

# VALUE MATTERS®

Gift, Estate, & Income Tax Valuation Insights Newsletter

## In Case You Missed the Webinar **Valuing a Business Amid a Potential Sale—What Estate Planners Must Know**

### **Executive Summary**

Estate planning for business owners is rarely straightforward, and it becomes significantly more complex when a potential sale of the business in question enters the picture. Timing matters and so does understanding how valuation interacts with both estate planning goals and the expectations of the IRS.

In Mercer Capital's new 75-minute webinar, *Valuing a Business Amid a Potential Sale: What Estate Planners Must Know*, **Nicholas J. Heinz, ASA** and **Thomas C. Insalaco, CFA, ASA**, explain how to navigate valuation in such an uncertain environment.

### **When Estate Planning and M&A Overlap**

A liquidity event can be transformative for a family, but it raises complex valuation questions. How do you determine fair market value for gift or estate tax purposes when an M&A process is underway but incomplete?

This webinar offers insight into what valuation analysts must consider when a company is "in play." Heinz and Insalaco explain how to evaluate indications of value that emerge from deal discussions, what constitutes relevant market evidence, and how to apply weights to preliminary offers that may or may not close.

### **What the IRS Expects**

The presenters outline IRS guidance that provides insight into how appraisers should document assumptions and support their conclusions when a sale may occur soon after the transfer date. Estate planners will gain perspective on what information should be shared with valuation professionals and what documentation supports defensibility.

## Practical Scenarios and Takeaways

Using examples drawn from real-world engagements, the webinar examines several practical scenarios:

- A business exploring a sale but not yet under letter of intent
- A transaction announced but not yet closed
- A sale that falls through after gift transfers are made

In each case, Heinz and Insalaco discuss the influence of timing, negotiation progress, and third-party interest. They also highlight coordination points between the estate planner, client, and valuation expert to avoid costly missteps.

The banner features the Mercer Capital logo at the top center. Below it, the word "WEBINAR" is centered. The main title, "Valuing a Business Amid a Potential Sale", is prominently displayed in a large, bold, white font. Underneath the title, the subtitle "What Estate Planners Must Know" is written in a smaller, white font. On the left side, there is a circular portrait of Nicholas J. Heinz, with his name and title "ASA, MANAGING DIRECTOR" listed below. On the right side, there is a circular portrait of Thomas C. Insalaco, with his name and title "CFA, ASA, SENIOR VICE PRESIDENT" listed below. At the bottom center, a white button with the text "WATCH THE WEBINAR" is visible.

## Watch the Recording

This session is designed for estate planning attorneys, tax advisors, and wealth professionals who advise business-owning families. Even if no sale is imminent, understanding how valuation shifts during an M&A process prepares planners to identify risk, manage client expectations, and anticipate IRS scrutiny.

The recording is available on Mercer Capital's YouTube channel: [Watch the webinar here.](#)

For additional reading, the August 2025 issue of *Value Matters* explores these same issues and offers complementary analysis. [Download the article here.](#)

Together, these resources seek to equip estate planners with practical guidance for advising clients whose estate planning and exit planning timelines may overlap—a complex scenario that is increasingly common in today's dynamic M&A environment.

## Mercer Capital In the News

### CONFERENCE ATTENDANCE

#### 2025 Fall Leadership Meeting

Hosted by the American Bar Association Real Property Trust and Estate Law Section

November 13-15, 2025 | New Orleans, LA

- Timothy K. Bronza, CPA, ASA

### CONFERENCE ATTENDANCE

#### Executive Council & Committee Meeting

Hosted by the RPPTL Section of the Florida Bar

December 3-7, 2025 | Orlando, FL

- Timothy K. Bronza, CPA, ASA  
- Thomas C. Insalaco, CFA, ASA

### CONFERENCE ATTENDANCE

#### 2026 Heckerling Tax Institute

January 12-16, 2026 | Orlando, FL

- Timothy K. Bronza, CPA, ASA  
- Matthew R. Crow, CFA, ASA  
- Thomas C. Insalaco, CFA, ASA  
- J. David Smith, CFA, ASA

### EXHIBIT & SPONSORSHIP

#### 2026 ACTEC Annual Meeting

Hosted by The American College of Trust and Estate Counsel

March 4-8, 2026 | Tampa Bay, FL

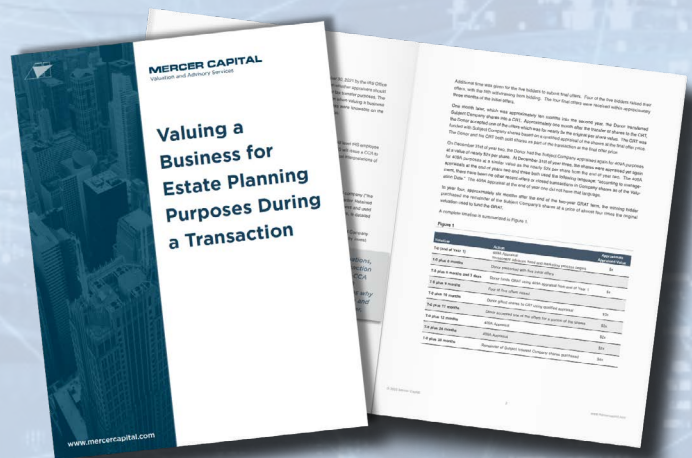
- Timothy K. Bronza, CPA, ASA  
- Travis W. Harms, CFA, CPA/ABV

## Ready to Dive Deeper? Download the Whitepaper

The webinar was based on this whitepaper, *Valuing a Business for Estate Planning Purposes During a Transaction*. Download the full whitepaper for a more comprehensive look at these issues.

## Valuing a Business for Estate Planning Purposes During a Transaction

DOWNLOAD



## Valuations are a critical element of successful tax planning strategies and objective third-party valuation opinions are vital.

Business valuations prepared for federal tax transactions are at the core of Mercer Capital's valuation practice. Since 1982, we have been providing objective valuations for federal estate, gift, income tax, and corporate transactional matters. We are recognized experts in this challenging area of valuation practice.

Mercer Capital is one of the largest independent business valuation and transaction advisory firms in the nation, with a deep bench of seasoned professionals. We have provided thousands of valuation opinions for corporations of all sizes across virtually every industry vertical. With the size of our staff and the firm's technical and project management expertise, we can handle projects of any size, no matter how complex.

And we understand what the IRS considers important. From corporate income tax planning to transfer tax planning and administration, a federal tax valuation plays a central role in positioning your or your client's business for success. That is why we take great care to ensure our federal tax valuations are substantiated and well-documented, enabling you to implement effective planning strategies with confidence.

## Gift, Estate, and Income Tax Valuation Services

### Estate and Gift Tax Transactions

- Estate Tax Administration and Reporting – IRC §2031
- Estate & Gift Tax Controversies – Valuation Consulting
- Gift Tax Planning & Reporting – IRC §2512
- Pre-Expatriation Planning & Reporting

### Income Tax Transactions

- Allocation of Value, Determination of Professional Goodwill
- Charitable Contributions – Reg. §1.170A – 13(c)(2)
- Compensation in Kind – Reg. §1.61-2(d)(1)
- Compensation Planning – IRC §§83(b) and 409(A)
- Corporate Reorganizations
- C Corporation to S Conversion – IRC §1374
- Divestitures
- Expatriation Tax Reporting – IRC §877A
- Income Tax Controversies – Valuation Consulting
- Net Operating Loss (NOL) Carryforwards – IRC §382
- Not-For-Profit – IRC §501(c)(3)
- Qualified Stock Purchases – IRC §§351, 352, and 338
- Worthless Securities – IRC §165

## Contact Us



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