax Bill," *The New York Enterprise Report* (November/December 2006)
- "Proposed Regs, Rev. Proc. On Transfers of Partnership Equity Interests for Services: Did the IRS Get it Right?," *Tax Notes* (November 7, 2005)
- "Exempt Organizations' Reporting Requirements for Foreign Investments and Accounts," *The Exempt Organizations' Tax Review* (October 2005)
- "New York's Tax Law Change (Again)," *The New York Enterprise Report* (July/August 2005)
- "Does Your Business Qualify for a New Tax Break?," *The New York Enterprise Report* (May/June 2005)
- "Year-End Tax Planning," *The New York Enterprise Report* (October 11, 2004 and November/December 2005)
- "2003 Year End Tax Planning," *The New York Enterprise Report* (December 1, 2003)
- "Why You Need to Be Aware of the Alternative Minimum Tax (AMT)," *The New York Enterprise Report* (September 1, 2003)
- "Tax Consequences of Employer Payment of Club Dues and Spousal Travel," *Journal of Compensation and Benefits*, Vol. 10 No. 6 (May-June 1995)
- "Ruling Eases Gains Tax in Troubled Real Estate Transfers," *New York Law Journal*, Vol. 209 No. 55 (March 24, 1993)