1. **Purpose of this Syllabus.** The purpose of the syllabus is to provide details concerning the requirements applicable to this course, including the schedule for class sessions, examination policies, professor availability, and similar matters.

2. **Course Objective.** This course will involve the comprehensive examination of the federal income tax laws applicable to corporations and their shareholders. Topics to be covered will include:
   a) The formation of corporations and the transfers of assets to controlled corporations;
   b) The capital structure of a corporation, including debt and equity;
   c) Distributions from a corporation (e.g., as dividends, stock redemption payments & in partial and complete liquidations);
   d) Special types of corporations (e.g., S tax option corporation);
   e) Corporate stock and asset sales and acquisitions;
   f) Tax-free corporate reorganizations, mergers and other restructurings.
   g) Tax anti-avoidance rules

The objective of this class is to consider both (1) the technical federal income tax rules, and (2) the underlying fundamental tax policy objectives of the federal corporate income tax rules. Where appropriate emphasis is focused on current corporate structuring transactions and related federal tax planning.

3. **Class sessions.** This class will meet on Monday & Wednesday at 7:30PM (until at least 8:48PM; 78 minute class sessions are required for the 27 class sessions during the semester). Consistent with University of Houston Law Center policy, a minimum 80 percent attendance is required for each student. An attendance list will be circulated at each class session. Those individuals not satisfying the attendance requirement will be reported to UH Law Center administrative officials for appropriate action.
4. **Required materials for this course:**


   b) A current volume of the Internal Revenue Code or a “Selected Sections” Code edition containing the corporate income tax provisions. During class sessions specific references will be made by Professor Streng to the page numbers for various Code provisions as included in the following tax code volume: CCH “2017-2018 Edition - Federal Income Tax - Code and Regulations - Selected Sections.” This volume should be available at the bookstore immediately before the start of the Fall Semester 2017.

   c) Additional supplemental materials will be provided at various times (& will usually be posted to Professor Streng’s website).

5. **Grade and examination.** The grade in this course will be entirely dependent upon an essay format examination. Shortly after the beginning of the semester a copy of the examination in Mr. Streng’s prior (Fall Semester 2016) corporate tax class will be provided for your information. A take-home exam procedure was utilized for the Fall Semester 2016 Corporate Tax class. Subject to further class discussion and final confirmation, this format is anticipated to be the examination technique for the Fall Semester 2017 class. This would be in lieu of the three hour examination currently scheduled for Saturday, December 2, 2017.

6. **Class schedule, discussion and preparation.** The material to be covered during the anticipated 27 class sessions will be in the order as presented in the Schwarz & Lathrope casebook, subject to the following: Chapters in this casebook not to be covered during this course will probably be Chapters 12, 13 and 14. Chapter 10 will also quite possibly not be covered. Chapter 15 concerning “S” (or “tax option”) corporations will be covered at the end of the semester during the last two (or more) class sessions. During the class sessions substantial attention will be devoted to examining the problems as presented by the casebook authors in each segment in the casebook. **Students should prepare their own answers to these problems in preparation for the discussions during the class sessions.**
Powerpoint slide presentations will be used during the Fall Semester 2017 corporate tax class sessions to facilitate the class discussions. These slides will be posted at the following Internet site:

www.law.uh.edu/faculty/wstreng/homepage/tax presentations/corporate tax

These currently posted Fall Semester 2016 slides will be periodically replaced (with modifications) during the Fall Semester 2017 (i.e., as the class sessions occur through the semester). As modified, the replacement slides will be posted to this website promptly after their revision and the completion of the relevant discussion of a particular chapter during class sessions. The Fall Semester 2017 revised slides will not be posted prior to that time.

7. **Use of Personal Computers.** The permitted use of personal computers in the classroom is **solely** for the purposes of (I) reviewing class preparation notes and taking notes during class, and (ii) for viewing the Corporate Taxation Powerpoint slides available from Professor Streng’s website. Specifically excluded from in-class computer usage is anything beyond these usages. Therefore, “surfing the web” and text messaging are not appropriate computer uses during the Corporate Tax class sessions. Your nonparticipation in the classroom discussion which is attributable to your diversionary uses of the personal computer during the class session means that you are absent from the class. You are then not eligible to be counted as present on the attendance sheet and are subject to such appropriate action as the professor may determine in his discretion. Further, you are also encouraged to not use your computer merely to enable you to primarily record the class discussion.

8. **Questions to professor.** Professor Streng can be contacted as follows:
Room 226, Bates Law Building (TU-I)
UHLC Telephone: 713-743-2148
UHLC Email: WStreng@uh.edu
Office hours by appointment with Professor Streng.
Corporate Taxation
Suggested Additional Reading Materials


For a current summary of the fundamental federal income tax rules applicable to small businesses see Joint Committee on Taxation (Staff Report), “Present Law and Background Regarding the Federal Income Taxation of Small Businesses,” JCX-32-17 (July 11, 2017), as available at the JCT website: www.jct.gov.

See also the UH Law Library Guide to Federal Tax Research (as prepared by Chris Dykes of the UH Law Center Library staff) which is located at the following website:

This guide identifies both available printed materials in the UH Law Library and electronic resources (Checkpoint, Lexis-Nexis, Bloomberg BNA Tax and Accounting Center - Tax Management Portfolios, Westlaw, and Tax Analysts Web Services).

NOTE CONCERNING MANAGING LAW SCHOOL STRESS

Counseling and Psychological Services (CAPS) can help students who are having difficulties managing stress, adjusting to the demands of a professional program, or feeling sad and hopeless. You can reach CAPS (www.uh.edu/caps) by calling 713-743-5454 during and after business hours for routine appointments or if you or someone you know is in crisis. No appointment is necessary for the “Let's Talk” program, a drop-in consultation service at convenient locations and hours around campus.

See http://www.uh.edu/caps/outreach/lets_talk.html