bodman

Celeste E. Arduino

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Celeste E. Arduino is co-chair of the Exempt Organization and Impact Investing Practice Group. She represents nonprofit and charitable organizations and the high net worth individuals who support them.

She counsels nonprofits, including family foundations, public charities, religious organizations, and other tax-exempt and charitable organizations, on securing and retaining exempt status, advising on corporate governance issues, and counseling on general operational matters. She also counsels individuals on estate, gift and tax planning matters, charitable gifting, and provides operational and corporate advice in connection with their closely-held businesses.

Her clients include individuals, hospitals, religious organizations, 501(c)(3) charitable organizations, 501(c)(4) social welfare organizations, 501(c)(6) business leagues, captive insurance companies, health maintenance organizations (HMOs), financial institutions, family businesses, and family offices.

Ms. Arduino guides non-profit and philanthropic clients on matters that are unique to their sector, including unrelated business taxable income, advocacy and lobbying activities, charitable solicitations, grantmaking, and social investing. Specifically, she has experience with the following:

- Advising large, private foundations and public charities on complex compliance issues such as self-dealing, excess business holdings, taxable expenditures, jeopardy investment, excess benefit transactions, and Form 990/990-PF reporting matters;

practices & industries

Trust and Estate Litigation

Exempt Organizations and Impact Investing

Tax

High Net Worth

education

Wayne State University Law School, J.D., *magna cum laude*; Order of the Coif

Bowling Green State University, B.A., *magna cum laude*

admissions

Michigan

court admissions

U.S. District Ct., E.D. Mich.

- Advising on and aiding with corporate governance matters for both tax-exempt and for-profit entities: formations, dissolutions, applications for tax-exemption, etc.;
- Negotiating the terms of tax-credit investments for financial institutions; and
- Assisting foundations with grantmaking, including expenditure responsibility, international equivalency determinations, and program-related investments.

In addition to her work with charitable and tax-exempt organizations, Ms. Arduino advises high net-worth clients on estate, gift, and income tax matters. She also helps them with estate plans and business planning, especially with closely-held companies that involve multiple family members. Some of the services that she provides for such clients include:

- Preparing estate plans for high-net worth individuals, including wills, trusts, powers of attorney, deeds, Grantor Retained Annuity Trusts (GRATs), and Qualified Personal Residence Trusts (QPRTs); and
- Counseling and assistance with the acquisition and disposition of businesses, aircraft, yachts, and oil & gas interests.

Ms. Arduino is a participant in the Great Lakes Area Tax Exempt/ Governmental Entities (TE/GE) Council, whose membership consists of a select group of practitioners who represent taxpayers in the seven states covered by the Great Lakes Area of the Internal Revenue Service's TE/GE Division. The purpose of the Council is to maintain an open line of communication between that TE/GE Division – which oversees employee benefit plans, exempt organizations, and government entities – and the practitioner community. It provides input to the IRS on procedural and systemic matters that can range from policies and procedures to specific tax issues.

She is co-chair of the Nonprofit Corporations Committee of the Business Law Section of the State Bar of Michigan, which reviews and updates the state's laws relating to the organization of non-profit organizations in addition to reviewing legislation that regulate the solicitation of charitable contributions.

The American Bar Association has selected Ms. Arduino as its 2017 Outstanding Young Nonprofit Lawyer. She is listed as a Metro Detroit 2026 "Top Lawyer" by *DBusiness* Magazine in the area of Non-Profit/Charities Law, and she is listed in *Michigan Rising Stars 2017* under Nonprofit Organizations.

She is a graduate of Leadership Detroit, Class XXXVII (2015-2016), an executive leadership program led by the Detroit Regional Chamber

that aims to create awareness of major issues affecting the region and challenges these leaders to bring about positive change in the community through informed leadership.

Ms. Arduino is co-chair of Bodman's Pro Bono Committee. She is an advisor to the Board of Directors of Vista Maria, a non-profit that provides innovative care, support, treatment, and education to vulnerable youth.

HONORS, AWARDS, AND RECOGNITION

- *DBusiness* Magazine "Top Lawyers" 2012, 2014, 2018-2027, Nonprofit/Charities Law
- *Crain's Detroit Business* "Notable Women in Law" 2024
- *Michigan Lawyers Weekly* "Women in the Law" 2020
- 2017 Outstanding Young Nonprofit Lawyer, American Bar Association
- *Michigan Rising Stars 2017,* Nonprofit Organizations

CIVIC, CULTURAL, AND COMMUNITY ACTIVITIES

- Leadership Detroit Class XXXVII, Graduate (2015-2016)

PROFESSIONAL AFFILIATIONS

- State Bar of Michigan
  - Business Law Section, Co-Chair, Nonprofit Corporations Committee
- Fellow, Michigan State Bar Foundation

PUBLICATIONS

- Author, "Charities, Lobbying, and Politics: A Reminder to Stay Nonpartisan During This Election Cycle," *Michigan Business Law Journal,* Volume 44, Issue 2 (Summer 2024)
- Author, "Managing Endowment Funds During an Economic Downturn," *Michigan Business Law Journal,* Summer 2020
- Co-Author (with Jennifer M. Oertel), "CARES Act Provisions that Apply to Tax-Exempt Organizations," Bodman COVID-19 Response Team Update, March 2020
- Co-Author (with Jennifer M. Oertel), "Qualified Disaster Relief Payments," Bodman COVID-19 Response Team Update, March 2020
- Co-Author, "Taking Action Without a Meeting: Electronic Voting and Other Options for Members and Directors of a Michigan Nonprofit Corporation," *The Michigan Business Law Journal,* Summer 2018

SPEAKING ENGAGEMENTS

- Co-Presenter (with Jennifer M. Oertel), "Forming a Nonprofit," ICLE On Demand Webcast (May 2020)

PRO BONO

- State Bar of Michigan 2026 A Lawyer Helps Pro Bono Honor Roll