



KARL A. WEISS

PRINCIPAL

PRACTICE EMPHASIS

With over 20 years of experience and 250+ merger/acquisition transactions (ranging up to \$120M), Karl provides comprehensive legal and tax counsel, personalized to all types of closely held and family businesses throughout the Pacific Northwest. Drawing upon a significant federal and state tax background, he enjoys assisting clients with choice of entity and formation, governance and operating agreements, employment and compensation plans, service agreements, as well as business dissolutions, succession planning, mergers/acquisitions, and advanced estate/tax planning. Utilizing a team approach, he works closely with the clients' other professional advisors.

Prior to joining Lasher Holzapfel Sperry & Ebberson, Karl was a Manager with a big-four accounting firm in its state and local tax consulting practice, where he assisted Fortune 500 clients, middle market businesses, and emerging growth companies in tax and strategic planning.

During law school, Karl served on the *Willamette Law Review*, was a member of Inns of Court (mentored by Oregon Supreme Court Chief Justice Wallace P. Carson), and clerked for the five Magistrates of the Oregon Tax Court.

EDUCATION

New York University

- LL.M. (Taxation)

Willamette University

- Juris Doctor

Northern Arizona Institute of Technology

- Accounting Technician

University of Wisconsin-Madison

- Bachelor of Arts (Behavioral Science & Law)

The Lawrenceville School, Lawrenceville, NJ

PRACTICE AREAS

- Corporate & Business Law
- Estate Planning, Trusts and Probate
- Tax Law



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REPRESENTATIVE CASES

- Stock acquisition of a specialized construction firm with an accompanying IRC Section 338(h) (10) election (stock sale treated as asset sale).
- Reorganization of a manufacturer's representative business pursuant to IRC Section 368(a)(1)(D) (split off), when owners failed to agree on future course of business.
- Represented separate software companies in sale transactions to private company/public company.
- Legal counsel to physicians group and ultimate sale to local non-profit healthcare provider.
- Equity participation plans and other non-qualified employee incentive plans in light of IRC Section 409A (deferred compensation).
- Assisted professional engineering firm from formation to \$20M in revenue.

PUBLICATIONS AND PRESENTATIONS

- Contributing Author - Washington Partnership and LLC Deskbook (3rd Ed. 2020 and 2nd Ed. 2010), Washington State Bar Association
- Co-Author - "Estate Planning for Timber Families," Northwest Woodlands Magazine
- "Favorably Negotiate Complicated Business Contracts with Strategic Tools," National Business Institute
- "Splitting Up Businesses (in a Divorce)," The Seminar Group
- "Limited Liability Companies," National Business Institute
- "Tax Opportunities and Issues for the LLC," National Business Institute
- "LLC Workshop: Choose, Draft and Maintain," National Business Institute
- "Drafting LLC Operating Agreements," National Business Institute
- "Tax Primer for Business Attorneys," King County Bar Association
- "To LLC or Not To LLC," Northwest Entrepreneur Network

PROFESSIONAL & CIVIC

- Managing Principal, Lasher Holzapfel Sperry & Ebberson, 2019, 2020
- The Best Lawyers in America "Best Lawyers" (Closely Held Companies and Family Businesses Law), 2021
- Washington Super Lawyers magazine (business/corporate law) 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020, 2021
- Seattle Met magazine Top Lawyer (business/corporate law) 2011-2020
- Washington Law & Politics magazine, Rising Star, 2008 and 2009
- Seattle Business Monthly magazine (tax Law) 2007
- Seattle magazine, Top Lawyer (tax law) 2007
- Admitted to U.S. Tax Court



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PROFESSIONAL & CIVIC, CONT'D.

- Washington State Bar Association, Taxation Section
- Past Director, Board of Directors, Mercer Island Boys & Girls Club, 2013-2016
- Past Director, Bellevue International School PTA
- Past Committee Member, Northwest Entrepreneur Network
- Division I NCAA swimming - team captain and school record holder at University of Wisconsin - Madison
- U.S. Swimming - Nationally ranked 110m Butterfly / competed in two U.S. Olympic Swimming Trials
- U.S. Masters Swimming National Short Course Championships (free relay)



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