

Janice E. Rodgers

Retired Partner

Janice Rodgers concentrated her practice on representing and advising not-for-profit organizations, including private and public foundations, charitable and educational institutions, and other tax-exempt entities. She also has experience in advising both individuals and institutions on charitable giving, including charitable remainder trusts, charitable lead trusts, direct gifts, and tax planning for long-term charitable gift programs. She was a frequent speaker on topics such as permissible lobbying and political activity of tax-exempt organizations; private foundation rules; not-for-profit organization investment standards and procedures; ethical, legal, and governance principles and best practices for not-for-profits; and director and officer responsibilities, liabilities, and insurance. Ms. Rodgers' most recent experience included:

- Advising private foundations (corporate, family, and independent) concerning grants, including to international organizations, coalitions, non-501(c)(3) organizations, and for-profit entities and for scholarships; and appropriate due diligence, documentation, and record-keeping.
- Advising private foundations concerning program-related investments, including loans and guarantees for environmental conservation and other purposes and direct investments in for-profit entities for environmental and economic development purposes.
- Advising organizations concerning compliance with tax laws, including private foundation rules on self-dealing, minimum distribution requirements, excess business holdings, jeopardizing investments, lobbying, political activity, grants to individuals, and expenditure responsibility; intermediate sanctions for excess benefit transactions; and unrelated business taxable income, and maintaining tax-exempt, public charity, or private operating foundation status.
- Advising organizations regarding the attributes of different organizational structures, including trust or corporation, and tax status, including private foundation, public charity, private operating foundation, and church or school, and analysis of the appropriateness for a particular organization.
- Advising donors on alternative structures and vehicles for their charitable giving, including private foundations, donor-advised funds, supporting organizations, and charitable lead or charitable remainder trusts.
- Advising institutions regarding receipt and negotiation of, and agreements regarding, various forms of charitable donations,



janice.rodgers@quarles.com

Chicago Office

Tel: (312) 715-5034

Fax: (312) 632-1734

including real estate, stock, artwork and gifts through estates, trusts, charitable gift annuities, retirement plans, and life insurance.

- Creating new organizations and securing federal income and state and local sales and property tax exemptions for them.
- Restructuring not-for-profit organizations, ranging from amendments to articles of incorporation and bylaws, to mergers, liquidations, or conversion from trust to corporate form, to changing tax status.
- Advising hospitals, colleges, and other institutions regarding governance issues, including compensation and audit committee structures and functions, satisfaction of board member fiduciary duties, conflict of interest issues and policies, and endowment policies and procedures.
- Advising organizations concerning investment policies and procedures and reviewing management contracts and investment partnerships and other structures.
- Preparing and reviewing tax returns (including Forms 990, 990-PF, and 990-T) and other governmental filings.
- Representing organizations in seeking rulings from, negotiating tax liability with, and audits by, the IRS.
- Coordinating the services of other attorneys (both inside and outside Quarles & Brady) to not-for-profit clients.

Legal Services

- Business Law
 - Investor Services
- Tax-Exempt Organizations
- Tax
- Higher Education

Education and Honors

- Harvard Law School (J.D., *cum laude*, 1976)
- University of Illinois (B.S., *highest honors*, 1973)

Court Admissions

- U.S. District Court, Northern District of Illinois, 1976

Professional and Civic Activities

- American Bar Association (Member: Taxation Section, Exempt Organizations Committee)
- Chicago Bar Association (Member: Federal Tax Committee; Former Chair: Exempt Organizations Division)
- Leading Lawyers Network (Member)
- Council on Foundations Philanthropic Advisors Network (Member)

- Loyola University of Chicago School of Law (Lecturer, 1981–1983)
- Quarles & Brady Tax-Exempt Organizations Group (Chair)
- Certified Public Accountant, 1973
- Chicago Community Trust (Professional Advisory Committee)
- Sargent Shriver National Center on Poverty Law (Board of Directors; Chair, Investment Committee; Member, Executive Committee; Former Board Chair)
- Forefront (Public Policy Committee; Former Officer and Director)
- Illinois Attorney General's Charitable Advisory Council (Executive Committee)
- Alumnae Council of the Chicago Foundation for Women (Member; Former Chair)
- The John Crerar Foundation (Board of Directors and President)
- Chicago Foundation for Women (Audit Committee Member; Co-Chair, Professional Advisory Committee; Former Director and Officer)
- Chicago Women in Philanthropy (Member; Former Director and Officer)
- Women's Issues Network and Women's Issues Network Foundation (Former Director and Officer)
- Chicago Contributions Discussion Group (Former Co-Chair)
- ITT Chicago-Kent College of Law's Annual Conference on Not-For-Profit Organizations (Co-Chair of Advisory Board)

Professional Recognition

- Listed in *The Best Lawyers in America*® (2007–present: Non-Profit/Charities Law)
- Recognized as *Best Lawyers*® 2016, 2018 Chicago Non-Profit/Charities Law "Lawyer of the Year"
- Named one of the Top 50 Women Lawyers in Illinois by *Super Lawyers*® (2007–2009 and 2012)
- Selected for inclusion in *Illinois Super Lawyers*® (2006–present: Non-Profit)
- Martindale-Hubbell AV® Peer Review Rated
- Chicago Foundation for Women "2010 Impact Award"; "2017 Impact Award"
- Named a 2014 Woman of the Year by the Rotary Club of Chicago
- Donors Forum of Chicago (now known as Forefront) Mel Tracht Outstanding Volunteer Award (2003)