

# TAXATION (TAX)

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## **TAX 4001 Fundamentals of Taxation (4 Credits)**

This class will cover fundamental concepts of the federal income tax system, including the definition of income, adjusted gross income, taxable income, exclusions from income, business and personal deductions, tax credits, basis, amount realized, gain and loss, capital gains and losses, depreciation, involuntary conversions, like-kind exchanges.

## **TAX 4002 Corporate Taxation (3 Credits)**

This required course covers the taxation of corporations and shareholders, including formation, nonliquidating distributions, the dividends received deduction, stock redemptions, distributions in kind, constructive distributions and liquidating distributions.

## **TAX 4003 Partnership Taxation (3 Credits)**

Tax treatment of partnerships and partners; aggregate and entity principles; problems associated with the formation, operation, and dissolution of partnerships; transactions between partnerships and partners; compensation of service partners; sales of partnership interests; withdrawal and retirement of partners; basis adjustments; treatment of unrealized receivables and substantially appreciated inventory.

## **TAX 4004 Tax Procedure (1-2 Credits)**

This required course addresses foundational procedural matters that must be addressed in resolving tax controversies with the Internal Revenue Service. Topics covered include filing obligations, statutes of limitation on assessment and collection of taxes and claims for refund, statutory notices, administrative appeals, limitations on injunctions against the assessment and collection of tax, examination procedures and collections procedures. Students are also introduced to ethical obligations of tax advisors.

## **TAX 4005 Taxation Research and Writing (1-2 Credits)**

Research sources, techniques, and practice; in-depth research of selected areas. Emphasis on argument and communication of conclusions; evaluation of legislative history and administrative authorities.

## **TAX 4015 S Corporations (2 Credits)**

This elective course addresses the federal taxation of S corporations and their shareholders. Topics covered include qualification as an S corporation, elections, the flow through of items to shareholders, basis in S stock and debt, accumulated adjustments account, the built-in gains tax, and passive activity limitations and taxes. Prerequisite: TAX 4002 - Corporation Taxation.

## **TAX 4024 Advanced Tax Procedure (2 Credits)**

This class addresses advanced procedural matters arising in tax controversy. Topics covered include innocent spouse relief, jurisdiction of courts to resolve tax matters, petitioning Tax Court, and bringing suit for refund in U.S. district courts and US Court of Federal Claims. Prerequisite: TAX 4004.

## **TAX 4025 Estate & Gift Taxation (2 Credits)**

This elective course will cover taxation of gratuitous transfers under the federal estate and gift tax codes, including taxable inter vivos gifts, annual exclusion, gift-splitting, gift tax charitable deduction, gift tax on powers of appointment, estate tax on owned interests, property transferred inter vivos with retained interests and powers, property subject to powers of appointment or transferred in contemplation of death, jointly owned property, life insurance proceeds, annuities and employee death benefits, marital deduction, charitable deduction, estate tax credits, estate tax deductions and valuation problems.

## **TAX 4035 Tax Accounting (2 Credits)**

This elective course covers adoption of and change in accounting periods; income recognition and deduction allowance under the cash and accrual methods; prepaid and contested income and expenses; long-term contracts; capitalization and expensing; interest, original issue discount, and the time value of money; deferred payment transactions; income and deduction reversals; accounting method and practice changes.

## **TAX 4045 Exempt Organizations (2 Credits)**

The statutory exemption for "charities," social welfare and social clubs, homeowners' associations, fraternal orders, employee benefit organizations, mutual or cooperative companies, business and professional leagues, labor unions, exempt organizations, property title companies, federally organized or chartered organizations, and political organizations' activities, funds, and lobbying activities; prohibited transaction rules; the private foundation; the unrelated business and debt-financed income tax exposures; excise tax exemptions; administrative appeal and declaratory judgment procedures; anti-discrimination considerations; charitable contributions.

## **TAX 4050 International Taxation-Inbound (2 Credits)**

This course addresses the U.S. taxation of foreign taxpayers with economic activity connected to or within the United States. Topics covered include jurisdiction to tax, determination of residence, source, categorization of income, and tax treaties.

## **TAX 4055 Tax & Financial Planning (2 Credits)**

This course addresses the Federal income taxation of investments and introduces students to the concepts and tools used to advise clients in investing and planning for the taxation of their investments and accumulated wealth.

## **TAX 4060 Natural Resources Taxation (2 Credits)**

Tax problems encountered in the acquisition, operation, and disposition of natural resource properties; pre-production expenditures, depletion, depreciation, and ad valorem taxes; emphasis on overall tax planning for natural resource ventures.

## **TAX 4065 Taxation of Corporate Reorgs & Divisions (2 Credits)**

This course addresses the taxation of corporate reorganizations and divisions. Students will be introduced to the law governing the taxation of corporate reorganizations and divisions, whether taxable or tax-free, and learn to advise taxpayers on the results.

**TAX 4120 Qualified Pension and Profit Sharing Plans (4 Credits)**

An in-depth study of ERISA, labor department rules, and Internal Revenue Code provisions relating to qualified deferred compensation. The course is geared toward an understanding of all the pension and profit sharing rules required for plan qualification, with emphasis on qualified plan planning for both incorporated and unincorporated forms of business.

**TAX 4121 Taxation of Retirement Plans and Deferred Compensation (2 Credits)**

Taxation of Retirement Plans and Deferred Compensation introduces students to issues related to retirement savings plans available to employers and taxpayers, including vesting requirements, top-heavy plans, and the taxation of plan contributions and distributions. The course also addresses non-qualified deferred compensation governed by § 409A, including, traditional non-qualified deferred compensation plan designs, executive compensation programs (e.g., equity compensation arrangements and types of non-qualified trusts established for the benefit of executives), common § 409A errors and correction, tax and accounting implications, and the "special timing rule" for FICA taxes.

**TAX 4125 Fiduciary Income Taxation (2 Credits)**

This course covers the federal income taxation of estates and trusts. Included is a discussion of the concept of an estate or trust; trust accounting income for a simple and complex trust; calculation of taxable income, including special rules on the calculation of distributable net income, capital gains, personal exemptions, and charitable contributions; the separate share rule and trapping distributions; income in respect of a decedent; the grantor trust rules under sections 671-678; trust ownership rules for subchapter S stock; and the calculation of the alternative minimum tax. Estate & Gift Taxation is highly recommended before taking this course.

**TAX 4150 International Taxation-Outbound (2 Credits)**

This class addresses the U.S. taxation of U.S. taxpayers with economic activity outside of the United States. Topics covered include foreign tax credits, subpart F income, hybrid entities, global intangible low-taxed income and foreign-derived intangible income.

**TAX 4165 Taxation of Startups and Venture Capital (2 Credits)**

This course addresses taxation of startups and venture capital. Topics covered include choice of entity, taxation of intellectual property, carried interests, employee compensation, international expansion, and exit strategies. TAX 4003 Partnership Taxation and Tax 4002 Corporate Taxation are co-requisites or pre-requisites for this course.

**TAX 4220 Fiduciary Income Taxation (4 Credits)**

Federal income taxation of estates and trusts. Included is a discussion of the concept of an estate or trust; trust accounting income for a simple and complex trust; calculation of taxable income, including special rules on the calculation of distributable net income, capital gains, personal exemptions, and charitable contributions; the separate share rule and trapping distributions; income in respect of a decedent; the grantor trust rules under Sections 671-678; and the calculation of the alternative minimum tax.

**TAX 4225 Estate Planning (2 Credits)**

This course is a survey of estate planning issues. We will analyze an estate from the beginning through the end of the process. We will examine fact gathering and the analysis of data; the psychological and ethical aspects of working with families at different phases of the estate plan; the members of the team (the attorney, the CPA, the life underwriter, the trust officer); life insurance and retirement planning in an estate and business planning context; planning with trusts; and the transfer of wealth and a closely held business interest from one generation to the next. We will also study ways to plan for future generations and domestic asset protection planning. Estate and Gift Taxation (TAX 4025) is a pre-requisite for the for this course.

**TAX 4230 Estate Planning (3 Credits)**

Estate analysis, including fact gathering and the analysis of data; the psychological aspects of "role playing" in estate planning; the members of the team (the attorney, the CPA, the life underwriter, the trust officer); life insurance in an estate and business planning context; planning with trusts, including revocable, short-term, and irrevocable; the transfer of a closely held business interest from one generation to the next, including full and partial stock redemptions, cross purchase agreements, private annuity, installment sale, retirement, recapitalization, qualified and nonqualified plans of deferred compensation; special estate planning considerations for the professional corporation, the highly paid executive, and the farmer and rancher; specific cases analyzed. Prerequisite: TAX 4210.

**TAX 4240 Tax and Financial Planning (3 Credits)**

This is an introductory, integrated course focusing on personal financial planning. Topics covered include cash flow projections and budgeting, annual and multiple period income tax planning, an introduction to taxation of investments, an insurance and liability coverage survey, retirement planning, and estate and succession planning.

**TAX 4250 Ethics in Tax Practice (3 Credits)**

An examination of the ethical rules and considerations affecting lawyers and accountants in tax practice, including transactional, compliance and controversy matters.

**TAX 4315 Low Income Taxpayer Clinic (1-4 Credits)****TAX 4325 Tax Planning for Closely Held Businesses (2 Credits)**

This course addresses succession planning for closely held businesses. Topics covered include buy-sell agreements, stock redemptions, intra-family transfers of business entities, compensation arrangements, and family limited partnerships. TAX 4003 Partnership Taxation and TAX 4002 Corporate Taxation are pre-requisite or co-requisites for this course. Estate Planning and Fiduciary Income Taxation are recommended.

**TAX 4386 Graduate Tax Program Externship (2-4 Credits)**

The Graduate Tax Program (GTP) encourages students to gain practical experience and to develop professional skills in the field of taxation. Externships are supervised by faculty and GLS department who interact with the eligible student and the employer or organization that provides the externship. The externship should provide a new learning experience for the student intern and must be related to taxation. Satisfactory completion of the externship will result in a passing grade for the externship. The GTP Director or a full time GTP faculty member may serve as Faculty Supervisor for GTP externs.

**TAX 4410 Taxation-Natural Resources (3 Credits)**

Tax problems encountered in the acquisition, operation, and disposition of natural resource properties; pre-production expenditures, depletion, depreciation, and ad valorem taxes; emphasis on overall tax planning for natural resource ventures.

**TAX 4415 Low Income Taxpayer Clinic (1-8 Credits)**

Using a focused series of classes related to issues facing individual low income taxpayers embroiled in conflict with the Internal Revenue Service or in litigation before the United States Tax Court (innocent spouse relief, earned income credit, dependency exemptions, appeals of audits and collection due process issues, tax litigation), this course first prepares tax students to represent taxpayers regarding such issues, then provides the opportunity to practice before the IRS and in the Tax Court. In a clinical setting, students are trained in all facets of practice before the IRS and the Tax Court. Once trained, under the supervision of clinical staff, the students undertake representation of low income taxpayers in tax audits, appeals, collection proceedings, and, if necessary, before the Tax Court. All facets of client representation, including initial client meetings, representation agreements, client advocacy, and ending the representation, are experienced by each clinic participant.

**TAX 4430 Exempt Organizations (3 Credits)**

An examination of the statutory exemptions for "charities," social welfare organizations, social clubs, homeowners' associations, fraternal orders, employee benefit organizations, mutual or cooperative companies, business and professional leagues, labor unions, property title companies, federally organized or chartered organizations, political organizations, and other exempt organizations; rules on electioneering and lobbying activities; taxation of private foundations; prohibited transaction rules; the tax on unrelated business income, including debt-financed income; excise tax exemptions; administrative appeal and declaratory judgment procedures; anti-discrimination considerations; charitable contributions.

**TAX 4470 Employment Tax (2 Credits)**

Explore existing employment tax risks, recognize employment tax planning opportunities through appropriate compensation and entity structuring techniques, analyze proper worker classification, and highlight preventative techniques to avoid personal liability.

**TAX 4490 State & Local Taxation (3 Credits)**

Taxable incidents, privilege tax, discrimination, and multiple taxation under the Commerce Clause of the United States Constitution; taxation based on class legislation and the Equal Protection Clause; nexus or jurisdictional due process; allocation and apportionment formulas; business versus nonbusiness income; multi-state tax compact; unitary concept; residence definitions; nonresident income sources; tax credits and short period returns for individual income taxpayers; sales of tangible personal property; retail and wholesale sales; taxable and nontaxable leases; contractors rule, exemptions, and resale certificates under sales and use tax statutes; valuation techniques for real personal property; and administrative and judicial appeal of property tax valuations and assessments.

**TAX 4500 Consolidated Returns (3 Credits)**

Methods used by related corporations to report income and losses; affiliation and consolidation; computation of consolidated taxable income; allocation of consolidated tax liability; deferred intercompany transactions; treatment of investments in affiliates; earnings and profits; impact of corporate combination and separation.

**TAX 4550 Consolidated Returns (2 Credits)**

This course covers the rules and requirements for consolidated income tax returns, including qualification for consolidation, determination of consolidated taxable income, allocations of liability, adjustments of E&P and basis, and various loss limitations.

**TAX 4590 State and Local Taxation (2 Credits)**

This course addresses state law approaches to taxation, including variations in state rules, constitutional limitations on states' authority to impose tax, and various approaches to apportionment of taxation. We will also discuss policy considerations underlying these systems.

**TAX 4600 Seminar: Selected Topics (2-4 Credits)**

Recognition of tax problems and opportunities for a broad range of transactions encountered by individuals. Areas include family income splitting and other tax reduction and avoidance techniques; portfolio transactions, including short sales, puts and calls, and commodity futures; structuring agreements in contemplation of marriage or arising out of separation or divorce; personal insurance; charitable contributions; net operating losses; alternative minimum tax; various year-end planning techniques.

**TAX 4620 Accounting for Income Taxes (ASC 740) (2 Credits)**

Examines the financial accounting and reporting of income taxes under Statement of Financial Accounting Standards Codification Topic 740 (FASB ASC 740), formerly known as FAS 109, and related accounting literature. Topics include the calculation of current and deferred income taxes, an overview of book-tax differences, the calculation of interim period tax provisions and the presentation and disclosure of income taxes in financial statements. Students will learn the basics of accounting for income taxes related to advanced topics such as stock compensation expense, foreign operations, state income taxes, accounting for uncertain tax positions (formerly known as FIN 48), business combinations, inter-company transactions and valuation allowances.

**TAX 4625 Accounting for Income Taxes (2 Credits)**

Accounting for Income Taxes examines the financial accounting and reporting of income taxes under Statement of Financial Accounting Standards Codification Topic 740 (FASB ASC 740), formerly known as FAS 109, and related accounting literature.

**TAX 4701 Special Topics in Taxation (1-5 Credits)**

Special topics courses are used for timely offerings of specialized courses not otherwise found in the course catalog. Titles will vary. Please see [law.du.edu/registrar](http://law.du.edu/registrar) for more information.

**TAX 4750 Special Topics in International Taxation (2 Credits)**

This advanced seminar discusses international taxation of economic activity arising in multiple jurisdictions. Topics discussed can include tax treaties, dual residence entities, anti-abuse regimes, approaches to base erosion and profit shifting, taxation of intangible income, and issues related to stateless income. TAX 4150 International – Outbound is a prerequisite for this course.

**TAX 4980 Internship (0 Credits)**

The Graduate Tax Program (GTP) encourages students to gain practical experience and to develop professional skills in the field of taxation. Internships are supervised by faculty who interact with the eligible student and the employer or organization that provides the internship. The internship should provide a new learning experience for the student intern and must be related to taxation. Satisfactory completion of the internship results in a passing grade for the internship. The GTP Director or a full time GTP faculty member may serve as Faculty Supervisor for GTP interns. Students must obtain approval from the GTP Director or a full-time GTP faculty member.

**TAX 4985 Internship (0 Credits)**

The Graduate Tax Program (GTP) encourages students to gain practical experience and to develop professional skills in the field of taxation. Internships are supervised by faculty who interact with the eligible student and the employer or organization that provides the internship. The internship should provide a new learning experience for the student intern and must be related to taxation. Satisfactory completion of the internship results in a passing grade for the internship. The GTP Director or a full time GTP faculty member may serve as Faculty Supervisor for GTP interns. Students must obtain approval from the GTP Program Manager.

**TAX 4991 Independent Study (1-4 Credits)**

Opportunity to study and write in any area agreed upon between the student and a member of the faculty. The student is required to produce a written work of publishable quality to receive a final grade for the course. The 4 quarter-hour maximum may be applied toward graduation requirements with no more than 2 quarter hours in any one quarter. Must obtain pre-approval from the Graduate Tax Program.

**TAX 5025 Tax Externship (1-4 Credits)**

The Graduate Tax Program (GTP) encourages students to gain practical experience and to develop professional skills in the field of taxation. Tax externships are designed to allow students the opportunity to gain monitored work experience in Tax-oriented placements outside of the law school. Example placements include judicial chambers, government agencies, private firms, corporations, and nonprofit organizations. Students should discuss any placement with the Director of the Graduate Tax Program before enrolling in this course. Externships are supervised by faculty who interact with the eligible student and the employer or organization that provides the externships. The externship should provide a new learning experience for the student and must be related to taxation. Satisfactory completion of the externship results in a passing grade for the externship. The GTP Director or a full time GTP faculty member may serve as Faculty Supervisor for students. Students may complete an externship for 1 to 4 credits. Each credit corresponds to 42.5 hours of work and thus students can work from 42.5 hours to 170 hours. This class does not satisfy the upper-level writing requirement.

**TAX 5991 Independent Study (1-3 Credits)**

Opportunity to study and write in any area agreed upon between the student and a member of the faculty. The student is required to produce a written work of publishable quality to receive a final grade for the course. Must obtain pre-approval from the Graduate Tax Program.