



F O R T Y

2012



BRIAN SMITH

AGE

39

LAW SCHOOL

Indiana University Mauer School of Law

AREA OF PRACTICE

Corporate Transactions/Tax Law

FIRM

Freeborn & Peters LLP

311 South Wacker Drive, Suite 3000

Chicago, Illinois 60606-6677

A breath of fresh air.

As a Certified Public Accountant at Arthur Andersen, Brian Smith, 39, learned the ins-and-outs of the tax code but always felt there was more he could bring to the table. After law school, he worked for the Chief Counsel of the Internal Revenue Service where represented the U.S. government in the U.S. Tax Court. There, he began to integrate his technical background with legal knowledge and knew his path would bring him to private practice. Now a partner at Chicago's Freeborn & Peters LLP, Smith has found his calling, "My clients don't have tax issues; they have business issues with tax implications," he said.

Whether he is representing a start-up venture, a private equity fund or a major restaurant franchisor like Jimmy John's, Smith's clients repeatedly comment on his unique combination of being practical and finding solutions. "Brian was the lead tax attorney on a minority share transaction. His work and talents allowed us to close the deal with minimal tax issues. Just as important, Brian's ability to manage the process during the transaction allowed for the entire matter to go smoothly, not just the tax work," said Jeffery B. Wampler, counsel for Jimmy Johns, LLC, who has worked with Smith since 2006.

"Brian has a command of the tax code that allows him to immediately provide advice and direction," said Sara Lee Keller, Executive Vice President and General Counsel of Clear Channel Outdoor, Inc. "He is solution oriented – always trying to find a way to obtain his client's desired goals. I have worked with many tax

attorneys, most of whom are naysayers. Brian is a breath of fresh air as he works with the client to find the right balance of risk and reward."

In another situation, Smith worked with a technology reseller that had not previously used sophisticated legal counsel. "Brian has helped the client in numerous areas of his business and has helped make the business even more successful. I have seen him treat the client like a true partner, and that is a rare skill among corporate transactional attorneys," said Nicholas A. Long, of Reed Smith LLP, who has known Smith since 2000. "It is not only his knowledge of tax that sets him apart, but his ability to take complex tax concepts and explain them in a very practical manner makes him even more unique," Long said.

Smith has also been fortunate to retain the trust of former Freeborn & Peters colleagues who moved on to in-house positions. On a health information business matter, former Freeborn & Peters partner David Dieter, now with Takeda Pharmaceuticals USA, said, "Brian actively managed various aspects of the transaction, including drafting and negotiating the transaction documents as well as serving as a key client contact," adding that he was continually impressed by Smith. "Brian was steady and calm, even when working under pressure, and has excellent substantive skills."

Smith has also found time for *pro bono* work. He helped the Great Lakes and St. Lawrence Cities Initiative create its

public-private structure – no small feat for an organization whose chairs have been former Chicago Mayor Richard Daley and Mayor David Miller of Toronto. He has also reached out and been a mentor to young associates at the firm as part of Freeborn & Peters' formal mentoring program. "Brian's strong reputation as a skilled and strategic attorney gives him credibility to guide younger attorneys. (He) has also been supportive even after I left the law firm and pursued a career in public interest law," said Ami Gandhi, who is now executive director of the South Asian American Policy & Research Institute.

Social issues and civil rights are important aspects of Smith's career as well. "It was only after I became a Democratic candidate for U.S. Senate in Illinois in 2010 that I learned of Brian's deep and long-lasting concern for social and civil rights issues. Based on Brian's unobtrusive demeanor, I'm sure that this is a side of which many of Brian's colleagues are unaware," said Jacob J. Meister, principal with Jacob Meister & Associates in Chicago. Smith supported Meister's Senate candidacy as well as his mission to advance the individual rights of gay citizens in Illinois.

Tax provided Smith with a strong practical foundation as he began his career. His distinctive ability to connect with people and understand their business needs helped transform his practice. Today, he works with clients as a trusted business advisor, providing solutions to their broadest business challenges.

Freeborn & Peters Congratulates Brian Smith, one of “40 Under 40 Attorneys to Watch.”

Whether Brian is representing a start-up venture, a private equity fund, a food manufacturer or a major restaurant franchisor, his clients repeatedly comment on his unique combination of technical proficiency and creative problem solving.

As a transactional partner with an extensive tax background at Freeborn & Peters, Brian is a valued colleague, respected mentor and a force within our firm.

Brian Smith: definitely one to watch.

Freeborn & Peters LLP

311 South Wacker, Suite 3000

Chicago, IL 60606

312-360-6000

www.freebornpeters.com



Brian is the thirteenth Freeborn & Peters attorney to be named to the Law Bulletin's 40 Under Forty list since 2000.