

52nd Annual

# TAXATION CONFERENCE

Earn up to 20.25 Hours of Credit Including 4.75 Hours of Ethics Credit

Specialization expected for: Tax Law, Estate Planning and Probate Law



**Special** Stanley M. Johanson's Estate Planning Workshop Friday, November 5

November 3-5, 2004

Hilton Americas - Houston

Houston, Texas

# 52nd Annual TAXATION CONFERENCE

November 3-5, 2004 • Hilton Americas - Houston • Houston, Texas

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## WEDNESDAY MORNING, NOVEMBER 3

**Presiding Officer:** Robert J. Peroni, Austin

**8:00 a.m. Registration Opens**

Includes continental breakfast.

**8:50 a.m. Welcoming Remarks**

**9:00 a.m. 1.50 hours**

### Recent Federal Income Tax Developments

This session will outline significant court decisions, rulings and statutory and regulatory developments over the past twelve months.

Ira B. Shepard, Houston  
Martin J. McMahon, Jr., Gainesville, FL

**10:30 a.m. Break**

**10:45 a.m. 1.50 hours**

**Recent Federal Income Tax Developments**  
(continued)

### Optional Luncheon Presentation

**12:15 p.m. Please select on registration form.**

**Washington Developments .50 hours**

Nicholas J. DeNovio, Washington, D.C.

## WEDNESDAY AFTERNOON

**Presiding Officer:** Ira B. Shepard, Houston

**1:30 p.m. 1.00 hour**

### Rethinking Tax Planning

Are low-rate dividends and enhanced savings incentives paradigm shifts or is Code instability the fundamental planning reality?

Kenneth W. Gideon, Washington, D.C.

**2:30 p.m. 1.25 hour**

### Taxable Corporate Acquisitions

A discussion and outline of key planning techniques and developments involving asset and stock acquisitions, including the election under Code Section 338(h)(10).

C. Ronald Kalteyer, Dallas

**3:45 p.m. Break**

**4:00 p.m. 1.00 hour**

### Hot Topics in International Tax

Recent developments in legislation, regulations, IRS guidance and treaties that involve international tax issues of importance to U.S. inbound and outbound transactions.

N. Susan Stone, Houston

**5:00 p.m. Adjourn**

## THURSDAY MORNING, NOVEMBER 4

**Presiding Officer:** Ira B. Shepard, Houston

**8:30 a.m. 1.00 hour**

### TICS & Build to Suit Techniques under Section 1031

A discussion of the latest trends under Section 1031, including the use of tenancy-in-common arrangements as replacement property and techniques for structuring build-to-suit transactions.

Bradley T. Borden, Topeka, KS

**9:30 a.m. 1.25 hour**

### Creative Planning to Control Partnership Liability Allocations

The partnership liability allocation rules of Section 752 are frequently the key to achieving a tax-deferred transaction structure. Discussion of the latest cutting edge techniques, including capital account deficit restoration obligations, capital contribution obligations, bottom guarantees, and special considerations in limited liability companies.

Blake D. Rubin, Washington, D.C.

**10:45 a.m. Break**

**11:00 a.m. 1.25 hour**

### Compensation: Tax Planning Techniques, Reporting Considerations and New Developments

An outline of key developments and planning opportunities involving equity-based compensation; fringe benefits, deferred compensation, employment taxes, and information reporting.

Mary B. ("Handy") Hevener, Washington, D.C.

### Optional Luncheon Presentation

**12:15 p.m. Please select on registration form.**

**Circular 230 and the Office of Professional Responsibility .50 hour ethics**

John Klotsche, Washington, D.C.

## THURSDAY AFTERNOON

**Presiding Officer:** Robert J. Peroni, Austin

**1:30 p.m. 2.00 hours ethics**

### Case Study: Professional Practice, from Inception through Examination and Appeals

A representative hypothetical will be used as the basis of discussion for attorney client privilege and work product protections; waiver of privileges and protections; tax shelter developments (civil); SBSE developments; choice of forum considerations and current developments in the civil area.

Steven C. Salch, Houston, Moderator  
Reid M. Huey, St. Paul, MN  
Charles J. Muller, San Antonio  
Emily A. Parker, Dallas  
Otto Wheeler, Austin

**3:30 p.m. Break**

**3:45 p.m. 1.25 hour ethics**

### Consideration of Potential Criminal Exposure in the Hypothetical Tax Transaction

A panel discussion based upon a hypothetical tax motivated transaction. The topics addressed will include a discussion of tax shelter investigations being pursued by the IRS/DOJ; problems presented for the professional by the parallel movement of both criminal and civil tax issues (such as IRS exam, civil malpractice suits, grievances); Fifth Amendment privilege issues and waiver; prosecution theories for the pursuit of promoters, tax professionals and investors; current criminal tax developments relevant to the tax professional.

Robert E. Davis, Dallas, Moderator  
Larry A. Campagna, Houston  
Emily A. Parker, Dallas

**5:00 p.m. Adjourn**

## FRIDAY MORNING, NOVEMBER 5

**Presiding Officer:** Stanley M. Johanson, Austin

### ESTATE PLANNING WORKSHOP

**8:30 a.m. 1.25 hours**

### Recent Developments Affecting Estate Planning

Recent cases, rulings and proposed regulations relating to valuation issues, marital deduction, community property, qualified plans and IRAs, life insurance, gifts, disclaimers, and other estate planning topics.

Stanley M. Johanson, Austin

9:45 a.m. Break

10:00 a.m. 1.00 hour

#### Family Limited Partnerships

Where we stand, with focus on status of *Kimbell, Strangi, McCord, Thompson*, and other cases in litigation stream as well as corrective actions with respect to existing FLPs.

Stephen R. Akers, Dallas

11:00 a.m. 1.00 hour

#### Asset Protection

This session will discuss the asset protection benefits of traditional and cutting edge estate planning tools and techniques available to clients who do not want to utilize off shore trust planning.

Santo (Sandy) Bisignano, Jr., Dallas

#### Optional Luncheon Presentation

12:00 p.m. Please select on registration form.

#### Tax Perspective

John E. "Buck" Chapoton, Washington, D.C.

1:15 p.m. 1.25 hour

#### When the Kids Don't Play Well Together: Tax-Free Entity Division in Family Business Succession Planning

Effective planning of an estate with a significant family business component is difficult in a dysfunctional second generation environment. This presentation will examine the necessary steps in a tax-free division and transfer of a family business in various entity forms and other estate assets among members of the dysfunctional second generation.

Michael V. Bourland, Fort Worth  
James M. Mincey, Jr., Dallas  
Marcus P. Johnson, Fort Worth

2:30 p.m. Break

2:45 p.m. 1.75 hours including  
1.00 hour ethics

#### Estate Planning Workshop

This workshop will cover ethical issues in (i) multi-generational representation relating to family business succession planning, and (ii) asset protection, as well as hot-button issues stemming from recent cases and proposed regulations.

Stanley M. Johanson, Austin, Moderator  
Stephen R. Akers, Dallas  
Santo (Sandy) Bisignano, Jr., Dallas  
Michael V. Bourland, Fort Worth  
Marcus P. Johnson, Fort Worth  
James M. Mincey, Jr., Dallas

4:30 p.m. Adjourn

#### eBinder on CD

Get the entire conference binder on CD, in electronic PDF format. See the registration form.

Mail this registration form or fax a copy to: (512) 475-6876

#### REGISTRATION FOR TX04

The University of Texas School of Law • Office of Continuing Legal Education

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#### REGISTRATION

##### Includes Course Binder

- ☐ Early Registration Fee due by Wed., October 27, 2004 ..... \$450.00
- ☐ Registration Fee after Wed., October 27, 2004 ..... \$500.00
- ☐ Estate Planning Only by Wed., October 27, 2004 ..... \$250.00
- ☐ Estate Planning Only after Wed., October 27, 2004 ..... \$300.00
- ☐ Optional Wednesday Luncheon ..... \$25.00
- ☐ Optional Thursday Luncheon ..... \$25.00
- ☐ Optional Friday Luncheon ..... \$25.00

#### CONFERENCE PUBLICATIONS AND MEDIA

##### Available by November 15, 2004.

- ☐ Course Binder - Full Conference ..... \$250.00  
*Note: Conference registration includes Course Binder.*
- ☐ Course Binder - Estate Planning Only ..... \$125.00  
*Note: Conference registration includes Course Binder.*
- ☐ Audio CD Set - Full Conference ..... \$200.00
- ☐ Audio CD Set - Estate Planning Only ..... \$125.00
- ☐ eBinder on CD (PDF format) ..... \$200.00/\$50.00  
(\$200 purchased alone, \$50 with registration or purchase of Course Binder or Audio CD Set)

#### GROUP CLE: Bring the conference in-house and learn at your convenience.

##### Available by November 15, 2004.

- ☐ Group CLE for 2 - Includes Audio CD Set and 2 Course Binders ..... \$750.00  
\_\_\_\_\_ Add participants (includes Course Binder) for \$200 each ..... \$ \_\_\_\_\_
- ☐ Group CLE for 2 - Estate Planning Only ..... \$500.00  
- Includes Audio CD Set and 2 Course Binders
- \_\_\_\_\_ Add participants (includes Course Binder) for \$140 each ..... \$ \_\_\_\_\_

TOTAL ENCLOSED ..... \$ \_\_\_\_\_

#### METHOD OF PAYMENT

- ☐ Check (make checks payable to: **The University of Texas at Austin**)
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# Houston Nov. 3-5, 2004

## CONFERENCE LOCATION



**Hilton Americas - Houston**  
1600 Lamar  
Houston, TX 77010  
(713) 739-8000

\$169 single or double special  
group rate (subject to availability)  
good through **October 3, 2004**

Parking: \$12

## KEY DATES

### Registration and Cancellation

**October 27, 2004, 5 p.m.**

•last day for early registration  
add \$50 for registrations  
received after this time

**October 29, 2004, 5 p.m.**

•last day for full refund

**November 1, 2004, 5 p.m.**

(Monday before conference)  
•last day for partial refunds  
(\$50 processing fee applied)

**November 3, 2004, 9 a.m.**

•conference begins

## CONFERENCE FACULTY

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## ABOUT THE COVER

Untitled pastel by Will Klemm. Mr. Klemm's work may be viewed at Wally Workman Gallery in Austin, (512) 472-7428 or [www.wallyworkmangallery.com](http://www.wallyworkmangallery.com)



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