

# Memorandum

To : Ms. Janice Masterton

Date : May 18, 1992

From : Lawrence A. Augusta  
Assistant Chief Counsel, Special Taxes and Administration

Subject : CONTRIBUTION DISCLOSURE OPINION 92-7  
ONLY SUCCESSOR MUST FILE DISCLOSURE STATEMENT

In your memorandum of May 13, 1992, you asked whether a party disclosure form completed and filed by a representative of a successor was sufficient to meet the filing requirements of the Kopp Conflict of Interest Act.

Restating the facts as I understand them from your memorandum and its attachments, this is an appeal from an assessment under the Bank and Corporation Tax Law (Franchise Tax), and the taxpayer of record is Joel/Cal-Made. It appears Joel/Cal-Made is no longer in existence, and New Visions Entertainment Company is a successor corporation of Joel/Cal-Made. Mr. David Melamed has filed a party disclosure statement on behalf of New Visions Entertainment Company with respect to the hearing set before the Board on June 18, 1992. Mr. Melamed lists his title as "consultant." Other information we have indicates that Mr. Melamed is the Chief Financial Officer (CFO) of New Visions. No other statements have been filed. You have a communication from a former agent that he and his firm have withdrawn from the case, and your file indicates they have not been involved for over a year.

Under these circumstances, New Visions Entertainment Company is the "party," and the filing on their behalf appears adequate. The predecessor, Joel/Cal-Made is not a party, and does not need to file (see Contribution Disclosure Opinion 91-19, dated July 1, 1991). Any participants or agents would be required to file a statement. If Mr. Melamed is a "consultant" and represents the corporation, it appears that he should file an agent statement on his own behalf in addition to the statement filed on behalf of the corporation. If Mr. Melamed is appearing as an officer (CFO) representing the corporation, he is not required to file an additional statement on his own behalf.

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cc: Mr. Robert Brenner

Contribution Disclosure Binder Distribution List

