

**Washington University School of Law  
Graduate Tax Course Directory  
Fall 2023 - Spring 2024\***

**General Information about the LL.M. in Taxation Program**

For over 40 years, the Master of Laws (LL.M.) in Taxation program at Washington University School of Law has offered a rigorous course of study in the field of tax law. The program provides comprehensive and specialized training to lawyers and law school graduates who plan to specialize in tax. Candidates for the LL.M. degree must have graduated from an accredited U.S. law school. In some situations, the Tax LL.M. Admissions Committee may consider students who have an undergraduate law degree or its equivalent from a foreign institution of higher learning. The Admissions Committee considers the strength of each candidate's previous law school record, affording particular attention to the candidate's prior tax course work. For lawyers in practice, the Admissions Committee also considers work experience.

Students admitted to the program may register for courses, update addresses, view grades, etc., via **WebSTAC** at <https://acadinfo.wustl.edu>.

**Program Contact**

Professor Sarah Narkiewicz  
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Director Low Income Taxpayer Clinic  
Director-Tax LL.M. Program  
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**Degree Requirements**

Students pursuing the LL.M. in Taxation must satisfactorily complete 24 credits in the tax curriculum. Students may complete the degree in one year. Students may also pursue the LL.M. degree part-time for up to four years. Students seeking to extend their course work over more than four years must first receive the approval of the Director.

Students are required to complete the following courses: Federal Income Taxation, Corporate Taxation, and Federal Partnership Taxation or its equivalent, Pass-Through Business Taxation: Partnerships & Limited Liability Companies. Candidates who have completed course work in these subjects previously may apply to waive required courses and to substitute another approved tax course. Such requests should be directed to Sarah Narkiewicz. The lowest passing grade for any course taken by students in the LL.M. in Taxation program is 3.04 (or P, in the case of courses graded under the modified pass/fail system); however, there is no minimum GPA requirement.

**\* Spring 2024 offerings are preliminary at this point and are subject to change.**

## **Graduate Tax Course Offerings Fall 2023**

### **ACCOUNTING FOR TAX LAWYERS**

Michelle F. Schwerin

W77-700D sec 01 (3 credits)

**MON 6:00 – 8:52 p.m.**

This course is designed to introduce the basic concepts of financial and tax accounting to tax lawyers with little to no prior exposure to accounting. Emphasis will be on accounting terminology and the contents of standard financial statements. The course will examine the legal consequences of accounting decisions and the lawyer's role in financial statement preparation, use and analysis. The final part of the course will focus on applying tax accounting concepts in the legal setting, including responding to auditor inquiries, asset valuation issues, and corporate equity issues. [Any Non-Tax LL.M. Student interested in taking this course must receive special permission.]

### **EMPLOYEE BENEFITS: ERISA & TAX**

Peter Wiedenbeck

TBD

### **ESTATE AND WEALTH LAW, THEORY, AND PRACTICE**

Doug Stanley

Anne Jump

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W77-629 sec 01 (2 credits)

**MON 4:00 – 5:52 p.m**

This course will review practical wealth management skills and strategies used by estate planning attorneys when performing estate planning or traditional income tax planning for individuals. This course explores wealth accumulation planning techniques and tools used by lawyers involved with wealth planning. In addition to an overview of the transfer tax and income tax structure for individuals who are beneficiaries of trusts and estates, this course is intended to cover basic financial concepts, income taxation, residence ownership issues, retirement planning, fiduciary selection, marital planning and dissolutions, and trust modifications and disputes that may arise as attorneys deal with individual and family wealth. It is suggested that students have either taken (or concurrently be taking) Federal Income Taxation or Trusts and Estates. Having taken Estate and Gift Taxation can also be beneficial. This course will have an attendance policy. Students are allowed no more than two unexcused absences. Failure to comply with this policy will result in failure of or withdrawal from the course. [Any Non-Tax LL.M. student interested in taking this course must receive special permission.]

### **FEDERAL INCOME TAXATION**

Adam Rosenzweig

W74 LAW 549G (4 credits)

### **FEDERAL TAX PROCEDURE**

Harry Charles

Eunkyong Choi  
James A. Kutten  
W77 LAW704B sec 01 (3 credits)  
**WED 4:30 - 7:22p.m.**

This course will examine the administrative and judicial procedures for resolving federal tax disputes. Covered topics will include: Organization of the Internal Revenue Service, legal and ethical responsibilities of tax practitioners, administrative appeals procedures, Tax Court litigation, civil penalties, statutes of limitation, and collection procedures. [Any Non-Tax LL.M. Student interested in taking this course must receive special permission.]

### **TAX CONSIDERATIONS IN CHOICE OF LEGAL ENTITY**

Jay Nathanson  
Cassie Barr  
W77-702A sec 01 (1 credit)  
WED 8:00 – 9:52 a.m.

[NOTE: This course will have six two-hour meetings - October 12, 19, 26 and November 2, 9, and 16. There will be a take-home exam. This class provides an introduction to the federal partnership (LLC), C corporation, and S corporation tax regimes. Emphasis will be placed upon the most significant differences between the tax treatment of the three regimes and under what circumstances one of the choices may be favored over the others. Having taken the courses on corporate tax and partnership tax, or taking them concurrently with this course, is helpful but not mandatory. [Any Non-Tax LL.M. Student interested in taking this course must receive special permission.]

### **TAX POLICY SEMINAR**

Conor Clarke  
TBD

## **Graduate Tax Course Offerings Spring 2024**

*[Note: Registration for spring courses takes place in November. This is a tentative schedule which is subject to change.]*

### **CLOSELY-HELD BUSINESS & SUCCESSION PLANNING**

Bennett Keller

Scott Malin

W77-721A sec 01 (2 credits)

WED 8:30 – 10:22 a.m.

This class will deal with all aspects of planning related to closely-held businesses with an emphasis on succession planning. Topics covered will include transition of the business, funding of the transition with life insurance or other devices, split-dollar insurance, buy-sell agreements, estate tax issues, shareholder disputes, valuation and conflicts of interest. The succession planning will include various techniques including recapitalizations, voting trusts, equalization for non-active family members, qualified subchapter S trusts and electing small business trusts. The estate tax portion will include specific devices such as family limited partnerships, grantor retained annuity trusts, sales to defective grantor trusts, and 6166 elections. The course will emphasize the use of case studies to illustrate the various techniques and issues. [Any Non-Tax LL.M. Student interested in taking this course must receive special permission.]

### **CORPORATE TAXATION**

Peter Wiedenbeck

(3 credits)

TBD

### **ERISA FIDUCIARY LAW-INTERSESSION**

Tom Clark

(1 credit)

Jan 9-13

**W74-598B**

This 1 unit Intersession course will provide a substantive overview of ERISA fiduciary law that governs qualified retirement and welfare benefit plans. The sources of fiduciary law such as the ERISA statute, regulations, and Department of Labor guidance will be explained. Emphasis will be placed on the proper identification of fiduciaries, the fiduciary duties of prudence and loyalty, prohibited transactions and major exemptions, personal liability under the law, and the recent regulations regarding disclosure of fees and expenses. Special focus will be given to recent Supreme Court and Circuit Court cases that have significantly changed the ERISA fiduciary landscape. Finally, a brief overview will be provided of typical ERISA litigation that a student is likely to see in their future practices. The course will be relevant for any student interested in employee benefits, employment law, labor law, business law, or securities law as they will leave the course with the proper understanding of how to advise clients in avoiding the major compliance pitfalls of being an ERISA fiduciary. Class attendance is mandatory. Students are expected to thoroughly read any course materials and be well prepared prior to the start of the class. All reading materials will be provided prior to class on Blackboard and nothing will need to be purchased This course is graded on the mandatory mean curve. 1 unit.

## **FEDERAL INCOME TAXATION**

Conor Clarke

(4 credits)

TBD

## **INTERNATIONAL TAXATION**

Adam Rosenzweig

TBD

## **INTRODUCTION TO TAX CREDITS AND DEVELOPMENT INCENTIVES**

Laurel Tinsley

W77-707C (1 credit)

MON 8:30 – 10:22 a.m.

[NOTE: This course will have six two-hour meetings— January 23, 30, February 6, 13, 27. The sixth class will be held either on Friday, February 10<sup>th</sup>, or Friday, February 24<sup>th</sup> (TBD). There will be a short take-home exam. Exam pick up will be on Friday, March 3 and exam return on Monday, March 6] Students are encouraged to have taken Federal Income Taxation or Partnership Taxation as a prerequisite. The course will provide an overview of what tax credits and development incentives are and how they work, including an analysis of tax issues relating to the various credits and incentives (review of cancellation of debt, general mention of choice of entity and partnership allocation issues, true debt and lease classification). In addition, students will be provided with a basic introduction to Federal Historic Tax Credits, Federal New Markets Tax Credits, Federal Low-Income Housing Tax Credits and an overview of Missouri tax credits and economic development incentives. [Any Non-Tax LL.M. students interested in taking this course must receive special permission, and will receive a letter grade which will not calculate into their JD GPA.]

## **INTERNATIONAL TAX AND FINANCE SEMINAR**

Adam Rosenzweig

(3 credits)

TUES 4:00-4:52 p.m.

## **PARTNERSHIP TAXATION**

Peter Wiedenbeck

(3 credits)

TBD

## **PRACTICAL STRATEGIES AND DRAFTING IN ESTATE PLANNING**

Steven Laiderman

Jarriot Rook

W77-628A sec 01 (2 credits)

WED 4:30 – 6:22 p.m.

This course will focus on practical estate planning and drafting techniques, integrating the basics of the federal transfer tax system (gift, estate, and generation-skipping taxes). Courses in estate and gift taxation and trusts and estates provide a good background for students interested in this practical course. The planning portion of this course will be taught from various sources, including instructor-generated outlines, which cover the basics of estate planning, as well as commonly used estate planning techniques,

including marital deduction planning, charitable planning, insurance planning, and advanced trust planning. The drafting portion of this course will focus on basic client estate planning skills, common drafting techniques, and problems and suggested solutions. Students will participate in the design of an estate plan and then review and discuss the various legal documents used in the typical estate planning process. Class time will be devoted to a discussion of the planning techniques. The grade for the course will be based primarily on a final examination, which focuses on the planning concepts discussed in class; and a portion of the grade may be based on student participation and class meetings. Attendance is expected. The examination will cover what is discussed in class. [Any Non-Tax LL.M. Student interested in taking this course must receive special permission. Please note that a course on estate and gift taxation or trusts and estates is a prerequisite for J.D. student enrollment.]

## **TAX FRAUD INVESTIGATIONS AND PROSECUTIONS**

Sandy Boxerman

Sara Neill

W77-708B sec 01 (3 credits)

TUES/ THURS 8:00-9:22 a.m.

This course will examine how criminal tax fraud cases are investigated and prosecuted. Topics covered include a general survey of the Title 26 and Title 18 criminal statutes related to tax fraud, how to deal with revenue and special agents during the audit or investigation, IRS procedures involving evidence gathering, IRS and Department of Justice review of tax fraud cases, grand jury procedures, methods of proof and trial procedures, sentencing guidelines, civil considerations involved in the criminal case, money laundering, currency violations, and handling of cases involving foreign bank accounts. [Any Non-Tax LL.M. Student interested in taking this course must receive special permission.]