

**Washington, D.C. Office**

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**Related Practice Areas**

- Corporate Governance
- Government Ethics Compliance
- Higher Education Compliance
- Non-Profit and Tax-Exempt Organizations
- Political Law
- State Attorneys General

**William M. Klimon****Partner**

William M. Klimon is a partner at Holtzman Vogel. He has advised over 700 nonprofit organizations on a complete range of issues from formation to dissolution and has worked with many of the nation's most prominent private foundations, public charities, political campaigns, schools, and churches.

Bill has expertise in nonprofit mergers, acquisitions, reorganizations, and collaborations. Additionally, he pioneered the use of alternatives to board governance and limited liability companies in achieving nonprofit organizations' objectives.

Prior to joining the firm, Bill was Senior Counsel at a boutique law firm, and for more than 20 years was a member of the tax-exempt-organizations group at a well-regarded DC firm.

Bill served in the U.S. Army and was assigned to the U.S. Army Field Station in Berlin. Later, he was a Claude R. Lambe Fellow and a Philip Merrill Fellow in the history department of the graduate school at Cornell University.

**Education**

- Georgetown University Law Center, LL.M., 2012, Taxation
- University of Maryland School of Law, J.D., *with honor*, 1998
  - Order of the Coif
  - Sam Allen Memorial Prize for Leadership and Scholarship
  - Bridgewater M. Arnold Prize in Commercial Paper
  - Phi Delta Phi International Legal Honor Society
  - Alumni Association Course Award in Legal Profession
  - Edward H. Curlander Prize in Estates and Trusts
- Cornell University, Doctoral Student, Department of History, 1990-1992
  - Philip Merrill Fellowship for Teaching Assistants in Western Civilization, Department of History / Department of History and Philosophy of Science and Technology
  - Claude R. Lambe Fellowship, Institute for Humane Studies, George Mason University, Fairfax, Virginia, for Graduate Study at Cornell University
- University of Pennsylvania, B.A., 1987, History
  - U.S. Army ROTC Scholarship

**Bar & Court Admissions**

- District of Columbia Bar
- Virginia Bar
- Maryland Bar

**Clerkship/Government Experience**

- Judicial Clerk, Hon. Raymond G. Thieme, Jr., Court of Special Appeals of Maryland

## **Representative Matters**

- Served as an expert witness on nonprofit corporations law and governance for the NRA Foundation in its successful settlement of the lawsuit brought by the D.C. Attorney General (D.C. v. NRA Foundation, Case No. 2020 CA 003454 B)
- Developed the partnership agreement among five of the nation's largest private foundations and cultural institutions to purchase an historically important \$30 million archive out of bankruptcy
- Represented GuideStar in its historic 2018 merger with Foundation Center, creating Candid, the largest charity dedicated to developing and disseminating information about the nonprofit sector
- Served as nonprofit corporate counsel to the Clinton-Bush Haiti Fund, advising the Fund on its successful \$50 million grant-making program in Haiti following the 2010 earthquake
- Designed an alternative governance structure for ICANN, the California charity that governs the world-wide Internet, for the American Registry for Internet Numbers (ARIN), a Virginia trade association, and the Number Resource Organization, the global association of ARIN's international counterparts
- Advised the governing board on and devised and implemented the reincorporation of a 13,000-member professional trade association from New York to the District of Columbia
- Provided corporate- and tax-law guidance to a \$5 billion voluntary employees' beneficiary association (exempt from tax under I.R.C. section 501(c)(9)) as it considered participating as an insurer in the Affordable Care Act's Multi-State Plan Program

## **News & Insights**

- IRS Form 990 Is Changing; Here's Why Your Nonprofit Should Pay Attention
- Bill Klimon to Speak at NAPA Legal Annual National Lawyers Conference
- Klimon and Sternal to Speak at Conservative Organizational Entrepreneur School
- Charitable Organizations in an Election Year: Frequently Asked Questions
- Nonprofits and For-Profit Partnerships: Pitfalls and Best Practices
- Back to Basics: Good Governance as Regulatory Prophylaxis
- Top Nonprofit Board Legal Risks 2026
- Distress Relief for Nonprofits: What to Do to Avoid Financial Peril and What to Do When You're In it
- Napa Legal 2025 Faith & Freedom Index Launch
- In-Compliance: Holtzman Vogel's August 2025 Political Law Round-Up
- In-Compliance - Holtzman Vogel's July 2025 Political Law Update
- IRS Enters into Consent Decree Limiting Application of Johnson Amendment; New Position Allows Churches to Endorse Candidates in Certain Situations
- Holtzman Vogel Expands in Fla., DC with Trio of Attys
- National Law Firm Holtzman Vogel Adds William M. Klimon and Patrick Sternal, Deepens Expertise in Non-Profit and Tax-Exempt Organizations

## Awards & Recognition

- *The Legal 500: Leading Lawyer*, 2012-2017
- *Best Lawyers in America*, 2020-2022

## Community Involvement

- Elected Member, American Law Institute, 2025-present
- Director, Charitable Allies, Indianapolis, Ind., 2025-present
- Trustee, Collegium Institute, University of Pennsylvania, Philadelphia, Pa., 2022-present
- Member, Order of St. Nicholas, Melkite Greek Catholic Eparchy of Newton, Mass., 2021-present
- Community Member, National Sporting Library & Museum, Library Committee, Middleburg, Va., 2009-present
- Director, National Federation for Catholic Youth Ministry, Washington, D.C., 2021-2024
- Co-Chair, American Bar Association, Business Law Section, Subcommittee on the Model Nonprofit Corporation Act, 2022-2023
- Fellow, American Bar Foundation, 2019-present
- Member, American Bar Association, Business Law Section, Task Force for the Model Nonprofit Corporation Act, Fourth Edition, 2017-2022
- Director, Catholic Youth Foundation USA, Washington, D.C., 2019-2021
- Chair, American Bar Association, Business Law Section, Nonprofit Organizations Committee, 2017-2020
- Co-Chair, American Bar Association, Business Law Section, Joint Subcommittee on Governance of Nonprofit Organizations, 2012-2017
- Practitioner Contributor, *Black's Law Dictionary* (Bryan A. Garner, ed.), 2009-present
- Co-Founder and Member, St. Thomas More Society, University of Maryland Chapter, 1996-1998

## Publications

- IRS Form 990 Is Changing; Here's Why Your Nonprofit Should Pay Attention
- Charitable Organizations in an Election Year: Frequently Asked Questions
- Back to Basics: Good Governance as Regulatory Prophylaxis
- In-Compliance: Holtzman Vogel's August 2025 Political Law Round-Up
- In-Compliance - Holtzman Vogel's July 2025 Political Law Update
- IRS Enters into Consent Decree Limiting Application of Johnson Amendment; New Position Allows Churches to Endorse Candidates in Certain Situations
- Editorial Contributor, *Guidebook for Directors of Nonprofit Corporations* (Willard L. Boyd III & Lisa A. Runquist, eds., 4th ed. 2024)
- "Articles of Incorporation," "Bylaws," and "Forming a Nonprofit," in *Elgar Encyclopedia of Nonprofit Management, Leadership and Governance* (Kevin Kearns & Wen-Jiun Wang eds., 2023)
- "Incorporating the Vision: Mechanisms in Nonprofit Governance to Ensure Founders' Rights," *Philanthropy Daily*, Feb. 21, 2023
- Task Force Member, *Model Nonprofit Corporation Act, Fourth Edition* (Lawrence J. Beaser & William H. Clark, Jr., eds., 4th ed. 2022)

- "Tainted Gifts: Five Techniques for Handling Contributions from Bad Donors," *Philanthropy Daily*, Feb. 14, 2022
- "Beyond the Board: Alternatives in Nonprofit Corporate Governance," 9 *Harvard Business Law Review Online* 1-14 (2019)

## Speaking Engagements

- Bill Klimon to Speak at NAPA Legal Annual National Lawyers Conference
- Klimon and Sternal to Speak at Conservative Organizational Entrepreneur School
- Nonprofits and For-Profit Partnerships: Pitfalls and Best Practices
- Top Nonprofit Board Legal Risks 2026
- Distress Relief for Nonprofits: What to Do to Avoid Financial Peril and What to Do When You're In it
- Napa Legal 2025 Faith & Freedom Index Launch
- Panelist, "Compliance Lessons from Regulatory Investigations: Best Practices to Survive an Audit," 2025 Good Counselor Project National Conference, March 27, 2025
- Speaker, "Starting a Nonprofit: The Right Tool for the Job / Incorporating Your Nonprofit," Leadership Institute, Conservative Organizational Entrepreneur School, November 14, 2024
- Speaker, "Starting a Nonprofit: The Right Tool for the Job / Incorporating Your Nonprofit," Leadership Institute, Conservative Organizational Entrepreneur School, June 6, 2024
- Speaker, "Legal Ramifications of Starting a Nonprofit," Leadership Institute, Conservative Organizational Entrepreneur School, June 1, 2023
- Speaker, "Nonprofit Formation and IRS Approval: Avoiding Mistakes and Disasters," National Business Institute Webinar, October 1, 2022
- Speaker, "Intro to Must-Have Nonprofit Bylaws," National Business Institute Webinar, August 22, 2022
- Speaker, "Starting Your Nonprofit: The Right Tool for the Job," Leadership Institute, How and Why to Start Your Own Conservative Organization, April 20, 2022
- Speaker, "Top 10 Nonprofit Employment and Volunteer Problems, Solved," Tax Exempt Organizations: Overcoming Common Challenges, National Business Institute Webinar, November 10, 2021
- Speaker, "Intro to Nonprofit Formation for Paralegals: Articles and Bylaws," Institute for Paralegal Education and National Business Institute, July 22, 2021
- Chair and Moderator, "Tainted Gifts: Handling and Navigating Contributions, Endowments, and Service from Bad Donors," American Bar Association Business Law Section Annual Meeting, September 24, 2020
- Speaker, "Serving on Nonprofit Boards: A Guide for Attorneys," National Business Institute Webinar, March 30, 2020
- Panelist, "Introduction to Corporate Law for Catholic Apostolates," Napa Legal Institute, Video Webinar, September 16, 2019
- Chair, "Lawyers' Service on Nonprofit Boards: Fiduciary Duties, Best Practices, and Ethical Issues," American Bar Association Business Law Section Annual Meeting, September 13, 2019
- Speaker, "Managing Difficult, Disruptive and Risky Board Behaviors," Taylor Strategic Partnerships's Spirited Discourse, Washington, D.C., May 8, 2019

- Panelist, "Succession and Transition Planning," New York Nonprofit Media's 3rd Annual Nonprofit BoardCon, February 5, 2019