

**GEORGETOWN UNIVERSITY LAW CENTER  
CURRICULUM GUIDE FOR GRADUATE TAX STUDENTS**

This *Curriculum Guide for Graduate Tax Students* is designed to help students select offerings listed under “Taxation,” “Employee Benefits Law Certificate,” and “Estate Planning Certificate” in the Course Schedule of Georgetown University Law Center. (In this *Guide* we will refer to these courses collectively as “Taxation” courses.) Although this *Guide* is intended primarily to assist candidates for the LL.M. in Taxation, the Certificate in Employee Benefits Law, and the Certificate in Estate Planning, the *Guide* also may prove useful to other students in selecting tax courses. The *Guide* complements but does not supersede course registration materials provided in print and online. . If any information in this *Guide* is inconsistent with the online version of the Course Schedule, then the latter controls.

**Contents**

The *Guide* consists of three parts. Part I provides introductory information. Part II divides Taxation courses into three categories: Core, Intermediate, and Advanced. Part III provides sample Taxation course clusters, which are intended to help students select among the Law Center’s extensive offerings of Taxation courses by suggesting complementary courses for students wishing to concentrate in specific areas of tax practice.

**Part I: Introductory Information**

**Academic Counseling**

For assistance in selecting courses, please contact Albert Lauber, Director of the Graduate Tax Program, at [agl26@law.georgetown.edu](mailto:agl26@law.georgetown.edu). To arrange a meeting in person, please call 202-662-9036.

**Course Prerequisites**

*In General.* Many Taxation courses list another course or courses as prerequisites. If you have taken the listed course at Georgetown or an equivalent course or courses at another school, then you have met the prerequisite and you do not have to request a waiver. If you have not taken the prerequisite course or courses but believe you nonetheless possess the requisite knowledge, you will need to request a waiver from the professor. For courses as to which you need to request a waiver, if you are registering over the summer, you may tentatively select the course. Please note, however, that you will need to get the professor’s written approval to waive the prerequisite and submit it to the Office of the Registrar before the end of the first week of classes. Waivers may be sought and obtained via e-mail. You may contact a professor by going to the “Faculty and Administration” section of [www.law.georgetown.edu](http://www.law.georgetown.edu).

*Taxation I.* Many Taxation courses list *Taxation I* as a prerequisite. Graduate tax students who received their J.D. from a law school in the United States are required to have taken *Taxation I* or its equivalent before matriculating in Georgetown's Tax LL.M. Program and thus will have satisfied this prerequisite. Students who received their first law degree from a law school outside the United States ("international students") must satisfy this prerequisite. They may do so by taking *The U.S. Income Tax: Policies and Practices* (the equivalent of *Taxation I* for foreign-trained lawyers, which is offered only in the Fall semester).

## **Required Courses**

*Students with U.S. J.D. Degrees.* To obtain an LL.M. in Taxation, students with U.S. J.D. degrees must complete two required courses, *Income Tax Accounting* and *Corporate Income Tax Law I*. (Students may petition the Director of the Graduate Tax Program to substitute the J.D. course, *Taxation II*, for *Corporate Income Tax Law I*.) A student who has taken the substantial equivalent of either course during his or her J.D. program may request permission from the Director of the Graduate Tax Program to substitute a tax elective for such required course. This can be done via e-mail to [agl26@law.georgetown.edu](mailto:agl26@law.georgetown.edu).

*International Students.* To obtain an LL.M. in Taxation, international students must complete the following courses: *The U.S. Income Tax: Policies and Practices*; and either *Corporate Income Tax Law I* or *Taxation II*. International students who do not attend Foundations of American Law during the summer must also complete U.S. Legal Discourse I during the Fall semester. This one-credit course counts toward the 20 total credits required for the LL.M. degree.

The Academic Bulletin sets forth all degree requirements (in addition to required courses).

## **Researching Your Course Selections**

Students will normally begin their course selection process with the Course Schedule, either the online or print version. Courses that meet the specialization requirements for the Tax LL.M. degree, the Certificate in Employee Benefits Law, and the Certificate in Estate Planning are listed on pages 77-78 of the April 3, 2008, print edition of the Course Schedule. These courses are then included alphabetically in the LL.M. Fall 2008 Schedule, which begins on page 84, and in the LL.M. Spring 2009 Schedule, which begins on page 98.

When you see a course that you are interested in, note the meeting time, any prerequisites or recommended courses, and whether the course requires an exam or a paper. You should then review the description of the course, using the online curriculum guide ([http://www.law.georgetown.edu/curriculum/tab\\_courses.cfm](http://www.law.georgetown.edu/curriculum/tab_courses.cfm)). Next, you may wish to click on the name(s) of the faculty teaching the course to get an idea of their background. The Law Center's adjunct faculty are extremely accomplished and each brings a unique perspective to his or her subject.

Finally, some students find it helpful when selecting courses to consult student evaluations of faculty and courses that have been offered in previous years. The evaluations are available online at <http://www.law.georgetown.edu/curriculum/evaluations/>. A university Net ID is required to log in and view these evaluations, and Net IDs are mailed to admitted students in early June 2008. These numerical evaluations rank faculty and courses on several criteria that take the form of statements like, “The instructor taught the course well.” Responses can range from 5 (the most favorable evaluation) to 1 (the least favorable evaluation). The tabulations indicate the number and percentage of enrolled students who provided responses to each question and provide an average score for each course. Hard copies of these evaluations are also available for your review at the circulation desk of the Edward Bennett Williams Law Library or in the Graduate Programs Office.

### **Curricular Trends and New Courses**

In preparing for each new academic year, the Law Center evaluates and updates the Taxation curriculum to reflect student interests, trends in the economy, and the continuously evolving nature of tax practice. In developing the curriculum for 2008-09, the Law Center has added nine new Taxation courses in the LL.M. Program (these courses also are included in Parts II and III, below):

⇒ *Introduction to Employee Benefits Law*. This one-credit pass/fail course, offered on Friday and Saturday during the first two weeks of the Fall semester, will provide an overview of the entire field of benefits practice. It is designed primarily to help orient students pursuing the Employee Benefits Certificate, but it will also serve as a useful introduction for students desiring some exposure to this important area of tax law.

⇒ *Tax Treaties: A Practical Approach to Interpretation and Application*. In a globalizing economy, international tax treaties play an increasingly important role in business and investment decisions. This new Fall course, taught by two officials from the IRS, will cover the basics of the OECD and U.S. model treaties, but will also emphasize the role that treaties play in everyday international tax practice.

⇒ *Tax Treaties: Planning and Practice in the Private Sector*. This is a companion to the Spring course in *Tax Treaties*, offered in the same time slot in the second half of the semester. It examines how tax treaties are used by tax practitioners to achieve specific business objectives in different industries and economic sectors. (This course was added to the Spring line-up after the Course Schedule went to print.)

⇒ *Global Indirect Tax: The VAT*. The value-added tax forms the backbone of revenue collection in Europe and elsewhere, and many economists recommend it as sensible tax policy for the United States. This course, taught by a team of experts from KPMG, will teach students the basics of the VAT, including computational, planning, and policy issues.

⇒ *Comparative Tax Law*. Practitioners working on cross-border transactions benefit from some understanding of other countries' tax regimes. This course, of interest both to U.S. and to foreign-trained students, will examine how the tax codes of different countries grapple with tax issues of recurring importance.

⇒ *Tax Research and Writing: International Focus*. This course will cover much the same ground as *Tax Research and Writing*, but will emphasize cross-border research tools and international issues in the assigned writing. (This course was added to the Spring line-up after the Course Schedule went to print.)

⇒ *The Foreign Tax Credit*. For large multinational taxpayers, the foreign tax credit is often the single most important determinant of their bottom-line tax liability. Knowledge of these complex rules is essential for any international tax practitioner. This course will be taught by two experts in this area – one from the IRS and one from private practice – affording students different perspectives on this critical subject. (This course was added to the Spring line-up after the Course Schedule went to print.)

⇒ *Taxation of Deferred Compensation: Section 409A*. Section 409A was added to the Code in 2004 to bring more certainty to the tax treatment of deferred compensation, which had previously been governed in large part by judge-made rules. The Treasury Department recently issued comprehensive Regulations under this provision, which are now being digested by the benefits community. This is a hugely important subject for corporate executives, for their companies, and for the professionals who advise them.

⇒ *Law and Public Finance Seminar*. This policy course will provide a general introduction to the economics of government taxing and spending, with a focus on the implications of economic theory for legal problems. It will examine the role of government intervention in the economy, and the causes of its success or failure.

### **Papers, Seminars and Writing Requirements**

Other than Graduate Tax Scholars and COST Fellows, students do not have a writing requirement. However, graduate tax students are strongly encouraged to take at least one course – preferably, more than one – that will hone their legal writing skills. Clear and persuasive legal writing is the most important single ingredient for success in sophisticated tax practice. Courses that help students develop their writing skills include drafting courses (such as *Drafting Partnership and LLC Agreements*), seminar courses (which usually require a 2-credit research paper), courses with “Workshop” in the title (which entail practice-oriented written projects), *Tax Research and Writing* (offered in the Fall and the Spring), and Graduate Independent Research projects.

Graduate Tax Scholars and COST Fellows must complete a substantial research paper on a tax topic, in connection with either a seminar or Graduate Independent Research. For COST Fellows, the paper must be on a topic dealing with state and local taxation.

## **Part II: Categories of Courses**

Part II divides Taxation courses into three categories: Core, Intermediate, and Advanced. The categories are intended merely as a starting point to help students plan their curricula and do not reflect the merits, desirability, advisability, or any other attributes of any course. All courses in Part II are listed in alphabetical order, not in order of suggested sequencing or difficulty. (Courses in addition to those listed below may be added after preparation of this *Guide*; please consult the Law Center's web site or the latest Supplement to the Course Schedule for the most current information.)

**Core Courses:** These courses teach fundamental principles or serve as an introduction to a particular area of tax practice. In general, Core courses require no prerequisites other than *Taxation I* or its equivalent (see "Prerequisites" in Part I above).

### **General Tax Courses:**

Comparative International Taxation  
Comparative Tax Law  
Corporate Income Tax Law I  
Income Tax Accounting  
Introduction to Transfer Pricing  
Logic and the Law: Taxation, Rhetoric, and Legal Argumentation  
Retirement Income: Taxation and Regulation  
State and Local Taxation  
Tax Penalties and Tax Crimes [summer session only]  
Tax Planning for Real Estate Transactions  
Tax Policy Overview [summer session only]  
Tax Policy Seminar  
Tax Practice & Procedure (Administrative Practice)  
Tax Practice & Procedure (Litigation)  
Tax Principles and Financial Products  
Tax Research and Writing  
Tax Research and Writing: International Focus  
Tax Treatment of Charities and Other Nonprofit Organizations  
Taxation II  
Taxation of Energy Markets  
Taxation of Intellectual Property  
Taxation of Partnerships  
Taxation of Property Transactions  
The U.S. Income Tax: Policies and Practices [for international students only]  
U.S. Legal Discourse II: Writing for Tax Practice [for international students only]  
U.S. Taxation of International Transactions

**Employee Benefits Tax Courses:**

Introduction to Employee Benefits Law  
Retirement Plans—Design and Taxation [required for E.B. Certificate]  
Retirement Plan Qualification Requirements [required for E.B. Certificate]  
ERISA: The Fiduciary Provisions [required for E.B. Certificate]  
Health & Welfare Benefit Plans: Tax & ERISA Aspects  
Taxation of Fringe Benefits

**Estate Planning Tax Courses:**

Income Taxation of Trusts and Estates [required for E.P. Certificate]  
Introduction to Private Wealth Planning: The Estate and Gift Tax [required for E.P. Certificate]

**Intermediate Courses:** These courses expand a student's knowledge of a particular specialty area. Often, Intermediate Courses have prerequisites besides *Taxation I* (or its equivalent). For prerequisites and recommended prior courses, please consult the Course Schedule.

**General Tax Courses:**

Consolidated Returns: Principles and Planning  
Corporate Income Tax Law II  
Drafting Partnership and LLC Agreements  
EU Tax Law [offered during Week One in January]  
Federal Limitations on State and Local Taxation  
Federal Taxation of Bankruptcies and Workouts  
Financial Accounting for Taxes, SOX, and Other Issues for Corporate Tax Advisors  
Financial Derivatives Taxation  
Global Indirect Tax: The VAT  
International Business Planning Workshop  
Joint Ventures Involving Non-Profits and For-Profits  
Law and Public Finance Seminar  
S Corporations and Limited Liability Companies: Tax and Business Issues  
Tax Lawyering and Professional Responsibility in Federal Tax Practice  
Tax Practice Workshop  
Tax Treaties  
Tax Treaties: Planning and Practice in the Private Sector  
Tax Treaties: A Practical Approach to Interpretation and Application  
Tax Treaties: Planning and Practice in the Private Sector  
Taxation of Banks and Other Financial Institutions  
Taxation of Debt Instruments & Securitization Transactions  
U.S. Taxation of Domestic Persons With Activities Outside of the United States  
U.S. Taxation of Foreign Persons in the United States

**Employee Benefits Tax Courses:**

Employee Benefits in Corporate Transactions (Lecture and Negotiations)  
ERISA: Avoiding and Managing Employee Benefits Litigation  
ERISA: Participant Rights  
Executive Compensation: Equity and Cash-Based Incentives  
ERISA: Plan Termination and Withdrawal Liability  
ESOPS and Employer Stock in ERISA Plans  
Taxation of Deferred Compensation: Section 409A

**Advanced Courses:** These courses enable a student to examine a particular specialty area in depth. In general, Advanced Courses require prerequisites besides *Taxation I* (or its equivalent), including in some cases Core or Intermediate courses in the same or associated subject matter. For prerequisites and recommended prior courses, please consult the Course Schedule.

**General Tax Courses:**

Advanced International Taxation  
Advanced Partnership Taxation  
Advanced Topics in the Taxation of Debt Instruments and Other Financial Transactions  
Business Planning Seminar  
Structuring Venture Capital and Entrepreneurial Transactions  
The Foreign Tax Credit  
Transfer Pricing: Selected Topics

**Employee Benefits Tax Courses:**

Current Issues in Employee Benefits Seminar

**Estate Planning Tax Courses:**

Advanced Private Wealth Planning Seminar [required for E.P. Certificate]

**Part III: Sample Taxation Course Clusters**

Part III provides sample Taxation course clusters. Recognizing that each student has unique goals and interests, the Law Center does not endorse or recommend these sample clusters or any other particular selection of courses. In fact, many clusters list more courses than any graduate tax student would have time to take. Like the categories of courses in Part II, the course clusters in Part III are intended merely to help students select among the Law Center's extensive offerings of Taxation courses by suggesting complementary courses for students wishing to concentrate or specialize in specific areas of tax practice. (Note that some courses are included in several different clusters if they relate to diverse practice areas.)

**General Tax Practice:**

Tax Lawyering and Professional Responsibility in Federal Tax Practice  
Income Tax Accounting  
Tax Research and Writing  
Tax Penalties and Tax Crimes  
Logic and the Law: Taxation, Rhetoric, and Legal Argumentation  
Federal Taxation of Bankruptcies and Workouts

**Corporate Taxation:**

Taxation II  
Corporate Income Tax Law I  
Corporate Income Tax Law II  
Consolidated Returns: Principles and Planning  
S Corporations and Limited Liability Companies: Tax and Business Issues  
Taxation of Banks and Other Financial Institutions  
Employee Benefits in Corporate Transactions  
Taxation of Energy Markets  
Taxation of Intellectual Property  
Taxation of Property Transactions  
Financial Accounting for Taxes, SOX, and Other Issues for Corporate Tax Advisors  
U.S. Taxation of International Transactions  
Business Planning Seminar  
Structuring Venture Capital and Entrepreneurial Transactions

**Estate and Succession Planning:**

Income Taxation of Trusts and Estates [required for E.P. Certificate]  
Introduction to Private Wealth Planning: The Estate and Gift Tax [required for E.P. Certificate]  
Advanced Private Wealth Planning Seminar [required for E.P. Certificate]  
Tax Treatment of Charities and Other Nonprofit Organizations  
S Corporations and Limited Liability Companies: Tax and Business Issues  
Taxation of Partnerships  
Tax Planning for Real Estate Transactions  
Taxation of Property Transactions  
Executive Compensation: Equity and Cash-Based Incentives

**Employee Benefits:**

Introduction to Employee Benefits Law  
Retirement Income: Taxation and Regulation [does not count toward E.B. Certificate]  
Retirement Plan Qualification Requirements [required for E.B. Certificate]  
Retirement Plans -- Design & Taxation [required for E.B. Certificate]  
ERISA: The Fiduciary Provisions [required for E.B. Certificate]  
Health & Welfare Benefit Plans: Tax and ERISA Aspects  
Taxation of Fringe Benefits  
ERISA: Participant Rights

ERISA: Plan Termination and Withdrawal Liability  
Employee Benefits in Corporate Transactions (Lecture and Negotiations)  
ERISA: Avoiding and Managing Employee Benefits Litigation  
Executive Compensation: Equity and Cash Based Incentives  
ESOPs and Employer Stock in ERISA Plans  
Taxation of Deferred Compensation: Section 409A  
Current Issues in Employee Benefits Seminar

**Financial Products:**

Corporate Income Tax Law II  
Tax Principles and Financial Products  
Taxation of Partnerships  
Taxation of Property Transactions  
Taxation of Intellectual Property  
Financial Derivatives Taxation  
Taxation of Debt Instruments & Securitization Transactions  
Advanced Topics in the Taxation of Debt Instruments and Other Financial Transactions

**International Taxation:**

U.S. Taxation of International Transactions  
U.S. Taxation of Domestic Persons With Activities Outside of the United States  
U.S. Taxation of Foreign Persons in the United States  
Tax Research and Writing: International Focus  
Comparative International Taxation  
Comparative Tax Law  
EU Tax Law  
Global Indirect Tax: The VAT  
Introduction to Transfer Pricing  
Transfer Pricing: Selected Topics  
Tax Treaties  
Tax Treaties: Planning and Practice in the Private Sector  
Tax Treaties: A Practical Approach to Interpretation and Application  
International Business Planning Workshop  
The Foreign tax Credit  
Advanced International Taxation

**Passthrough Entities/Individual Taxation:**

Taxation of Partnerships  
S Corporations and Limited Liability Companies: Tax and Business Issues  
Drafting Partnership and LLC Agreements  
Tax Planning for Real Estate Transactions  
Taxation of Property Transactions  
Advanced Partnership Taxation

Joint Ventures Involving Non-Profits and For-Profits  
Executive Compensation: Equity and Cash Based Incentives

**State and Local Tax:**

State and Local Taxation  
Federal Limitations on State and Local Taxation

**Tax Controversies and Litigation:**

Tax Practice & Procedure (Administrative Practice)  
Tax Practice & Procedure (Litigation)  
Tax Practice Workshop  
Tax Research and Writing  
Logic and the Law: Taxation, Rhetoric, and Legal Argumentation  
ERISA: Avoiding and Managing Employee Benefits Litigation  
Tax Lawyering and Professional Responsibility in Federal Tax Practice

**Tax-Exempt Organizations:**

Tax Treatment of Charities and Other Nonprofit Organizations  
Joint Ventures Involving Non-Profits and For-Profits  
Introduction to Private Wealth Planning: The Estate and Gift Tax  
Advanced Private Wealth Planning Seminar

**Tax Policy:**

Tax Policy Overview  
Tax Policy Seminar  
Law and Public Finance Seminar  
Comparative Tax Law  
Comparative International Taxation  
Taxation of Energy Markets