

Partnership Taxation

Professor Barondes

Spring 2020

[Version of 1/10/20]

Required Texts and First Week Reading Assignment:

The texts for this class are:

1. **Required:** CUNNINGHAM & CUNNINGHAM, THE LOGIC OF SUBCHAPTER K (6th ed., 2020); West Academic Publishing. Because this edition was released in January 2020, and I have not had the opportunity to review it in full, I cannot say whether the burdens you would encounter using an older edition will be problematic. I will not recommend any other edition.
2. **Recommended:** BANK AND STARK'S SELECTED SECTIONS: CORPORATE AND PARTNERSHIP INCOME TAX CODE AND REGULATIONS, 2019–2020; Foundation Press; ISBN 978–1–64242–914–5. Students can use an alternative statutory Internal Revenue Code supplement (containing statutes and the regulations)—either a more comprehensive one or one for the prior year. If a student opts to use last year's version, it will be up to him or her to identify any updates.

In case a student thinks it relevant, in a prior year, most students opted to purchase the recommended code and regulation supplement. It's your instructor's recollection that at least one student who initially attempted to use another one ultimately concluded that it was too cumbersome to use a different version—attempting to find material by section and subsection was too distracting and took the student too much time.

It is currently anticipated (a plan that the instructor reserves the right to change) that an exam may limit reference to the Cunningham & Cunningham text and one supplement containing only code provisions and the Service's regulations. Loose sheets and sheets not bound by commercial publishers may be excluded. So, a student ought to have some commercially published, paper version of the code and the regulations (or at least be able to borrow that, from someone not enrolled in the class, at the times exams are scheduled).

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Materials to Take to Class

We will be doing problems at times during the class period. **To participate in these, students will need to take to each class, including the first class:** (i) the Cunningham & Cunningham text; (ii) a Statutory supplement or online or other access to statutes/regs—the phone app. “TouchTax” may not be satisfactory, but it may; (iii) pencils; (iv) paper; and (v) means to do basic calculations, e.g., a computer, a phone app or a calculator.

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Course Website

A website, created using the Canvas course management system, will be available for this course starting on or about January 15. To get to the site, navigate: <https://courses.missouri.edu> | select “Canvas” | enter your pawprint. This may require two-factor authentication. In the past, the two-factor authentication system has not worked for a small number of students. A student who has difficulty with accessing the site should contact the student tech support listed at the bottom of the above-referenced web page.

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Assignments

Readings are from CUNNINGHAM & CUNNINGHAM, THE LOGIC OF SUBCHAPTER K (6th ed.), unless otherwise indicated.

A note on page numbers in reading assignments: If a page number is shown with a decimal point, that means to read part of the way down the page--the amount being the indicated fraction after the decimal point. So, “2.3” means two-tenths down page 2. These fractions of a page are not measured.

Occasionally a student will find the specification ambiguous—a natural break may, to the student, appear slightly before that percentage or slightly after. In such a case, it takes much less time for a student simply to read the possibly included material, than it does for a student to email the instructor about precisely where to stop, have the instructor reply, and then have the student attempt to pick-up where he or she left off. Doing something very inefficient is not a suitable use of either student or instructor time, and your instructor is not inclined to entertain using our time inefficiently. So, in such a case, a student should simply read the greater of the possible alternatives.

Assignment for Class 1:

Read, in addition to this document, the syllabus.

Do the reading set forth below from Chapters 1 and 2. Please note that, at the end of the listing of the assignment for Class 1, I have identified code and regulation provisions that your text’s authors have identified as for possible reference in connection with reading Chapters 1 and 2.

Read or skim, as indicated, the parts of Chapter 1 indicated below:

Read 1–2.3.

Skim 2.3–4.7.

All we really need to know at this point is the partnership form of business is the default where two or more persons agree to pursue a business for profit as co-owners.

Read 4.7–9.2.

Skim 9.2–15.9.

Read 15.9–17.10.

Read or skim, as indicated, the parts of Chapter 2 indicated below:

Read 19–23.10.

Skim 24–26.2.

The text identifies special treatment for accounts receivable and accounts payable, and inventory items here. It is your instructor's view that this information is best addressed after we have fully discussed the general contours of capital accounting (which will not occur for a number of weeks). So, your instructor is not going to discuss that level of detail at this time.

Read 26.2–30.3.

Skim 30.3–31.7.

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The text's authors have identified the following code and regulation provisions as possibly for reference in connection with reading the Chapters 1 and 2:

Chapter 1:

Code: §§ 701, 761(a), 7701(a)(2) & (3). Skim §§ 702, 703(b), 706 (a) and 7704. See also § 1411.

Regulations: §§ 1.761—1(a)–(c), —2(a), §§ 301.7701—1(a), —2(a) & (b), and —3(a) & (b)(1) and —4(a) & (b).

Chapter 2:

Tranche 1: Code §§ 704(c)(1)(A), 721, 722, 723, 724, 1223(1) & (2), 1245(b)(3), 7701(a)(42)–(45); Regs. §§ 1.721—1(a), 1.722—1, 1.723—1, 1223—3(b)(1). Glance at § 704(c)(1)(C).

Tranche 2: Code §§ 704(c)(3), 731(a), (b), (c)(1), 733, 752(a) & (b); Reg. §§ 1.752—1(a)–(f), 1.752—2(a).

Note the references to Tranches 1 and 2 are to groupings that the text's authors prepared (the reasons for grouping them are too tedious to detail). I am simply reproducing the groupings as previously provided

by the authors of the text, because little benefit seems apparent from my attempting to combine the two groups.

Note that the recommended supplement, containing selected code provisions and regulations, is abridged. Using that one has the benefit of mitigating the weight one has to carry to class, and decreasing cost. A disadvantage is it may not include each provision that our text's authors seek to reference. In such a case, a student wishing to reference the indicated code provision should take the initiative of accessing it in Westlaw or Lexis or some other website or an app with the code and regulations.