GENERAL INFORMATION
Credits: 3
Course No.: Law 514/Acct 543
Section Nos.: 001 & 002
Class Schedule: Tuesday-2:00pm-4:45pm
Classroom: Rehn Hall 24

OFFICE HOURS
Room 230A
Email: memorris@siu.edu
Office Hours: Wednesday TBD

Feel free to ask questions during the semester. Class is the best time to ask general questions, because everyone will benefit from them. For questions of a more individual nature, I will remain in the classroom after each class for all trailing questions. If, despite having read the assigned material and attending class, you are puzzled about some issue that was discussed in class, you are welcome to drop in my office anytime so that I can (hopefully) make things clearer. If I am not in when you come by, leave me a note or e-mail message so we can schedule a mutually convenient time to meet.

REQUIRED TEXT:

OBJECTIVES:
This is a graduate level course on the taxation of Corporations. Topics include: corporate formations, distributions, redemptions, liquidations, corporate income tax, accumulated earnings tax, personal holding company tax and affiliated corporations. The concepts in this course are extremely complex and can only be grasped with a substantial amount of effort. Consequently, your participation in the class discussions is required.

CALCULATOR
You should purchase and bring to each class a simple calculator that can add, subtract, multiply, and divide. Calculators with more complex functions are acceptable, but a basic, cheap calculator is fine. More expensive calculators generally come in two types, business and scientific.
GRADING

Your grade will be based on the following:
Midterm examination 40%
Final examination 40%
Class participation 20%

EXAMINATIONS AND GRADING

Both examinations will be take home and will be “open book.” No make-up examinations will be given.

All exams will be evaluated on effectiveness of your communication. This includes grammar, spelling, organization, format and the other essentials of strong and effective communication.

Your work in this course will be assessed on the basis of your class participation and your performance on the midterm and final examinations. Grades will be lowered for unsatisfactory participation and performance.

CLASS PARTICIPATION:

The teaching method for this course will be a combination of lecture and discussion. I will expect you to analyze problems, cases, and various factual situations to determine the proper tax treatment and to be prepared to present your findings orally in a convincing manner. Since we will use class to evaluate problems and cases, you will have to do your reading and prepare problems and cases before class. **Always bring your text and Selected Code and Regulations** to class with you. To prepare for class, follow this guideline: (1) study the assigned chapter material and related IRC and Regulation sections; (2) work each problem at the end of an assigned topical discussion in the Fundamentals of Partnership Taxation text; (3) be prepared to give an oral response to questions asked in class at random.

I expect you to be present and prepared for each class session. I will evaluate class participation on the basis of my perceptions of your preparation for class, as well as the quality and quantity of contributions to class discussion. I expect each of you to attend class regularly and punctually, prepared to participate in class discussions. Absences due to work assignments or job interviews are not excused. **Class attendance, preparation, and participation will be considered in determining your final grade.**

Questions and volunteers are generally welcome. Class participation in this course will be evaluated as follows:

10 - Outstanding Contributor: Contributors in class reflect thorough preparation. Ideas offered are usually substantive, provide one or more major insights as well as direction for the class. Arguments when offered, are well substantiated and persuasively presented.

9 - Good Contributor: Contributions in class reflect thorough preparation. Ideas offered are usually substantive, provide good insights and sometimes direction for the class. Arguments, when presented, are generally well-substantiated and are often persuasive.
8 - Adequate Contributor: Contributions in class reflect thorough preparation. Ideas offered are usually substantive, provide generally useful insights, but seldom offer a major new direction for the discussion. Arguments are sometimes presented, and are fairly well substantiated and sometimes persuasive.

0 - Non-participant: This person has said little or nothing in this class to date. Hence, there is not adequate basis for evaluation.

0 - Unsatisfactory Contributor: Contribution in class reflects inadequate preparation. Ideas offered are seldom substantive; provide few, if any, insights; and never a constructive direction for the class. Integrative comments and effective arguments are absent. Class contributions are, the best, “cherry-picking” efforts making isolated, obvious, or confusing points.

Please be on time. If you come in late or leave early, please make every attempt to minimize the disruption. Repeated tardiness will result in a lowering of your participation grade. If you come in late, it is your responsibility to ensure that you are marked present.

I spend many hours preparing each week’s class. I will not prepare or teach a class more than once. If you are not present, you will miss out. In-class materials will be provided to those who are in class. I will not post them or make them generally available. If you want them, come to class or ask another student (I have no objection to students sharing materials with other students, but I am not responsible for keeping you up to date).

TO ANSWER THE MOST FREQUENTLY ASKED QUESTIONS ABOUT MISSING CLASS – YES, YOU MISSED SOMETHING; YES, IT WAS IMPORTANT; AND YES, IT WILL BE ON THE EXAM.

Many of you are working. Many of you are taking heavy course loads or taking the CPA exam in an effort to accelerate graduation and enhance your career prospects. I understand your situations and it is not my goal to make unreasonable demands of you or to make you miserable. There are, simply, topics that must be covered and over which you must show mastery. Your future employers expect that, if you have passed this course, you understand these topics. If your time is limited, be realistic in your grade expectations. The course materials and requirements are what they are. This is not a matter of me being “fair” or “unfair.” This is just how it is. Come to class. Do your best. Seek help early if you have questions.

EMERGENCY PROCEDURES
Southern Illinois University Carbondale is committed to providing a safe and healthy environment for study and work. Because some health and safety circumstances are beyond our control, we ask that you become familiar with the SIUC Emergency Response Plan and Building Emergency Response Team (BERT) program. Emergency response information is available on posters in buildings on campus, available on the BERT’s website at www.bert.siu.edu, Department of Public Safety’s website www.dps.siu.edu (disaster drop down) and in the Emergency Response Guidelines pamphlet. Know how to respond to each type of emergency. Instructors will provide guidance and direction to students in the classroom in the event of an emergency affecting your location. It is important that you follow these instructions and stay with your instructor during an evacuation or sheltering emergency. The Building Emergency Response Team will provide assistance to your instructor in evacuating the building or sheltering within the facility.
SUNDRIES

Laptop computer policy – You may use a laptop computer to take notes during class. However, you may not use computers in a way likely to distract other students from their classroom activities (e.g. surfing the web, playing games or instant messaging, as well as displaying wallpaper, screen savers, or other material you can reasonably expect to be offensive to other students). Students violating this rule will be asked to leave the class and will be considered absent for that class. A second violation will lead to loss of in-class computer privileges for the remainder of the semester.

Communication Devices - I expect you to act professionally in this class. Assume you are in court. Kindly set on vibrate and refrain from using cell phones, pagers, and any other communication device other than your laptop computer. Also, turn off all beeper watches prior to class.

Class visitors are allowed.

I retain all intellectual property rights in my lectures and slides. No recording devices are permitted in the classroom at any time.

Academic Integrity:

Anyone committing an act of academic dishonesty will be given an “F” in this course and reported to the Dean for further disciplinary action.
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<thead>
<tr>
<th>Date</th>
<th>Topic</th>
<th>Chapter</th>
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<tbody>
<tr>
<td>August 25</td>
<td>Syllabus Review &amp; Overview</td>
<td>Chapter 1</td>
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<td>September 1</td>
<td>Formation of a Corporation 1</td>
<td>Chapter 2 (A-D)</td>
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<td>September 8</td>
<td>Formation of a Corporation 2</td>
<td>Chapter 2 (E-F)</td>
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<td>September 15</td>
<td>The Capital Structure of a Corporation</td>
<td>Chapter 3</td>
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<td>September 22</td>
<td>Nonliquidating Distributions 1</td>
<td>Chapter 4(A-D)</td>
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<tr>
<td>September 29</td>
<td>Nonliquidating Distributions 2</td>
<td>Chapter 4(E-G)</td>
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<td>October 6</td>
<td>Mid Term Exam</td>
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<td>October 13</td>
<td>Fall Break</td>
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<td>October 20</td>
<td>Redemptions and Partial Liquidations 1</td>
<td>Chapter 5(A-D)</td>
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<tr>
<td>October 27</td>
<td>Redemptions and Partial Liquidations 2</td>
<td>Chapter 5(E-H)</td>
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<td>November 3</td>
<td>Stock Dividends &amp; Section 306 Stock</td>
<td>Chapter 6</td>
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<td>November 10</td>
<td>Complete Liquidations</td>
<td>Chapter 7</td>
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<td>November 18</td>
<td>Taxable Acquisitions</td>
<td>Chapter 8</td>
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<td>November 25</td>
<td>Thanksgiving Break</td>
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<td>December 2</td>
<td>Acquisitive Reorganizations</td>
<td>Chapter 9</td>
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<td>Finals Week</td>
<td>Final Exam</td>
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READING ASSIGNMENT INCLUDES AUTHORITIES NOTED AT BEGINNING OF SECTIONS (E.G. P.3, "CODE...", "REGULATIONS...")