



**PRACTICES**

- Business / Corporate
- Taxation
- Business Succession Planning
- Nonprofit Organizations
- International Business
- Distressed Real Estate Assets

**INDUSTRIES**

- Nonprofit Corporations
- Aviation
- Climate Change, Renewable Energy & Sustainable Technology

**BAR ADMISSION**

- California

**EDUCATION**

- JD, Stanford, 1986
- BS (Business Administration), University of Southern California, 1979  
Dean's List  
magna cum laude

> [WWW.LUCE.COM](http://WWW.LUCE.COM)

**> LOCATION / CONTACT INFO**

Partner in the San Diego Office  
Practice Group Leader - Business & Intellectual Property

**Phone:** 619.699.2565  
**Fax:** 619.645.5326  
**E-Mail:** [pjelsma@luce.com](mailto:pjelsma@luce.com)  
**Web:** [www.luce.com/phillipjelsma](http://www.luce.com/phillipjelsma)

Phil Jelsma practices in corporate, securities, and corporate financing as well as corporate, limited liability company and partnership income tax planning, with an emphasis on mergers and acquisitions. Mr. Jelsma also has experience in real estate transactions, syndications, nonprofit corporations and international tax planning. His mergers and acquisitions experience includes representation of buyers and sellers in consolidations, stock and asset purchases, management buyouts, and related transactions. He also advises regarding entity formation, the issuance of stock and other ownership interests, recapitalizations and reorganizations, officer and director issues, corporate governance, stock option and appreciation rights plans, and contract preparation.

**> MEMBERSHIPS**

American Bar Association - Committee on Partnerships and LLCs.

Boys & Girls Club of Greater San Diego - Board of Directors.

California Business Law Section Committee on Partnerships and LLCs - Chair (2003-04).

Committee on Foreign Activities of United States Taxpayers.

Committee on United States Activities of Foreigner Investors and Tax Treaties.

Connect Foundation - Board of Directors.

California LLC Act, California Revised Uniform Partnership Act, California Revised Uniform Limited Partnership Act - Drafting Committee.

Federation of Exchange Accommodators.

National Conference of Commissioners on Uniform State Laws, Uniform Limited Liability Company Act, Uniform Statutory Trust Act - California Liaison.

Principal Author - SB 13 and SB 141, AB335.

San Diego County Bar Association.

San Diego Film Commission - Board of Directors.

> **MEMBERSHIPS** *CONTINUED*

Veterans Medical Research Foundation - Board of Directors.

100th Anniversary of Naval Aviation Foundation - Board of Directors.

> **RECOGNITION**

Martindale-Hubbell® AV Rating.

*The Best Lawyers in America*® - Lawyer of the Year: 2011 (Tax Law).

*The Best Lawyers in America*® - 2012 (Tax Law).

*SD Metro - Top Legal Minds in San Diego* - Most Recent Listing: 2011 (Tax).

*San Diego Super Lawyers* - Most Recent Listing: 2011 (Tax).

> **PUBLICATIONS**

"President Signs Tax Relief, Unemployment Insurance Reauthorization and Jobs Creation Act of 2010"  
*Luce Forward e-Update* - December 20, 2010.

"Congress Passes Tax Bill" - *Luce Forward e-Update* - December 17, 2010.

"Details of New Tax Bill Beginning to Emerge" - *Luce Forward e-Update* - December 10, 2010.

"President Obama Reveals the Deal Framework for Extension of Tax Cuts" - *Luce Forward e-Update*  
December 7, 2010.

"President Signs Small Business Jobs Act of 2010" - *Luce Forward e-Update* - September 27, 2010.

"IRS Issues Long Awaited Regulations on Series LLCs" - *Luce Forward Legal e-Update*  
September 17, 2010.

"California Sales Tax Exemption for Renewable Energy Equipment" - *Luce Forward Legal e-Update*  
April 13, 2010.

"Treasury Department Issues Proposed Regulations on FBARs" - *Luce Forward Legal e-Update*  
March 19, 2010.

"HIRE Act to Help California Businesses" - *Luce Forward Legal e-Update* - March 19, 2010.

"Minimizing Taxes Through Effective Planning" - *Transworld Business* - March 12, 2010.

"The New IRS Wealth Squad Is Coming in 2010" - *Luce Forward Legal e-Update* - January 5, 2010.

"Congress Poised to Provide Real Estate Industry Tax Relief" - *Luce Forward Legal e-Update*  
November 5, 2009.

> **PUBLICATIONS** *CONTINUED*

"All Businesses With at Least \$100,000 Gross Receipts Must Register With the California Board of Equalization" - *Luce Forward Legal e-Update* - November 2, 2009.

"Investment Tax Credits Available to Manufacturers of Advanced Energy Equipment"  
*Luce Forward Legal e-Update* - September 11, 2009.

"Treasury Announces \$2.3 Billion in Tax Credits for Renewable Energy Manufacturers"  
*Luce Forward Legal e-Update* - August 26, 2009.

"Tax Court Considers a Treatment of Limited Liability Companies for Purposes of Passive Losses"  
*Luce Forward Legal e-Update* - July 20, 2009.

"California Introduces Film and Production Credit" - *Luce Forward Legal e-Update* - May 28, 2009.

"IRS Places Time Limit on 5-Year Carrybacks" - *Luce Forward Legal e-Update* - May 21, 2009.

"Stimulus Bill Provides Benefits for Renewable Energy Sources" - *Luce Forward Legal e-Update*  
April 23, 2009.

"Federal 5-Year Loss Carryback Benefits San Diego Small Businesses" - *Luce Forward Legal e-Update*  
April 15, 2009.

"Stimulus Bill Provides Benefits for Builders and Developers" - *Luce Forward Legal e-Update*  
March 31, 2009.

"Stimulus Bill Provides Tax Relief" - *Luce Forward Legal e-Update* - February 18, 2009.

"Generous Energy-Related Tax Provisions Included in Bailout Bill" - *Luce Forward Legal e-Update*  
October 24, 2008.

"California to Regulate Qualified Intermediaries Next Year" - *Luce Forward Legal e-Update*  
October 16, 2008.

"Court of Appeals Affirms LLC Fee as Unconstitutional" - *Luce Forward Legal e-Update*  
February 15, 2008.

"California Franchise Tax Board to Enforce Withholding on Non-Resident S Corporation Shareholders"  
*Luce Forward Legal e-Update* - January 12, 2007.

"Superior Court Finds LLC Fees Unconstitutional" - *Luce Forward Legal e-Update* - March 24, 2006.

"U.S. – Mexico Protocol Further Reduces Withholding Taxes" - *Luce Forward Legal e-Update*  
August 15, 2003.

"Summary of Jobs and Growth - Tax Relief Reconciliation Act of 2003" - *Luce Forward Legal e-Update*  
May 28, 2003.

"The Ethics of Non-Equity Partners at California Law Firms" - *Business Law News of the State Bar of California* - 2003.

> **PUBLICATIONS** *CONTINUED*

"IRS Clarifies Treatment of Husband and Wife Single-Member LLCs; and Related News"  
*Luce Forward Legal e-Update* - November 8, 2002.

"Budget Compromise Is Bad News for California Taxpayers" - *Luce Forward Legal e-Update*  
September 27, 2002.

"I.R.S. Clarifies Tax Treatment of LLCs" - *California Tax Lawyer* - 1995.

"Catching the Next Wave: Limited Liability Companies Come to California" - *California Tax Lawyer* - 1994;  
reprinted in *State Tax Notes*.

Editor-in-Chief - *California Tax Lawyer* - 1992-93.

"Federal Tax Update," *California Tax Lawyer*, 1991-92.

"Tax Considerations in Settling a Case" 4 *California Litigation* 15 - 1990.

Adjunct Professor of Law - University of San Diego School of Law.

> **PRESENTATIONS**

Speaker: ULI@Lunch - Green Tax Incentives - Presented by Urban Land Institute San Diego / Tijuana  
February 17, 2010.

Panelist: "The Benefits of Solar for Residential Developers" - Luce Forward Seminar - June 9, 2009.