



Scott A. Harty

Partner

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Related Services

Tax ■ Federal & International Tax ■ Mergers & Acquisitions ■ Private Equity ■ Corporate & Business Transactions ■ German Business Team ■ Tax Policy & Regulation ■ Tax Controversy ■ Financial Services ■ Tax Credit Transactions ■ Transactional Tax Insurance

Companies rely on Scott to guide them through the tax implications of complex domestic and cross-border commercial transactions. An experienced negotiator and technician, he also navigates his clients through the intricacies of utilizing transactional insurance.

Scott Harty focuses his practice on complex domestic and cross-border commercial transactions, including taxable and tax-free mergers and acquisitions, joint ventures, and corporate restructurings. He has broad industry experience and works with publicly traded companies, private equity funds, closely held businesses, and large tax-exempt entities in structuring and negotiating M&A and other strategic transactions. Scott also represents clients in domestic and international tax controversy matters, including administrative audits and appeals before the Internal Revenue Service, as well as negotiation and settlement of taxes and civil penalties.

Scott's practice also involves serving as underwriter's counsel to insurers and advising insureds in the evolving area of tax insurance. He has advised on numerous policies covering some of the most complex domestic and international tax matters as well as recent innovative uses of transactional insurance in the markets. Scott is a thought leader in the industry and regularly speaks on the expanding use of tax insurance in M&A and as a means of risk management.

Scott is chair of Alston & Bird's Federal & International Tax Group and has been recognized by *Chambers USA* and *The Best Lawyers in America*® as one of the leading tax lawyers in Georgia.

Representative Experience

- Advising clients on federal tax issues arising from the coronavirus pandemic, including the tax impact of new federal legislation designed to mitigate the economic effects, business disruption issues, and tax considerations for insolvent and troubled businesses.
- Represented Total System Services (TSYS) in its \$1.05 billion acquisition of Cayan, a payment technology company with operations in the U.S. and Northern Ireland.
- Advised Synovus Financial Corp in its \$2.9 billion acquisition of FCB Financial Holdings.
- Represented FleetCor in its acquisition of Cambridge Mercantile Corp., a Canadian business-to-business payments company, for approximately \$650 million.
- Advised a Swedish conglomerate on the spinoff of its extended-care business for more than \$600 million.
- Advised Synovus Financial Corp. on a \$350 million preferred stock offering.
- Advised a privately held company on a \$300 million tax-free splitoff in connection with a shareholder dispute.

- Represented LinQuest Corporation, a federal government contractor and leading provider of space systems technology solutions to the U.S. defense and intelligence communities, in the sale of a controlling interest to Madison Dearborn Partners and CoVant Management.
- Advised Sterling Payment Technologies LLC, an integrated payments provider, on its sale to EVO Payments International.
- Represented payment software and security provider TrustCommerce in its sale to private equity firm Waud Capital.
- Represented a foreign government on cross-border tax issues in connection with a \$9.5 billion loan to a U.S. automotive manufacturer and related equity investment.
- Represented multiple publicly traded companies in the protest of IRS adjustments involving transactions among the affiliated groups.
- Advise insurance companies and managing general agents with coverage for specified tax risks.
- Co-hosted Alston & Bird's 16-part weekly series on the progress and effects of the Tax Cuts and Jobs Act of 2017 ("tax reform"). Topics included international tax, corporate tax, executive compensation, employee benefits, health and welfare, and partnerships.
- Co-hosting Alston & Bird's monthly Tax Talks webinar series.

Publications & Presentations

Publications

- "Growing Risks Are Fueling Tax and Litigation Insurance Markets," *Bloomberg Law*, December 18, 2023.
- "Into the Unknown: Employee Retention Credit Remains Murky," *Tax Notes Federal*, June 8, 2020.
- "Proposed 'Political Subdivision' Test Presents Challenges," *Law360*, May 18, 2016.
- "Earn-Outs in Cross-Border Acquisitions: Managing Code Sec. 956 Exposure," *International Tax Journal*, March-April 2016.

Presentations

- 31st Annual Paul J. Hartman State and Local Tax Forum, Vanderbilt University Law School, Nashville, TN, October 28–30, 2024.
- 3rd Annual Tax Liability Insurance ExecuSummit, Uncasville, CT, October 8–9, 2024.
- "Tax Liability Insurance: Current Trends, Controversies and Claims," 2024 PLUS Transactional Risk Symposium, Professional Liability Underwriting Society (PLUS), New York, NY, March 4, 2024.
- "Monetizing Tax Assets with Tax Insurance: Opportunities and Strategies," TEI 2023 Annual Conference, Tax Executive Institute, New York, NY, October 22–25, 2023.
- "Tax Liability in M&A Transactions," 2nd Annual Tax Liability Insurance ExecuSummit, Uncasville, CT, October 3 – 4, 2023.
- An Update on the State of the Transaction Insurance Markets, Charlotte, NC, June 28, 2023.
- "Innovative Approaches to Managing Tax Risk Through Insurance," TEI 2023 73rd Midyear Conference, Washington, D.C., March 21, 2023.
- "WSTA/WSTEC Seminar on Tax Insurance," Wall Street Tax Association, New York, NY, December 7, 2022.

Professional & Community Engagement

- International Fiscal Association
- American Bar Association, Tax Section
- International Bar Association
- U.S. Tax Court

Education

- New York University (LL.M.)
- Vanderbilt University (J.D.)
- Virginia Polytechnic Institute (B.S.)

Admitted to Practice

- Florida
- Georgia
- New York