ArentFox Schiff LLP
Attorneys

Shira Helstrom

PARTNER AND NONPROFITS & ASSOCIATIONS INDUSTRY GROUP CO-LEADER

Shira helps tax-exempt organizations stay tax exempt.



Industries

Family Office
Nonprofits & Associations
— Associations
— Higher Education
— Private Foundations & Public Charities

Practices

Corporate & Securities
Private Clients, Trusts & Estates
Tax
— Tax-Exempt Organizations

Education

New York University School of Law, LL.M., 2010

Temple University Beasley School of Law, JD, summa cum laude, 2008

Muhlenberg College, BA, cum laude, 2000

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Shira advises tax-exempt nonprofit organizations throughout their lifecycles. From formation and qualifying for tax exempt status through their ongoing operations, clients rely on Shira to help them structure and manage a wide range of operational, programmatic, and transactional matters consistent with requirements under the Federal tax laws and the state charitable and nonprofit laws. She also helps structure major corporate transactions involving tax exempt organizations, including mergers and acquisitions, joint ventures, collaborations, and forming affiliated nonprofit groups and for-profit subsidiaries in compliance with the unique requirements that apply to tax-exempt nonprofit organizations. Shira also works with nonprofit boards to improve governance processes and discharge their fiduciary obligations, and she represents clients in IRS audits and investigations by state charity regulators.

Shira is Chair of the Nonprofit Organizations Committee of the American Bar Association Business Law Section and co-leads the firm's Nonprofits & Associations Industry Group. She co-authored the "Intermediate Sanctions" BNA Portfolio and was on the Task Force that drafted the Revised Model Nonprofit Corporation Act. She has been recognized as a Leading Partner (Not-for-Profit Organizations) by The Legal 500, named among the Lawdragon 500 Leading Global Tax Lawyers, and she speaks regularly on matters affecting tax-exempt organizations

Client & Focus Areas

Shira's clients include public charities, private operating and grantmaking foundations, social welfare organizations, trade and professional associations and other tax-exempt organizations representing a broad range of industries, including medical and scientific research organizations, museums and cultural institutions, educational organizations, healthcare organizations, humanitarian organizations, standards development and certification organizations, "friends of" organizations, low-income and affordable housing organizations, corporate foundations, family foundations, supporting organizations, and advocacy organizations. Shira advises regularly on issues such as unrelated business income tax, intermediate sanctions and self-dealing, lobbying and political campaign activities, fundraising and revenue generating activities (including cause-related marketing, corporate sponsorships, and online fundraising), complex grants, impact investments, executive compensation, excess business holdings, jeopardizing investments, and qualifying distributions.

Representative Matters

Federal Tax Compliance

- Advised Section 501(c)(3), 501(c)(4), and 501(c)(6) organizations on structuring and managing revenue generating activities to minimize unrelated business income tax and help mitigate risk to their tax-exempt status, including on developing and operating corporate sponsorship programs.
- Advised public charities and private foundations on the federal tax rules that apply to lobbying and political campaign activities both nationally and internationally, including holding trainings for program staff and grantees.
- Advised Section 501(c)(3), 501(c)(4), and 501(c)(6) on forming affiliated nonprofit organizations (including supporting organizations) and for-profit organizations, and on operating as an affiliated group consistent with their tax statuses.
- Counseled Section 501(c)(3) and 501(c)(4) organizations on approving executive compensation, working with compensation consultants, and obtaining the rebuttable presumption of reasonableness under the intermediate sanctions rules to help mitigate risk of excise tax penalties.
- Helped public charities and private foundations navigate the correction of prohibited transactions under the intermediate sanctions rules and the private foundation excise tax regime, properly report those transactions to the IRS and state charity regulators, and improve policies and procedures to help mitigate risk of subsequent occurrences.
- Advised for-profit and nonprofit organizations on forming and operating employee assistance funds and company-sponsored private foundations and public charities.
- Worked with company-sponsored foundations on structuring their activities and relationships with their company-sponsors to protect against self-dealing transactions under Section 4941.
- Advised private foundations on holdings in commercial enterprises, analyzing them under the Section 4943 excess business holdings rules, and requesting extensions from the IRS to dispose of excess business holdings.
- Advised private foundations on structuring impact investments and developing requirements for impact investment funds that qualify as program-related investments under Section 4944.

Nonprofit Corporate Governance and Fiduciary Duties

- Advised charitable organizations on fiduciary obligations applicable to nonprofit officers and board members, including with respect to investing and managing investment assets and endowment funds pursuant to applicable Uniform Prudent Management of Institutional Funds Acts.
- Worked with nonprofit boards to improve governance processes and procedures, develop effective committee structures, modernize governing documents, and implement policies and procedures to better serve the needs and goals of the organizations.
- Assisted nonprofit organizations to reincorporate in different jurisdictions to help improve and simply governance structures without having to reply for tax-exempt status.

Corporate Transactions and Compliance with State Nonprofit Laws

- Advised nonprofit corporations on structuring mergers and acquisitions and on complex restructuring transactions, including obtaining private letter rulings from the IRS and consent from state charity regulators.
- Advised a non-US-based humanitarian organization on structuring options to develop a multi-national structure with a US-based affiliate.
- Advised standards-setting and certification organizations on forming, acquiring, and managing nonprofit and for-profit subsidiaries, and structuring intercompany transactions in compliance with their respective tax-exempt classifications.
- Worked with charitable organizations to navigate state charitable solicitation laws and to structure commercial co-ventures with for-profit organizations.
- Guided nonprofit corporations through the dissolution process, including terminating private foundation status with the IRS and obtaining consent from state charity regulators.

Publications

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”OMB Proposed Rule Would Codify Trump Administration Policy Requirements for Federal Financial Assistance” (co-author) (Jun. 4, 2026)

- ”IRS Finalizes Group Tax Exemption Procedures” (co-author) (Feb. 10, 2026)
- ”Nonprofits and Associations in 2026: A Checklist for Leadership’s Top 10 Legal Issues” (co-author) (Jan. 13, 2026)
- ”IRS and Treasury Release 2025-2026 Guidance Plan: What Tax-Exempt Organizations Need to Know” (co-author) (Oct. 9, 2025)
- ”Federal Directives on Political Violence and Domestic Terrorism: What Tax-Exempt Organizations Need to Know” (co-author) (Oct. 6, 2025)
- ”Federal Grantee Political Activity and Lobbying Placed Under the Microscope” (co-author) (Sept. 17, 2025)
- ”The One Big Beautiful Bill Act: Implications for Tax-Exempt Organizations and Charitable Giving” (co-author) (Jul. 21, 2025)
- ”House Advances Tax Legislation: Implications for Tax-Exempt Organizations” (co-author) (May 30, 2025)
- ”Proposed Tax Legislation: Implications for Tax-Exempt Organizations” (co-author) (May 15, 2025)
- ”Nonprofit’s Diversity Scholarship Program Challenged in Federal Court” (co-author) (Mar. 19, 2025)
- ”Know What You Don’t Know: What Are the Top Legal Issues Nonprofits and Associations Are Thinking Through Right Now?” (co-author) (Mar. 10, 2025)
- ”Proposed Legislation Targets Nonprofits Supporting Immigrant Communities” (co-author) (Feb. 20, 2025)
- “Updated: Court Halts Trump Administration Order Pausing Government Grants; Trump Administration Rescinds OMB Memo” (co-author) (Jan. 28, 2025)
- “What Employers and Nonprofits Should Know About Trump’s Executive Order Banning Diversity Preferences” (co-author) (Jan. 23, 2025)
- “Supporting Employees Impacted by Wildfires” (co-author) (Jan. 13, 2025)
- ”Staying on Course: Navigating Election Year Issues for Exempt Organizations” (co-author) (Mar. 14, 2024)
- “10 Legal Issues for Nonprofit and Association Leadership in 2024” (co-author) (Mar. 4, 2024)
- “IRS, Treasury Release Proposed Regulations on Donor-Advised Funds” (co-author) (Jan. 4, 2024)
- “The Nonprofit Sector Need Not Apply: The Corporate Transparency Act and its Tax-Exempt Organization Exemptions” (co-author) (Dec. 27, 2023)
- “IRS, Treasury Release Final Regulations Impacting Type I and Type III Supporting Organizations” (co-author) (Oct. 20, 2023)
- “Money (That’s What I Want): IRA’s Direct Pay Mechanism Benefits Tax-Exempt Entities” (co-author) (Aug. 31, 2023)
- “Congress to Examine Political Activities of Nonprofits” (co-author) (Aug. 17, 2023)
- “Section 501(c)(4) and the Social Welfare Organization” (co-author) (July 17, 2023)
- “Recent Priority Guidance Plan Shows Increased Focus on DAFs by IRS” (co-author) (Nov. 21, 2022)
- “New IRS Technical Guide Creates a Resource for 501(c)(6) Trade Associations” (co-author) (Oct. 5, 2022)
- “Department of the Treasury’s Policy Statement on the Tax Regulatory Process: Explanation and Analysis,” (co-author) *FBA Inside Basis* (Spring 2019)

Presentations

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"Foreign Funding Under the Microscope: What Every Nonprofit Needs to Know About FARA," ABA Business Law Fall Meeting 2026 (Moderator) (Sept. 3, 2026).

- "Risk Management Essentials: Insurance, Indemnification, and Privilege," Georgetown Law's 43rd Annual Representing and Managing Tax-Exempt Organizations Conference (Apr. 24, 2026)
- "UBIT Update and Case Studies," Georgetown Law's 42st Annual Representing and Managing Tax-Exempt Organizations Conference (Apr. 25, 2025)
- "Navigating the Complexities of Private Operating Foundations," TEGE Annual Exempt Organizations Update and Meeting (Feb. 20, 2025)
- "Private Foundation: Excise Taxes," 2025 DC Bar Tax Conference (Jan. 15, 2025)
- "UBIT Update and Case Studies," Georgetown Law's 41st Annual Representing and Managing Tax-Exempt Organizations Conference (Apr. 19, 2024)
- "The ABCs of 501(c)s: Tax-Exempt Entities and Political Activity in an Election Year," ABA Business Law Section Spring Meeting 2024, Conference (Apr. 5, 2024)
- "Tax Updates and Planning Strategies" ALI CLE, Legal Issues in Museum Administration 2023 (May 18, 2023)
- "Corporate Sponsorship Agreements," Georgetown Law, 40th Annual Representing and Managing Tax-Exempt Organizations (Apr. 27-28, 2023)
- "Company Foundations: Strategic Uses and Tax Traps for the Unwary," DC Bar, Exempt Organizations Committee (Feb. 23, 2023)
- "Keeping up with the Cryptdashians: Technology and Cyberspace for the Nonprofit Organization Board," American Bar Association, Business Law Section Annual Meeting (Sep. 2022)
- "Advanced UBIT Issues," Georgetown Law CLE: 38th Annual Representing and Managing Tax-Exempt Organizations, Washington, DC (Apr. 2021)
- "Endowments & Restricted Funds Webcast," DC Bar Exempt Organization Series, Washington, DC (Jun. 2020)
- "Unrelated Business Income Tax Overview," Georgetown Law CLE: 36th Annual Representing and Managing Tax-Exempt Organizations, Washington, DC (Apr. 2019)

Recognitions

- Leading Global Tax Lawyers, *Lawdragon 500* (2025)
- Leading Partner in Tax, Not-For-Profit, *The Legal 500* (2026)
- Next Generation Partner in Tax, Not-For-Profit, *The Legal 500 (*2022 - 2025)

Bar Admissions

District of Columbia
New York
Pennsylvania

Court Admissions

US Tax Court