Holland & Hart

PRACTICES

Federal Income Taxation
Funds and Investment Management Tax
Mergers and Acquisitions
Affordable and Multifamily Housing
Corporate
Emerging Companies
Family Office and Trust Companies

INDUSTRIES

Renewable Energy and Storage
Conventional Power
Oil and Gas
Oil and Gas Transactions
Mining
Financial Institutions

EDUCATION

George Washington University School of Law, J.D., 2000
Highest Honors
Order of the Coif

Rice University, B.A., 1997

BAR ADMISSIONS

Colorado

COURT ADMISSIONS

U.S. Tax Court
U.S. Supreme Court
U.S. Court of Appeals for the Federal Circuit
U.S. Court of Appeals for the Tenth Circuit

Adam M. Cohen

Partner

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Adam is a trusted advisor to institutional investors, fund managers, and companies in fund formation, real estate, energy, and transactions.

He is a vital leader in fund formation, corporate, merger and acquisition, master limited partnership, and real estate deal teams, working closely with other lawyers in the firm to achieve clients' transactional goals.

Institutional investors seek Adam's counsel when investing in funds focused on various sectors of the economy, including hedge funds, venture capital funds, oil and gas funds, and real estate funds and assists fund managers in establishing funds in these sectors.

Adam counsels clients on renewable energy and low-income housing tax credit (LIHTC) projects and funds. He is a sought-after, industry-leading speaker and has published frequently on the topics of opportunity zones, renewable energy tax incentives, and partnerships.

Adam is a former contributing editor for the "Shop Talk" column of *Journal of Taxation* and he co-chairs the firm's Fund Formation practice.

EXPERIENCE

- Investor structuring and tax
- Fund structuring
- Transaction structuring
- M&A tax advice
- Credit qualification advice and opinions
- Opportunity Zones
- Choice of entity
- Equity compensation
- Master Limited Partnerships – acquisition, offerings, drop-downs, and qualifying income issues

CLIENT RESULTS

Assisted with placing over $1 billion each year for institutional investors in investment funds

Led formation of real estate funds, which raised over $100 million in capital

SM Energy Company exchange of outstanding debt for approximately $447 million in new notes and warrants, reducing the company's total indebtedness by $272 million.

DCP Midstream Partners, LP in connection with its $500,000,000 an underwritten public debt offering.

PUBLICATIONS

"New IRS Guidance: Foreign Entity Material Assistance for Clean Energy Tax Credits," *Tax Law Update*, February 16, 2026

"Trump's 'One Big Beautiful Bill': Major Tax Changes for 2025-2026," *Federal Affairs Update*, January 8, 2026

"Termination Effectiveness Beginning (Of Construction): Notice 2025-42," *Tax Law Update*, August 21, 2025

"IRS Issues Final Prevailing Wage and Apprenticeship Regulations," *Tax Law Update*, June 28, 2024

"Usable Domestic Content Safe Harbor Issued," *Tax Law Update*, May 20, 2024

"New Final Tax Credit Transferability Regulations Issued; Changes Minimal," *Tax Law Update*, April 29, 2024

"Fund Formation and Credit Transfers: Monetizing Tax Credits Using Partnerships," *Fund Formation Update*, February 16, 2024

"Top 10 Things to Know: Proposed Regs for Renewable Energy Direct Pay & Direct Transfer ," *Holland & Hart Client Alert*, June 19, 2023

"Inflation Reduction Act – Renewable Energy Components," 08/16/2022

"Real Estate Professionals Under Code Sec. 469; PIP and ‘Limited Partners' for Self-Employment Tax," *Journal of Passthrough Entities, Vol. 14, No. 3*, 05/2011-06/2011

"PTP Qualifying Income, SMLLCs in Australia and Tax Professional Accuracy-Related Penalties," *Journal of Passthrough Entities, Vol. 14, No. 1*, 01/2011-02/2011

SPEAKING ENGAGEMENTS

"Foreign Entities of Concern in the 2025 Reconciliation Act (aka O3BA)," *Denver Tax Conference 2025*, December 9, 2025

"Basis Shifting Guidance: Broader Application Than You Think," *TEI Top Golf Event 2025*, June 25, 2025

"Basis Shifting Guidance: Broader Application Than You Think," *Denver Tax Conference 2024*, December 5, 2024

"Green Energy Transferability Inflation Reduction Act (IRA)," *TEI Denver*

Chapter Tax Seminar, June 26, 2024

"Overview of Federal Credit Opportunities, Including IRA Credits, Transferability, and Syndication," *2024 Tax Symposium*, June 19, 2024

"Update on Renewable Energy Tax Credits," *Denver Tax Conference 2023*, December 14, 2023

"The New Renewable Energy Tax Credits: What They Are and How to Utilize Them as Part of Your ESG Strategy," Panelist, *TEI's 2023 Annual Conference* , October 24, 2023

"Renewable Energy Tax Credits," *Holland & Hart Wyoming Tax Conference, Presenter*, May 10, 2023

"Renewable Energy Tax Credits," *Holland & Hart Tax Conference, Presenter*, December 14, 2022

"FUNDamentals: Telling Your Story - The Private Placement Memorandum," April 27, 2022

"FUNDamentals: A Mid-Market Guide to the Fund Formation Process ," January 27, 2022

"Tax Credits," *2021 Holland & Hart Tax Conference*, 12/07/2021

"Proposed Tax Reforms Under the Biden Administration," *TEI Webinar: Current Tax Developments & Legislation*, 09/29/2021

"Recent Developments in Partnerships, LLCs, and Real Estate," *NYU 76th Institute on Federal Taxation*, 11/12/2017

"New Partnership Audit Procedures - Is It Possible to be Half Pregnant?," *67th Annual Tax Institute*, 07/24/2017

"Compliance Period Capital Accounts," *2016 Colorado Housing Now! Annual Conference*, 10/01/2016

"Master Limited Partnerships (MLPs): Governance, Tax Issues," *Financial Considerations and iPO Process Seminar, EUCI, Coordinator, Presenter, Host*, 2012-2015

"Partnership Tax Update," *2013 Holland & Hart Tax Conference*, 09/2013; 12/2014

RECOGNITION

- Larry M. Katz Distinguished Service Award by the ABA Section of Taxation Partnerships and LLCs Committee Recipient, 2018
- *Chambers USA*, Tax, 2020-2026
- *The Best Lawyers in America*®, Tax Law, 2006-2027; Trusts and Estates, 2021-2027
- Colorado Super Lawyers®, Tax, 2014-2026

- Colorado Super Lawyers® Rising Star, 2011-2013
- *5280 Magazine* Top Lawyers, Tax: Corporate, 2021-2025; Mergers & Acquisitions, 2026
- *Lawdragon*, 500 Leading Global Tax Lawyers, 2025
- Opportunity Zone Magazine, Top 25 Opportunity Zone Attorney, 2019-2020

PROFESSIONAL AND CIVIC AFFILIATIONS

- American College of Tax Counsel, Regent for the Tenth Circuit
- American Bar Association
  Tax Section, Vice Chair Administration, 2024-2027
  Tax Section, Council Director, 2017-2019
  Tax Section Young Lawyers Forum, Past Chair
  Task Force on Carried Interests, Past Chair
  Partnerships & LLCs Committee, Past Chair, 2013, 2014
- Colorado Bar Association
  Tax Section, Member and Executive Council Past Chair