

Keith E. Phillis - Partner

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Bio

Keith E. Phillis is a Partner and the Chair of our Energy and Infrastructure Practice Group, and Practice Leader in our Trusts & Estates and Tax Practice Groups. Keith represents a wide range of clients, from individuals to large public and private business entities.

Keith's trusts and estate planning representation includes advising individuals and businesses on estate planning, wealth and asset preservation planning, tax mitigation and business succession planning strategies. Keith routinely prepares estate planning, estate settlement, gifting, and asset preservation documentation, such as wills, revocable and irrevocable trusts (i.e. DAPTs, ILITs, IDGTs, SNTs, QPRTs, GRATs, CRUTs, SLATs, and D4A), powers of attorney, health care proxies, and living wills.

Keith assists renewable energy project developers and owners at every stage of the project life cycle. He regularly negotiates leases, easement agreements, EPC Agreements, Power Purchase Agreements and Net Metering Agreements, Payment In Lieu of Tax Agreements, decommissioning bond security agreements, asset purchase agreements and membership interest purchase agreements, and debt and tax equity financing agreements.

Keith’s tax experience includes extensive involvement with the structuring and sale of investment assets in a wide range of industries. He works with managers, accountants, and in-house counsel of companies to resolve a variety of tax-related issues, from business formation, to compensation and benefit plans, to acquisition and financing. In addition to tax planning and structuring transactions, Keith’s tax practice includes representation before the IRS and state tax authorities, federal and state tax courts, and local tax authorities.

Practice Areas

- Energy & Infrastructure
- Tax
- Private Equity, Capital Markets, & Securities
- Trusts & Estates
- Corporate & Business Transactions

Prior Experience

Before joining the DarrowEverett team, Keith served as Managing Partner of a New England-based law firm, focusing his practice on providing transactional and outside counsel support to developers and owners of renewable energy projects. Keith’s practice also included providing a variety of estate and business planning services for individuals and small businesses. In addition, Keith previously served as General Counsel for a Massachusetts-based renewable energy project developer.

Representative Matters

- Successfully closed a $14.8 million development-to-permanent loan to finance the development of a major renewable energy project in New England. This financing followed our representation of an affiliated entity in the strategic acquisition of the underlying real estate, secured through a $1.66 million mortgage loan. The coordinated closings demonstrate our team’s ability to navigate complex, multi-stage transactions involving real estate, finance, and renewable energy development.
- Represented a Miami-based private real estate investment sponsor in the formation of a $100 million fund focused on the acquisition and repositioning of small bay industrial assets across key U.S. markets.
- Negotiated and closed the sale of a to-be-constructed 145 megawatt solar photovoltaic system in Upstate New York, which included a reimbursement of pre-construction development costs and other definitive Membership Interest Purchase Agreement terms.

- Negotiated and closed a substantial tax equity investment on behalf of a New England-based renewable energy developer. We drafted corporate investment documents and amendments to loan documents, performed lien searches, and assisted with title.
- Negotiated the sale of 71.7 megawatts of renewable energy projects, including mechanisms for joint efforts to ensure safe harbor of projects for federal tax purposes.
- Reviewed, analyzed, negotiated, and drafted investment and corporate documents for a solar developer investing in a sizable Massachusetts solar energy project as a tax equity investor.
- Represented an owner/investor in a complex multistate business separation of a real estate company and its subsidiaries, involving multi-lender financing, transfers of real estate, corporate restructuring, due diligence and defect remediation, loan modification coordination, and portfolio reorganization.
- Settled cases before the Massachusetts Appellate Tax Board by negotiating PILOT Agreements on behalf of three solar developers against the Town of Carver, MA.
- Represented a New York-based private real estate company in a multi-tranche debt and tax credit financing that included Rhode Island Ready Incentive Financing, Rebuilt Rhode Island Tax Credit monetization, a mezzanine bridge loan, and a senior secured construction loan. Our work included negotiating a benefits agreement, structuring job-creation-based repayment terms, advising on intercreditor/subordination terms, and serving as local counsel for the senior secured construction loan supporting development of a new distribution facility.
- Organized Spousal Limited Access Trusts and Nevada Wealth Preservation Trusts for various high-net-worth clients.
- Represented the seller in the sale of a kitchen and bath design and installation business. Our team negotiated the Asset Purchase Agreement, promissory notes (including buyer personal guaranties), and intercreditor subordination agreements, and advised on the transition of ownership and operations to the buyer to ensure a smooth and efficient closing.

Insights

- Leveraging Real Estate Professional Status (REPS): Using Rental Losses to Reduce Active Income - via JD Supra, June, 2026
- Locking In Value: How GPs Use Crystallization to Balance Incentives - via JD Supra, September, 2025
- Get to Work: New Treasury Guidance Changes Safe Harbors for Solar and Wind Tax Credits - via JD Supra, August, 2025
- Key Estate Planning and Medicare Changes in the One Big Beautiful Bill
- What the One Big Beautiful Bill Means for Solar & Clean Energy Credits

Media Appearances

- Podcast: Estate Planning Podcast with Keith Phillis, Via Estate Planning Weekly on YouTube (Feb. 2026)
- Video Interview: Navigating Renewable Energy Projects (March 2024)
- Media Interview: Navigating the Future of Real Estate: Adaptive Reuse, Tax Strategies, and Financing Innovations (March 2024)
- Webinar: Basic Tax Concerns When Drafting Wills and Trusts in Connecticut (September 2023)
- Bloomberg Tax Guest Author: Massachusetts Tax Court Plan Seeks to Reduce Costs, Improve Ease (May 2023)

Bar Admissions

- U.S. District Court, Massachusetts
- U.S. District Court, Rhode Island
- U.S. Tax Court
- Connecticut
- Massachusetts
- Michigan
- Rhode Island

Education

- Boston University School of Law, LL.M. in Taxation
- Roger Williams University School of Law, J.D., *magna cum laude*
- Central Michigan University, B.A., French, German, European Studies, *magna cum laude*
- Central Michigan University, B.S., Political Science, *magna cum laude*

Accolades

- Super Lawyers – Rising Stars, 2023-2026 (Tax)



- **Professional Excellence in Law** award from Rhode Island Monthly

