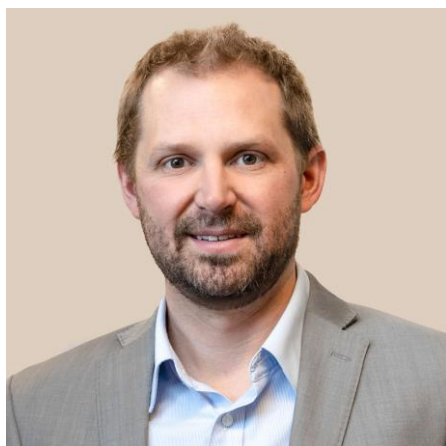


Ross Keogh is a shareholder in the firm's rapidly growing Missoula, Montana office. His practice focuses on helping clients create and manage tax-efficient business structures and capital syndication, particularly in the context of start-ups, real estate and the Opportunity Zone incentive.



Contact information

406.317.7241

rkeogh@parsonsbehle.com

Capabilities

Corporate Transparency Act
Mining & Water Rights
Natural Resources, Real Estate &
Renewable Energy Taxation
Planning & Structuring
Renewables
Tax
Environmental & Natural Resources
Tax Controversies
Water Rights, Quality & Infrastructure
Real Estate
Aviation

Licensed/Admitted

Montana
U.S. Dist. Court, Dist. of Montana
U.S. Tax Court
Wyoming
U.S. Dist. Court, Dist. of Wyoming
North Dakota

**A Different
LEGAL
PERSPECTIVE**

Ross P. Keogh

Office Managing Shareholder, Missoula
Missoula | Helena | Wyoming

Biography

A member of Parsons' energy, environmental and natural resources practice group, Ross Keogh combines his extensive pre-law experience in developing large-scale renewable energy projects, a master's degree in economics, his deep legal experience in business and real estate transactions and tax with his passion for Montana's outdoor and rural lifestyle to deliver a unique skillset to clients.

Tax, Securities and Business Structuring

As a leading expert on the 2017 Tax Act and the Opportunity Zones Tax Provision (section 1400Z-2), Ross provides advice to clients in tax planning and deal structuring around the creation, sale or purchase of businesses or real property. His experience as an economist and attorney enables him to directly and dynamically advise clients on the tax and business implications of transactions and to tax-efficiently structure their capital stack.

Energy, Water and Real Estate

In the Intermountain West, Ross is an expert in the areas of water rights, energy and real estate law. He represents some of Montana's largest companies before the Montana Water Court and supports developers across the Pacific Northwest with complex real estate transactions and equity placements.

Experience

Multiple Adjudication Cases

Represented client in adjudication of the Jefferson River Basin and secured favorable outcomes in multiple adjudication cases, including the retention of an abandoned water right that had secured a BOR objection.

Complex Settlement Fund Distribution

Counsel for trustee of hospital settlement fund in the distribution of the fund and a variety of complex tax issues to distribute over \$5 million to over 10,000 beneficiaries.

Qualified Opportunity Fund for Acquisition of Hotels

Advised client on the creation of qualified opportunity fund and the acquisition of projects in three markets to support the development of extended stay hotels.

Ongoing Property Acquisitions

Advised client on the acquisition of real property and associated equity syndication real estate investments in the Intermountain West to successfully acquired four individually syndicated projects with more ongoing.

Complex Property Acquisitions in Expedited Time Frame

Represented company who acquired three properties from four different sellers and completed multiple simultaneous closings in an expedited time frame.

Montana Water Adjudication Representation

Represent dozens of water rights owners located throughout Montana in most hydrological basins subject to ongoing adjudication by the Montana Water Court against claims of abandonment, non-perfection and challenges to every possible element of a water right. Clients include individual farmers, family ranches, corporations, irrigation districts, and water supply companies.

ASJ Ventures, LLC Acquisition

Counseled the client on the acquisition and \$3 million financing of 250 units of a partially completed subdivision near Wye, Montana with significant upzoning potential.

111X Pacific, LLC - Acquisition and Financing

Represented the developer in the near-simultaneous \$46M acquisition of three adjacent properties in the core of downtown Tacoma, Wash. in reliance on the opportunity zone incentive, and the associated syndication and financing for the development of a mixed-use integrated project.

Facilitated Deal to Install Largest Solar Array in Montana

Represented SAROC Energy, LLC in a first-of-its-kind deal in Montana with third-party financing between SAROC Energy and Missoula County to design and install a \$450,000 solar array - the largest behind-the-meter array currently known in Montana. The deal provides SAROC Energy, LLC to benefit from tax advantages the county cannot while the county is enabled to install an energy-saving system without a major initial investment. Full press release.

Environmental, Social and Governance (ESG) Project

Assisted on an environmental, social and governance (ESG) project for the San Juan County Clean Energy Foundation LLC to establish a fund designed to contribute to the near communities.

Established Tax-Advantaged Trusts and Lease Agreements

Counsel to aircraft engine investors. Set up tax-advantaged holding trusts and leased engines to commercial air carriers.

Lead Counsel on the sale of a multi-state truck parts importer and wholesaler to TruckPro, LLC

Accomplishments

Academic

University of Montana School of Law (Juris Doctorate, 2014, with Honors)

- Honors: Jessup Moot Court Team, Member
- Honors: Recipient of the Margery Hunter Brown Assistantship
- Law Review: Public Lands and Resources Law Review, Editor

University of Montana, Master of Economics degree

- Thesis: "Market Power and Regulatory Failures in the Montana Wholesale Electricity Market"

Vassar College, Bachelor of Arts degree

Associations

Professional

State Bar of Montana

American Bar Association - Section of Taxation

Articles

"New Entity Registration Requirements Under the Corporate Transparency Act." Dec. 4, 2023

"Beneficial Ownership Reporting – Start Your Engines," Oct. 16, 2023

"Implications of the Inflation Reduction Act for the Natural Resource Sector: How Resulting Tax Incentives and Fees Could Affect Your Business," Aug. 15, 2022

"Superfund Chemical Excise Taxes Restored and Expanded by Jobs Act," June 21, 2022

"Tax Traps for Startups with No Income," *Utah Business Magazine*, April 12, 2022

"IRS Again Provides Extraordinary Flexibility for Opportunity Zone Investors in the Wake of the Pandemic," Jan. 25, 2021

“The Enhanced and Expanded Employment Retention Credit,” Jan. 12, 2021

“Tonix Pharmaceuticals buys 44 acres in Hamilton, plans vaccine production facility,” December 28, 2020

“New COVID Relief Statute: Second Round of PPP Loans, Extension of FFCRA Leave Rights, and Tax Code Changes,” Dec. 23, 2020

“A Portion of Payroll Taxes May Be Deferred for the Vast Majority of Workers Beginning Sept. 1, 2020, and Continuing Through Dec. 31, 2020,” Aug. 29, 2020

“PPP Loan Program Modified – More Time to Spend, Fewer Restrictions on Spending,” June 5, 2020

“Strategies on Acing the SBA’s new PPP Loan Forgiveness Application,” May 18, 2020

“\$2 Million PPP Safe Harbor Announced by SBA,” May 13, 2020

“Paycheck Protection Loan Amnesty Program Ends Soon – May 7 – Should You Return Your Loan?” May 4, 2020

“Relief Fund Payments to Healthcare Providers Under the CARES Act,” April 23, 2020

“CARES Act PPP Loans Interim Final Rule Released,” April 3, 2020

Presentations

“The Corporate Transparency Act,” Feb. 8, 2023

“Inflation Reduction Act – Board Observations,” Rocky Mountain Chapter of the Energy Bar Association, Nov. 17, 2022

“MTLA Annual Convention,” August 5, 2021

“Accessing BUILD Grants to Improve Infrastructure,” March 19, 2021

“The Coronavirus “Response Act” – COVID-19 Relief and Tax Benefit Opportunities in 2021,” Jan. 14, 2021

“Strategies on Acing the SBA’s New PPP Loan Forgiveness Application,” May 20, 2020

“Moving Forward: Resuming Business in a Changed Environment,” May 7, 2020

“Natural Resources Industry Liquidity, Compliance and Operational Challenges,” April 1, 2020