

PROGRAM SCHEDULE

THURSDAY, MAY 6



📺 = Taped

★ = Young Lawyers Program

⚖️ = Ethics Credits Requested

🚫 = No CLE Credit

8:00AM – 9:00AM

McPherson Square, Level 5B

Incoming Officers and Council Orientation 🚫 (Executive Session)

9:00AM – 5:00PM

Farragut Square/Lafayette Park, Level 5B

Officers and Council Meeting 🚫 (Executive Session)

1:00PM – 5:00PM

Independence FG, Level 5B

Low Income Taxpayers Workshop 📺 ★ (Registration Required)

The Low Income Taxpayer and Pro Bono Committees proudly present the annual Tax Workshop for new and pro bono tax practitioners.

1:00pm Opening Remarks by Paul Harrison, Workshop Coordinator. 🚫

1:05pm Making a Claim for Attorney's Fees. The panel will discuss the circumstances in which clinics could or should seek attorney's fees. Included in the discussion will be an analysis of when, how and in what amount to make qualified offers; record keeping requirements when you have a case in which you anticipate seeking attorney's fees; exhausting administrative remedies and other practical and legal considerations surrounding a claim for attorney's fees.

MODERATOR: Professor Sandy Freund, Rutgers University School of Law, Newark, NJ.

PANELISTS: Professor Robin Wright Westbrook, Practitioner in Residence, Janet R. Spragens Tax Clinic, American University Washington College of Law, Washington, DC; Shannon Brophy, Attorney, Office of Chief Counsel, Procedure and Administration, IRS, Washington, DC; Christopher M. Duling, Attorney-Advisor, LITC Program Office, IRS, Washington, DC; Honorable Peter J. Panuthos, Chief Special Trial Judge, US Tax Court, Washington, DC.

2:00pm Filing a Refund Claim and a Refund Suit. The panel will discuss those situations in which a clinic could or should pursue a refund claim as well as the refund issues presented in audit reconsideration, innocent spouse and frozen refund situations.

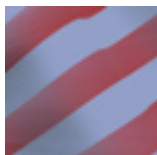
MODERATOR: Dale Kensinger, Chestnut Hill, MA.

PANELISTS: Professor Keith Blair, University of Baltimore School of Law, Baltimore, MD; Elizabeth Segovis, Rhode Island Legal Services Inc, Providence, RI; David A. Hubbert, Chief, Civil Trial Section, Eastern Region, Tax Division, Department of Justice, Washington, DC.

4:00pm Whistleblower Claims. Low income clinics will rarely qualify for the formal whistleblower claims that guarantee payment for certain high dollar tips but situations exist in which using the whistleblower process may facilitate IRS movement on a case as well as the prospect for a monetary reward to the client or the clinic.

MODERATOR: Paul Harrison, Community Tax Law Project, Richmond, VA.

PANELISTS: Erica Brady, The Ferraro Law Firm, Washington, DC; Holly Styles, Senior Counsel, Office of Associate Chief Counsel, IRS, Washington, DC; Professor Michelle Kwon, Texas Tech University Law School, Lubbock, TX.



PROGRAM SCHEDULE THURSDAY, MAY 6

2:00PM – 6:00PM

Arlington/Cabin John, Level 3B

Tax Bridge to Practice 📺 ★

CO-SPONSORED BY: Young Lawyers Forum, Diversity Committee and National Bar Association Tax Law Section

2:00pm Welcome Remarks. 📺 (Arlington/Cabin John, Level 3B)

2:05PM – 3:00PM BREAKOUT SESSIONS

SESSION A: Arlington/Cabin John, Level 3B

Straight Talk on Tax – Is It for Me? 📺 ★ Why become a tax lawyer?

Are there really opportunities for diverse attorneys in tax law (and if so, where are they?) What skills will attract the attention of those with hiring authority, particularly for attorneys with no background in tax or finance? Panelists with experience hiring tax lawyers will discuss why tax law can be an excellent career path for diverse attorneys, what it takes to move into the practice of tax, and how to position yourself as a top tax candidate -- whether you have several years of legal experience or you are a new law school graduate.

MODERATOR: Vanessa A. Scott, Sutherland Asbill & Brennan LLP, Washington, DC.

PANELISTS: Carol A. Campbell, Division Counsel, Wage and Investment, Office of Chief Counsel, IRS, Washington, DC; Debra Chew, Executive Director, Equality Diversity and Inclusion, IRS, Washington, DC; Professor Randle B. Pollard, Widener University Law School, Wilmington, DE.

SESSION B: Roosevelt/Wilson, Level 3B

Keynote Lecture: Facing the Uncertainties of Accounting for Tax Uncertainties. ★

Corporate taxpayers preparing GAAP financial statements are subject to disclosure requirements pursuant to Financial Accounting Standards Board Interpretation No. 48 ("FIN 48"), Accounting for Uncertainty in Income Taxes. FIN 48 requires certain corporate taxpayers to identify and quantify uncertain tax positions. The IRS intends to require similar reporting of uncertain tax positions in order to improve compliance. A professor and a representative of the IRS offer their perspectives on the implications of these developments.

LECTURER: Professor Tracy Kaye, Seton Hall Law School, Newark, NJ.

3:00pm Breaking Up Is (Not So) Hard to Do. ★ (Arlington/Cabin John, Level 3B)

A commonly-quoted statistic suggests that one out of two marriages ends in divorce. If so, many attorneys will have clients whose marriages are dissolved. By developing a working knowledge of the tax issues that arise in divorce, young lawyers can better serve their clients and add value to their firms, even when the "deal-driven" practice is slow. This session will explore common divorce scenarios and the relevant statutes and regulations.

MODERATOR: Robb Longman, Joseph Greenwald & Laake PA, Greenbelt, MD.

PANELIST: Professor Thomas R. White, University of Virginia School of Law, Charlottesville, VA.

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3:50pm **Networking Break.** 🍷

4:05PM – 5:00PM **BREAKOUT SESSIONS:**

SESSION A: Arlington/Cabin John, Level 3B

When the IRS Calls – Handling Tax Collection, Controversy and Litigation Matters for Individuals and Small Businesses. ★ General and solo practitioners are often asked to assist clients with IRS matters relating to audits, disputes and other controversies. As an attorney, what is your first move? What are your client's options if they cannot pay? Might your client be charged with a tax crime (and what happens then)? The panel will provide attorneys who handle occasional income tax issues with insights on the audit process, civil appeals and criminal tax investigations.

PANELISTS: Janet Johnson, Deputy Division Counsel, Criminal Tax, Office of Chief Counsel, IRS, Washington, DC; Kerry Verdi, Howery, Washington, DC; Juan F. Vasquez, Jr., Chamberlain Hrdlicka, Houston, TX.

SESSION B: Roosevelt/Wilson, Level 3B

Spotlight on SALT: Is Nexus Just a Mouse Click Away? ★ In light of recent state laws imposing tax on Internet and other types of remote sales, the panel will review recent legislative, policy and tax controversy developments involving nexus through a discussion of the "Amazon" law and cases. Is physical presence dead? The panelists will offer their perspectives on this seminal and timely issue in state and local tax.

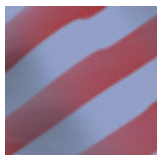
MODERATOR: Kelley Cooper Miller, Reed Smith, Philadelphia, PA.

PANELISTS: Steve Kranz, Sutherland Asbill & Brennan LLP, Washington, DC; Melissa L. Galetto, Skadden Arps Slate Meagher & Flom LLP, Washington, DC.

5:00pm **Find a Career in Tax.** 🍷 ★ (Arlington/Cabin John, Level 3B) This panel features attorneys from several different professional settings. Panelists will offer their perspectives on their practices and employment prospects in their areas.

MODERATOR: Thomas D. Greenaway, KPMG LLP, Boston, MA.

PANELISTS: Krystal J. Brumfield, Tax Counsel, US Senate Committee on Small Business, Washington, DC; Deborah J. Karet, KPMG LLP, Washington, DC; Susan Greer, Director of Centralized Recruitment, IRS, Washington, DC; Dustin Covello, King & Spalding LLP, Atlanta, GA.



PROGRAM SCHEDULE THURSDAY, MAY 6

5:00PM – 6:30PM

McPherson Square, Level 5B

Philanthropy Professors Meeting 🍷

5:00PM – 7:00PM

Grand Café, Level 1B

Hosted Welcome Reception 🍷 ★ *(Complimentary)*

SPONSORED BY: CCH, a Wolters Kluwer business

5:00PM – 7:00PM

Constitution CDE, Level 3B

The Laurence Neal Woodworth Memorial Lecture and Reception 🍷

Tax Policy in the 21st Century: Challenges and Changes from the Time of Larry Woodworth

SPEAKER: Thomas Barthold, Joint Committee on Taxation, US Congress, Washington, DC

SPONSORED BY: Ohio Northern University Pettit College of Law

6:00PM – 9:00PM

Jones Day, 51 Louisiana Avenue, NW

State & Local Taxes Executive Committee Meeting 🍷

6:30PM – 9:30PM

Aria Trattoria, 1300 Pennsylvania Avenue, NW

Real Estate and Partnerships & LLCs Committees Dinner 🍷 *(Reservations Required)*

Members of the Real Estate Committee and the Partnerships & LLCs Committee will meet for cocktails and dinner on Thursday, May 6, 2010 at Aria Trattoria, located at 1300 Pennsylvania Avenue, NW (202-312-1250). Cocktails will begin at 6:30pm followed by dinner at 7:00pm. Dinner reservations and advance payment required.

7:00PM – 9:30PM

Zengo Restaurant, 781 7th Street, NW

Administrative Practice Dinner 🍷 *(Reservations Only)*

7:00PM – 9:00PM

Bulfinch/Renwick, Level 3B

First-Time Attendees Dinner 🍷 ★

PROGRAM SCHEDULE

FRIDAY, MAY 7



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7:00AM – 8:00AM

Wilson, Level 3B

Employee Benefits New Employee Benefits Attorneys Forum ★

CHAIRS: Gary J. Chase, Towers Perrin, New York, NY; Jennifer M. Wolff, Weil Gotshal & Manges LLP, New York, NY

7:00AM – 4:00PM

Penn Quarter, Level 1B

Hospitality Center 🍷 (Complimentary)

Complimentary continental breakfast will be served in the morning. Snacks, coffee, sodas and water will be available in the afternoon.

7:30AM – 8:30AM

Bulfinch, Level 3B

Exempt Organizations Subcommittee on Audits and Appeals 🍷

CHAIRS: Marcus S. Owens, Caplin & Drysdale Chartered, Washington, DC; Michael A. Clark, Sidley Austin LLP, Chicago, IL; Diara Holmes, Caplin & Drysdale Chartered, Washington, DC

7:30am Roundtable Discussion of Current Developments.

7:30AM – 8:30AM

Renwick, Level 3B

Exempt Organizations Subcommittee on Health-Care Organizations 🍷

CHAIRS: T.J. Sullivan, Drinker Biddle & Reath LLP, Washington, DC; Robert W. Friz, PricewaterhouseCoopers LLP, Philadelphia, PA

7:30am Roundtable Discussion of Current Developments.

7:30AM – 8:30AM

Latrobe, Level 3B

Exempt Organizations Subcommittees on Political and Lobbying Organizations and Religious Organizations 🍷

CHAIRS: Professor Miriam Galston, The George Washington University Law School, Washington, DC; Rosemary E. Fei, Adler & Colvin, San Francisco, CA (Political & Lobbying Organizations); Boyd J. Black, The Church of Jesus Christ of Latter-day Saints, Salt Lake City, UT; Thomas E. Wetmore, General Conference of Seventh-day Adventists, Silver Spring, MD (Religious Organizations)

7:30am Lloyd Mayer: "Politics and the Pulpit".

7:30AM – 8:30AM

Burnham, Level 3B

Exempt Organizations Subcommittees on Private Foundations, Unrelated Business Income and International Philanthropy X

CHAIRS: Betsy Buchalter Adler, Adler & Colvin, San Francisco, CA; Victoria B. Bjorklund, Simpson Thacher & Bartlett LLP, New York, NY (International Philanthropy); LaVerne Woods, Davis Wright Tremaine LLP, Seattle, WA; Lisa L. Johnsen, Bill & Melinda Gates Foundation, Seattle, WA (Private Foundations); Laura Kalick, BDO Seidman LLP, Bethesda, MD; David Shevlin, Simpson Thacher & Bartlett LLP, New York, NY (Unrelated Business Income)

7:30am Roundtable Discussion of Current Developments.



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8:00AM – 11:00AM

Independence A, Level 5B

Administrative Practice

CHAIR: Fred F. Murray, Grant Thornton LLP, Washington, DC

8:00am Opening Remarks by the Chair. 

8:05am Important Developments. This panel will discuss important developments in administrative practice that have occurred since the last meeting.

MODERATOR: Jennifer E. Breen, PricewaterhouseCoopers LLP, Washington, DC.

PANELISTS: Deborah A. Butler, Associate Chief Counsel, Office of Associate Chief Counsel (Procedure and Administration), IRS, Washington, DC; Thomas R. Thomas, Division Counsel, SB-SE Division, IRS, Washington, DC.

8:35am Back-to-Basics: Refunds, Credit and Tentative Carryback Adjustments

-- When the Government Owes You Money. This panel will provide an overview of the different ways to claim refunds and credits from the government from both the taxpayer and IRS perspectives. The panel will examine issues concerning: how, when and what type of claim to make; preparation of the claim forms; the process within the IRS once a claim is made; the effect of the new five-year NOL carryback and other strategic considerations.

MODERATOR: Kevin R. Stults, Bingham McCutchen LLP, Washington, DC.

PANELISTS: Matthew S. Cooper, Attorney-Advisor, Branch 1, Office of Associate Chief Counsel (Procedure and Administration), IRS, Washington, DC; Kevin Johnson, Chamberlain Hrdlicka White Williams & Martin, Philadelphia, PA; Patricia L. Burquest, KPMG LLP, Washington, DC.

9:05am The New IRS Corporate Governance Tax Compliance Initiative. Last October IRS Commissioner Shulman told an audience of corporate directors “you, the leaders of your organizations, should have a mechanism to oversee tax risk as part of your governance process,” and he announced that his goal was “to start a discussion about the board of directors’ role in overseeing tax risk.” As the Commissioner noted, the IRS interest in the role of corporate governance in managing tax risk did not start in the US. Tax administrators around the world are ahead of the IRS in using this new approach to tax compliance. Why? What is this new initiative? How does it relate to the new IRS initiative to require disclosure of uncertain tax positions? How will it affect your clients, and what can you and your clients expect from the IRS as this new initiative unfolds? The panel will cover these and other issues related to LMSB enforcement.

MODERATOR: Lawrence B. Gibbs, Miller & Chevalier Chartered, Washington, DC.

PANELISTS: Steven T. Miller, Deputy Commissioner, Office of Deputy Commissioner (Services and Enforcement), IRS, Washington, DC; Mark A. Weinberger, Ernst & Young LLP, Washington, DC; David P. Lewis, Eli Lilly & Company, Indianapolis, IN; Fred F. Murray, Grant Thornton LLP, Washington, DC.

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10:00am Announcement 2010-9: A New Age of Transparency? The panel will discuss the proposed tax return reporting of uncertain tax positions set forth in Announcement 2010-9. Topics will include the reasons for the proposed changes, the anticipated interaction with work product and attorney-client privilege protections and the potential effects on the relationships between taxpayers, financial auditors and the IRS.

MODERATOR: Julia M. Kazaks, Skadden Arps Slate Meagher & Flom LLP, Washington, DC.

PANELISTS: Heather C. Maloy, Commissioner, Large and Mid-Size Business Division, IRS, Washington, DC; Pamela F. Olson, Skadden Arps Slate Meagher & Flom LLP, Washington, DC; Mark A. Weinberger, Ernst & Young LLP, Washington, DC; Eli J. Dicker, Chief Tax Counsel, Tax Executives Institute Inc, Washington, DC.

8:00AM – 10:45AM

Independence FGH, Level 5B

Affiliated & Related Corporations

CHAIR: Jonathan Forrest, Deloitte Tax LLP, Washington, DC

8:00am Current Developments. This panel will review recent developments in the consolidated return area, including relevant private letter rulings and technical advice memoranda.

MODERATOR: Mark Schneider, Deloitte Tax LLP, Washington, DC.

PANELISTS: Marie Milnes-Vasquez, Senior Technical Reviewer, Branch 4, Office of the Associate Chief Counsel (Corporate), IRS, Washington, DC; Michael Wilder, McDermott Will & Emery LLP, Washington, DC; Alexandra Yeadon, KPMG LLP, Washington, DC.

9:20am Consolidated Return Issues for Troubled Companies. This panel will explore consolidated return issues that arise for troubled companies including issues surrounding the application of section 108(i) and the extended loss carryback rules.

MODERATOR: Professor Don Leatherman, University of Tennessee College of Law, Knoxville, TN.

PANELISTS: Michelle Albert, Ernst & Young LLP, Washington, DC; Larry Axelrod, Special Counsel, Office of Associate Chief Counsel (Corporate), IRS, Washington, DC; Jonathan Forrest, Deloitte Tax LLP, Washington, DC.

8:00AM – 10:45AM

Independence I, Level 5B

Banking & Savings Institutions

CHAIR: Roburt Waldow, McDermott Will & Emery LLP, Menlo Park, CA



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8:00am **Opening Remarks by the Chair.** 🗣️

8:05am **The Straddle Rules: Past, Present and Future.** The straddle rules, which were enacted in 1981 but significantly revised and expanded in 1984, were meant to close certain loopholes. The pros and cons of the straddle rules have been debated for years. To commemorate the 25th anniversary of the expanded straddle rules, this panel will debate some of the issues presented by these rules.

MODERATOR: Yoram Keinan, Greenberg Traurig LLP, New York, NY.

PANELISTS: John Ensminger, Stone Ridge, NY; Robert Gordon, Twenty First Securities, New York, NY.

8:55am **The Interplay Between RAAP, GAAP and Tax for Banks.** This panel will discuss differences between GAAP tax accounting, regulatory accounting and tax accounting rules, including varying treatments of the timing of the recognition of deferred tax assets, which are influencing bank business decisions.

MODERATOR: Hayden Brown, Mayer Brown LLP, Charlotte, NC.

PANELISTS: William McNairy, Bank of America Corporation, Charlotte, NC; Robert Storch, Federal Deposit Insurance Corporation, Washington, DC.

9:50am **Developments in Cross-border Withholding and Reporting Rules for Financial Instruments and Other Hot Topics.** This panel will discuss recent legislative and regulatory developments relating to the imposition of US withholding taxes on cross-border equity derivatives, including a discussion of the broader implications for financial product taxation. This panel will also discuss other "hot" topics relating to financial products and capital markets transactions, including a discussion of the impact of current derivatives reform proposals on the taxation of financial instruments.

MODERATOR: William R. Pomierski, McDermott Will & Emery LLP, Chicago, IL.

PANELISTS: David A. Golden, Ernst & Young LLP, Washington, DC; Jeffrey Maddrey, PricewaterhouseCoopers LLP, Washington, DC.

8:00AM – 10:45AM

McPherson Square, Level 5B

Capital Recovery & Leasing 🗣️

CHAIR: Susan Graiss, Ernst & Young LLP, Washington, DC

8:00am **Current Developments Report and Update on Pending Guidance.** This program will cover the important recent developments in the areas of capital recovery and leasing, including a discussion of various capitalization tax accounting topics.

MODERATOR: Alison Jones, Ernst & Young LLP, Washington, DC.

PANELISTS: Brandon Carlton, Taxation Specialist, Office of Tax Legislative Counsel, Department of Treasury, Washington, DC; Sam Weiler, Ernst & Young LLP, Washington, DC.

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8:45am Back to Basics: A Topical Discussion of Lease vs. Sale Principles. This panel will discuss prevalent lease vs. sale issues, including accounting method considerations.

MODERATOR: Glenn Johnson, Ernst & Young LLP, Washington, DC.

PANELIST: Catherine Brandt, Ernst & Young LLP, Washington, DC.

9:15am Discussion of Tier 1 Repair Directives and IRS Examination Considerations. This panel will discuss significant topics involving IRS examination of repair issues, in light of the IRS' recent release of two Industry Director Directives that designate repairs as a Tier 1 issue and seek to provide direction regarding the examination of taxpayers that have changed their accounting method to currently expense previously capitalized repair costs.

MODERATOR: Susan Grais, Ernst & Young LLP, Washington, DC.

PANELISTS: Cheryl Claybough, Director, Office of Pre-Filing and Technical Guidance, IRS, Washington, DC; Glenn Carrington, Ernst & Young LLP, Washington, DC.

8:00AM – 9:00AM

Roosevelt, Level 3B

Companions' Breakfast 🍳 (Complimentary)

8:00AM – 9:30AM

Arlington/Cabin John, Level 3B

Employee Benefits Defined Contribution Plans Update

Presented by the Subcommittee on Defined Contribution Plans

CHAIR/VICE-CHAIR: Robert Miller, Calfee Halter & Griswold LLP, Cleveland, OH; Bernard F. O'Hare, Patterson Belknap Webb & Tyler, New York, NY (Emeritus); Bret Hamlin, Hill Ward Henderson, Tampa, FL

YOUNG LAWYER LIAISON: Matthew Eickman, Utz Miller & Eickman, Overland Park, KS

This meeting will examine recent and pending legislative and regulatory activity relating to section 401(k) plans and defined contribution plans, generally. The new Department of Labor proposed regulations on investment advice and the joint Department of Labor/Department of Treasury RFI on lifetime income alternatives for qualified plans will be discussed, as will any further agency or Congressional action with respect to fee disclosures, target date funds, suspension of safe harbor nonelective contributions, the HEART Act and DB/401(k)s. Recent litigation will also be discussed.

PANELISTS: Louis J. Campagna, Chief, Division of Fiduciary Interpretations, Office of Regulations and Interpretations, Employee Benefits Security Administration, Department of Labor, Washington, DC; William Evans, Attorney-Advisor, Office of the Benefits Tax Counsel, Office of Tax Policy, Department of Treasury, Washington, DC; Harlan Weller, Senior Actuary, Office of the Benefits Tax Counsel, Office of Tax Policy, Department of Treasury, Washington, DC.



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8:00AM – 9:00AM

Wilson, Level 3B

Employee Benefits EEOC, FMLA and Military Leave Update

Presented by the Subcommittee on EEOC Issues/FMLA, Military and Other Leaves

CHAIRS/VICE-CHAIR: Thomas C. Graves, Haynes Benefits PC, Lees Summit, MO (Emeritus); Thomas Standley, Marathon Oil Company, Findlay, OH; Mary M. Potter, Cox Smith Matthews Inc, San Antonio, TX

YOUNG LAWYER LIAISON: Tiffany E. Walker, Haynes & Boone LLP, Dallas, TX

The meeting will focus on recent EEOC developments affecting benefit plans and recent developments impacting individuals on military and other types of leaves.

8:00AM – 9:30AM

Constitution B, Level 3B

Employee Benefits Executive Compensation, Fringe Benefits and Securities Law Update

Presented by the Subcommittees on Executive Compensation and Fringe Benefits and Federal Securities Laws Issues

CHAIRS/VICE-CHAIRS: Susan J. Daley, Perkins Coie, Chicago, IL; Althea R. Day, Morgan Lewis, Washington, DC; Wayne R. Luepker, Mayer Brown LLP, Chicago, IL (Emeritus); Adam B. Cohen, Sutherland Asbill & Brennan LLP, Washington, DC; Gail W. Stewart, Baker Botts LLP, Houston, TX

YOUNG LAWYER LIAISONS: Brian A. Benko, McDermott Will & Emery LLP, Washington, DC; Jessica Page, Hewitt Associates, Lincolnshire, IL; Sandy Shurin, Deloitte Tax LLP, New York, NY

This meeting will include a discussion of recent developments in executive compensation and securities law. We will be joined by government speakers to discuss Notice 2010-6, the 409A document correction program. We will also have a report on emerging trends from the 2010 proxy season and other securities law developments.

PANELISTS: George H. Bostick, Benefits Tax Counsel, Department of Treasury, Washington, DC; Helen Morrison, Deputy Benefits Tax Counsel, Office of Benefits Tax Counsel, Department of Treasury, Washington, DC; Keith Ranta, Executive Compensation Branch, Office of Division Counsel/Associate Chief Counsel (TEGE), IRS, Washington, DC; Stephen Tackney, Senior Counsel, Employee Benefits Division, Executive Compensation Branch, Office of Chief Counsel, IRS, Washington, DC; Alan N. Tawshunsky, Deputy Division Counsel/Deputy Associate Chief Counsel (Employee Benefits), Office of Division Counsel/Associate Chief Counsel (TEGE), IRS, Washington, DC.

8:00AM – 10:30AM

Farragut/Lafayette, Level 5B

Estate & Gift Taxes

CHAIR: Martin Hall, Ropes & Gray LLP, Boston, MA

8:00am Current Developments. This panel will review developments in federal estate, gift and generation-skipping transfer tax laws, from January 1, 2010 through April 30, 2010.

PANELISTS: Benjamin G. Carter, Winstead PC, Dallas, TX; Stacey Delich-Gould, Sullivan & Cromwell LLP, New York, NY; Catherine V. Hughes, Office of Tax Policy, Department of Treasury, Washington, DC.

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8:30am Funding Estate Tax Liabilities – Graegin Loans and Other Options. This panel will review the alternatives available to an estate for funding estate tax liabilities in cases where illiquid assets are present. Case law on the deductibility of interest expenses associated with loans used to pay estate taxes will be addressed. There will also be an economic analysis of the benefits of so called “Graegin” loans and the practical considerations for an executor who is contemplating borrowing options.

PANELISTS: Farhad Aghdami, Williams Mullen, Richmond, VA; Janine A. Racanelli, JPMorgan Private Bank, New York, NY.

9:15am Estate Tax Legislative Update. This presentation will take an up-to-the-minute look at the estate tax legislative climate. If Congress has acted, the panel will analyze that action and its effect on our clients and our practices. If Congress has not acted, the panel will examine the political, fiscal and practical prospects for legislation and the issues confronting us in the meantime, including: the interpretation of formula clauses in 2010; carryover basis; drafting challenges and opportunities; planning opportunities and risks in 2010; the inscrutable face of the 2011 GST tax and the possibility and effectiveness of retroactive legislation.

PANELISTS: Ronald D. Aucutt, McGuireWoods LLP, Washington, DC; Beth Shapiro Kaufman, Caplin & Drysdale Chartered, Washington, DC; Mary Ann Mancini, Bryan Cave LLP, Washington, DC.

8:00AM – 10:45AM

Constitution A, Level 3B

Real Estate

CHAIR: Jim Sowell, KPMG LLP, Washington, DC

8:00am Opening Remarks by the Chair. 

8:05am Legislative Update and other Real Estate Hot Topics. This panel will provide an update on domestic and international real estate tax legislative developments as well as recent rulings, proposed and final regulations and cases that impact the real estate industry.

MODERATOR: Peter J. Genz, King & Spalding LLP, Atlanta, GA.

PANELISTS: Tony M. Edwards, National Association of Real Estate Investment Trusts, Washington, DC; Stephen E. Shay, Deputy Assistant Secretary - International Tax Affairs, Office of Tax Policy, Department of Treasury, Washington, DC; David B. Silber, Chief, Branch 2, Office of Associate Chief Counsel (Financial Institutions & Products), IRS, Washington, DC; Jonathan D. Silver, Attorney-Advisor, Office of Associate Chief Counsel (Financial Institutions & Products), IRS, Washington, DC.

8:50am It's Easy Bein' Green – A Primer on Green Tax Incentives. Green tax incentives have become an increasingly important component of real estate transactions. This panel will provide an overview of the available incentives and how to use them to your client's advantage.

MODERATOR: John P. Gimigliano, KPMG LLP, Washington, DC.

PANELIST: Holly H. Heer, Squire Sanders, Columbus, OH.



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9:20am Carried Interests in Real Estate Transactions – What Does the Future Hold? The carried interest legislation has been the subject of great debate from a policy perspective, but few have focused on the details of what is being proposed. The proposed legislation does much more than convert the “carry” to ordinary income and, if enacted, would significantly impact the real estate industry. This panel will focus on the technical details of the legislation, with significant input from Government panelists.

MODERATOR: Jim Sowell, KPMG LLP, Washington, DC.

PANELISTS: Michael J. Hauswirth, Legislation Counsel, Joint Committee on Taxation, US Congress, Washington, DC; Jeffrey Van Hove, Deputy Tax Legislative Counsel – Regulatory Affairs, Office of Tax Legislative Counsel, Department of Treasury, Washington, DC.

10:00am Holding Real Estate in Series LLCs – The Smoke Begins to Clear. This panel will discuss the anticipated regulations related to the taxation of series LLCs and the utility of such a structure in real estate transactions.

MODERATOR: Thomas E. Yearout, Holme Roberts & Owen LLP, Denver, CO.

PANELISTS: Robert J. Crnkovich, Senior Counsel, Office of Tax Legislative Counsel, Department of Treasury, Washington, DC; Steven G. Frost, Chapman & Cutler LLP, Chicago, IL; Howard J. Levine, Roberts & Holland LLP, Washington, DC.

8:00AM – 10:45AM

Franklin Square, Level 5B

Tax Policy & Simplification

CHAIR: Professor Reuven Avi-Yonah, University of Michigan Law, Ann Arbor, MI

8:00am Remarks by the Chair. 

8:05am Are State VATs Viable? This panel will discuss recent attempts by several states (Michigan, New Hampshire, and current proposals in California) to replace their corporate and/or sales tax with a state VAT. Can states have a VAT in the absence of a Federal VAT? Experience with VATs with open borders in the EU and in Brazil will be considered.

MODERATOR: Professor Reuven Avi-Yonah, University of Michigan Law, Ann Arbor, MI.

PANELISTS: Professor Richard D. Pomp, University of Connecticut School of Law, Hartford, CT; Professor Kirk Stark, University of California, Los Angeles, School of Law, Los Angeles, CA; Professor Richard Ainsworth, ADP and Boston University School of Law, Boston, MA; Linneu Mello, Rio de Janeiro, Brazil.

9:30am Will Healthcare Reform Hurt Tax Policy? This panel will discuss the potential impact of healthcare reform on tax policy, including the policy pros and cons for the exemption for employer-provided healthcare, the medical expense deduction and excise taxes on high value plans.

MODERATOR: Professor Roberta Mann, University of Oregon School of Law, Eugene, OR.

PANELISTS: Thomas Barthold, Joint Committee on Taxation, US Congress, Washington, DC; Robertson Williams, Tax Policy Center, Urban Institute, Washington, DC; Jennifer Bell, Patton Boggs LLP, Washington, DC.

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8:00AM – 9:45AM

Independence BCDE, Level 5B

US Activities of Foreigners & Tax Treaties

CHAIR: Edward Tanenbaum, Alston & Bird LLP, New York, NY

8:00am Branch Profits Taxes – Another Item to Add to Your Checklist. This panel will provide a summary of the branch profits tax rules coupled with an illustration and discussion of the rules in a variety of practical commercial settings.

MODERATOR: William S. Dixon, Citigroup Global Markets Inc, New York, NY.

SPEAKERS: Peter J. Connors, Orrick Herrington & Sutcliffe LLP, New York, NY; Alan W. Granwell, DLA Piper LLP (US), Washington, DC.

8:55am Hot Topics in US Withholding Tax and Reporting Rules. The IRS has made US withholding taxes a Tier 1 audit priority and Congress has implemented a new withholding tax regime to catch offshore US tax evasion. This panel will discuss key developments and what taxpayers need to do to avoid potentially substantial tax liabilities for failure to comply.

MODERATOR: John Staples, Burt Staples & Maner LLP, Washington, DC.

SPEAKERS: Edward Tanenbaum, Alston & Bird LLP, New York, NY; Karan Mosley, Barclays Capital, New York, NY; Michael Danilack, Deputy Commissioner, LMSB, IRS, Washington, DC.

8:45AM – 4:30PM

Constitution CDE, Level 3B

Exempt Organizations

CHAIR: Frederick J. Gerhart, Dechert LLP, Philadelphia, PA

8:45am News from the IRS and Department of Treasury. Representatives from the IRS and from the Department of Treasury will speak on recent developments and pending guidance.

MODERATOR: Joseph E. Lundy, Lundy & Flynn LLP, Bala Cynwyd, PA.

PANELISTS: Emily M. Lam, Attorney-Advisor, Office of Tax Policy, Department of Treasury, Washington, DC; Lois G. Lerner, Director, Exempt Organizations, IRS, Washington, DC; Catherine E. Livingston, Assistant Chief Counsel, Office of Division Counsel/Associate Chief Counsel (TE/GE), IRS, Washington, DC.

9:45am News from the Hill. Speakers from Congressional tax-writing committees will address issues raised by recent and pending legislation relevant to exempt organizations.

MODERATOR: Betsy Buchalter Adler, Adler & Colvin, San Francisco, CA.

PANELISTS: Gordon Clay, Legislative Counsel, Joint Committee on Taxation, US Congress, Washington, DC; Theresa Pattara, Tax Counsel, Minority Staff, Senate Finance Committee, US Congress, Washington, DC; Tiffany Smith, Tax Counsel, Majority Staff, Senate Finance Committee, US Congress, Washington, DC.



PROGRAM SCHEDULE

FRIDAY, MAY 7

10:45am **The Plight of Newspapers: Can Tax-Exempt Organizations Help?**

The panel will explore the issues faced not only by tax-exempt organizations that operate newspapers and other news media, but also by the charities and private foundations that support news media, including recent examples of such activities.

MODERATOR: Suzanne Ross McDowell, Steptoe & Johnson LLP, Washington, DC.

PANELISTS: Professor Harvey P. Dale, University Professor of Philanthropy and the Law, New York University School of Law, New York, NY; Richard Tofel, ProPublica, New York, NY; Douglas N. Varley, Caplin & Drysdale Chartered, Washington, DC.

12:15pm **Exempt Organizations Committee Luncheon**

INTRODUCTION: Celia Roady, Morgan Lewis & Bockius LLP, Washington, DC.

SPEAKER: Mary Elcano, American Red Cross, Washington, DC.

1:30pm **Bankruptcy and Creditors' Rights in a Charitable Context.** Panelists will discuss the many issues facing charities in financial distress, including the application of bankruptcy laws and procedures, the treatment of endowment funds, the relative priority of donor restrictions and creditors' rights and the risk of personal liability for employee trust fund taxes.

MODERATOR: Professor Evelyn Brody, Chicago-Kent College of Law, Chicago, IL.

PANELISTS: Douglas M. Mancino, McDermott Will & Emery LLP, Los Angeles, CA; Linda Manley, Lawyers Alliance of New York, New York, NY.

3:00pm **Affiliated Organizations – Avoiding Traps for the Unwary.** Panelists will address issues posed by affiliations between 501(c)(3) and non-(c)(3) organizations, including the reasons for creating affiliates (such as the effect of the Supreme Court's recent decision in *Citizens United*), employment taxes, employee benefit plans, use of intangible assets, federal and state lobbying disclosure laws, Form 990 reporting, common paymaster procedures and accounting rules.

MODERATOR: John Pomeranz, Harmon Curran Spielberg & Eisenberg LLP, Washington, DC.

PANELISTS: Eve Borenstein, Borenstein & McVeigh Law Office LLC, Minneapolis, MN; Anne Spielberg, Harmon Curran Spielberg & Eisenberg LLP, Washington, DC; Douglas N. Varley, Caplin & Drysdale Chartered, Washington, DC.

4:00pm **Cash Bar.**

PROGRAM SCHEDULE

FRIDAY, MAY 7



9:00AM – 10:00AM

Wilson, Level 3B

Employee Benefits Legislative Update

Presented by the Subcommittee on Employee Benefits Legislation

CHAIR/VICE-CHAIR: Keith Mong, Buchanan Ingersoll & Rooney PC, Washington, DC; David N. Levine, Groom Law Group Chartered, Washington, DC

YOUNG LAWYER LIAISON: Gary J. Chase, Towers Perrin, New York, NY

The subcommittee will explore pending legislation including, depending on legislative status, health care reform and pension funding relief.

PANELISTS: Keith Mong, Buchanan Ingersoll & Rooney PC, Washington, DC; David N. Levine, Groom Law Group Chartered, Washington, DC.

9:15AM – 10:15AM

Conference Theater, Level 1B

Court Procedure and Practice Roundtable 📺 ★

CHAIR: Christopher S. Rizek, Caplin & Drysdale Chartered, Washington, DC

9:15am Strategies For Settling Docketed Tax Cases. ★ This panel will discuss strategies and issues associated with settling docketed cases, including utilizing IRS Appeals and the operations of the Office of Review. The panel is geared towards young lawyers but all are welcome.

MODERATOR: Juan F. Vasquez, Jr., Chamberlain Hrdlicka White Williams & Martin, Houston, TX.

PANELISTS: The Honorable Peter J. Panuthos, Chief Special Trial Judge, US Tax Court, Washington, DC; Diane Ryan, Chief, Office of Chief of Appeals, IRS, Washington, DC; Deborah A. Butler, Associate Chief Counsel, Office of Associate Chief Counsel (Procedure & Administration), IRS, Washington, DC; Clint Massengill, American International Group Inc, New York, NY.

9:30AM – 11:00AM

Burnham, Level 3B

Employee Benefits Administrative Practices Update

Presented by the Subcommittee on Self Correction, Determination Letters and Other Administrative Practices and the Task Force on Electronic Plan Administration/Vendor Management

CHAIRS/VICE-CHAIR: Joy M. Mercer, Joy M. Mercer PC, Florham Park, NJ; Danny Martin, Shell Oil Company, Houston, TX; Martha L. Hutzelman, Kruchko & Fries, McLean, VA (Chair Emeritus); Lisa Tavares, Venable LLP, Washington, DC

YOUNG LAWYER LIAISONS: Stefan P. Smith, Locke Lord Bissell & Liddell LLP, Dallas, TX; Nicholas C. Tomlinson, Baker Donelson Bearman Caldwell & Berkowitz PC, Atlanta, GA

The subcommittee will be discussing (1) with IRS representatives changes to the correction program, Revenue Procedure 2008-50, (2) IRS audit activities, abusive plan transactions, 401(k) compliance questionnaire and developing internal controls and vendor agreements in order to assure proper maintenance of plan records and (3) 2010 required amendments and the status of the determination letter programs.

PANELISTS: Avaneesh Bhagat, Program Coordinator, Employee Plans Voluntary Compliance, IRS, Washington, DC; Joy M. Mercer, Joy M. Mercer PC, Florham Park, NJ; Ingrid Grinde, Manager, Group 1, EP Technical Guidance and Quality Assurance, IRS, Washington, DC; Joyce Kahn, Manager, Employee Plans Voluntary Compliance, EP Rulings & Agreements (TE/GE), IRS,



PROGRAM SCHEDULE FRIDAY, MAY 7

Washington, DC; Danny Martin, Shell Oil Company, Houston, TX; Martin Pippins, Manager, EP Technical Guidance and Quality Assurance, Department of Treasury, Washington, DC; Stefan Smith, Locke Lord Bissell & Liddell LLP, Dallas TX; Lisa Tavares, Venable LLP, Washington, DC; Monika A. Templeman, Director, EP Examinations, IRS, Washington, DC; Nicholas Tomlinson, Baker Donelson Bearman Caldwell & Berkowitz PC, Atlanta, GA; Andrew Zuckerman, Director, EP Rulings and Agreements (TE/GE), IRS, Washington, DC.

9:30AM – 11:00AM

Arlington/Cabin John, Level 3B

Employee Benefits Welfare Benefits Design, Funding and Regulation Update

Presented by the Subcommittees on Welfare Plan Design and Funding, Cafeteria Plans and Reimbursement Accounts and HIPAA, COBRA & State Insurance Regulation of Welfare Plans

CHAIRS/VICE-CHAIR: Alden J. Bianchi, Mintz Levin Cohn Ferris Glovsky & Popeo PC, Boston, MA; Julie Burbank, Trucker Huss, San Francisco, CA; Nancy K. Campbell, Snell & Wilmer LLP, Phoenix, AZ; Mark L. Stember, Kilpatrick Stockton LLP, Washington, DC; George L. Whitfield, Warner Norcross & Judd LLP, Grand Rapids, MI (Emeritus); Andy R. Anderson, Morgan Lewis, Chicago, IL

YOUNG LAWYER LIAISONS: Chad R. DeGroot, Bryan Cave LLP, St. Louis, MO; Jeremy M. Pelphrey, Brunder Morra, Los Angeles, CA; Elizabeth Schultz, Sidley Austin LLP, Chicago, IL At this meeting we will discuss the regulations issued under the Paul Wellstone and Pete Domenici Mental Health Parity and Addiction Equity Act of 2008, other compliance issues for 2010, including CHIP Notice requirements, HIPAA HITECH, GINA, Michelle's Law, final cafeteria plan regulations (if issued) and Federal health care reform (if enacted). We will also address developments in Massachusetts and San Francisco health laws, as time permits.

PANELISTS: Andy R. Anderson, Morgan Lewis, Chicago, IL; Alden J. Bianchi, Mintz Levin Cohn Ferris Glovsky & Popeo PC, Boston, MA; Julie Burbank, Trucker Huss, San Francisco, CA; Nancy K. Campbell, Snell & Wilmer LLP, Phoenix, AZ; Mark L. Stember, Kilpatrick Stockton LLP, Washington, DC; Kevin Knopf, Attorney-Advisor, Office of Benefits Tax Counsel, Department of Treasury, Washington, DC; Russell E. Weinheimer, Senior Counsel, Health and Welfare Branch, Office of Division Counsel/Associate Chief Counsel (TE/GE), IRS, Washington, DC.

10:00AM – 11:00AM

Washington Boardroom, Level 3B

Appointments to the Tax Court (Executive Session)

CHAIR: Elizabeth A. Copeland, Oppenheimer Blend Harrison & Tate Inc, San Antonio, TX

10:00AM – 11:45AM

Independence BCDE, Level 5B

Joint session of FAUST, FLF, Transfer Pricing and USAFTT: Current Developments

10:00am Joint International Developments Panel. This panel will review and analyze the most important developments in the international area during the past months.

MODERATOR: Philip R. West, Steptoe & Johnson LLP, Washington, DC.

PANELISTS: Michael J. Caballero, Deputy International Tax Counsel, Office of Tax Policy, Department of Treasury, Washington, DC; Theodore Setzer, Deputy Associate Chief Counsel (International), Office of Chief Counsel, IRS, Washington, DC; Brion D. Graber, Legislation Counsel,

PROGRAM SCHEDULE

FRIDAY, MAY 7



Joint Committee on Taxation, Washington, DC; Lewis J. Greenwald, Sullivan & Worcester LLP, Boston, MA; Kathleen V. Penny, Blake Cassels & Graydon LLP, Toronto, ON; Jeffrey L. Rubinger, Holland & Knight LLP, Fort Lauderdale, FL; E. Miller Williams, Ernst & Young LLP, Atlanta, GA.

10:30AM – 2:00PM

Arthur M. Sackler Gallery

Companions' Activity: In The Realm of Buddha: Arthur M. Sackler Gallery Tour & Luncheon
 (Ticketed Event)

See p. ## for a full description. Shuttle buses will depart from the Grand Hyatt lobby at 10:00am.

10:30AM – 11:30AM

Potomac, Level 3B

Publications 

CHAIR: Douglas M. Mancino, McDermott Will & Emory LLP, Los Angeles, CA

The Publications Committee will discuss issues related to its publications, including *The Tax Lawyer*, *The State and Local Tax Lawyer*, the *NewsQuarterly* and other single title publications. In addition, opportunities to develop new titles will be discussed. Those who serve as editors or authors on any of the Tax Section's publications are particularly encouraged to attend, and others interested in becoming involved are welcome.

10:30AM – 1:15PM

Conference Theater, Level 1B

S Corporations 

CHAIR: Thomas J. Nichols, Meissner Tierney Fisher & Nichols SC, Milwaukee, WI

10:30am Opening Remarks and Report on Committee Business by Chair. 

10:35am Important Developments. Discussion of recent legislative, administrative and judicial developments relating to S Corporations and their Shareholders.

MODERATORS: Dana Lasley, Deloitte Tax LLP, St. Louis, MO; John B. Truskowski, Locke Lord Bissell & Liddell LLP, Chicago, IL.

11:00am S Corporations Engaged in International Business Operations; A Good Choice? With our participation in the global economy, US persons, including US owners of privately-held companies, including S corporations, have increased their involvement in foreign business opportunities, which invariably involve the movement of capital and/or labor overseas. Some operations are directly conducted by a US entity or through a branch of a US company; others include a foreign corporate subsidiary, partnership or "transparent entity". Treaty implications also need to be taken into account. This session discusses the various considerations that should be part of an evaluation for conducting business operations outside of the US. Special focus will be placed on S corporations engaged in international business operations.

PANELIST: Jerald D. August, Fox Rothschild LLP, West Palm Beach, FL.

12:00pm Hot Topics Relating to S Corporations. A dialogue with representatives from the Government about developments relevant to S Corporations and companies considering making S Corporation elections.

MODERATORS: Paul F. Kugler, KPMG LLP, Washington, DC; Carol Kulish Harvey, KPMG LLP, Washington, DC; Kevin D. Anderson, BDO Seidman LLP, Bethesda, MD.



PROGRAM SCHEDULE FRIDAY, MAY 7

PANELISTS: Donna Marie Young, Deputy Associate Chief Counsel, Office of Chief Counsel (Passthroughs and Special Industries), IRS, Washington, DC; Evan M. Liddiard, Senior Tax Policy Advisor, Senator Orrin G. Hatch, Washington, DC.

12:30pm Back to the Past – The IRS Provides Retroactive Inadvertent Termination Rulings. In 2007 and 2008 the IRS issued two private letter rulings in which relief from the inadvertent termination of the taxpayer's S elections was limited to open tax years. More recently, on similar facts the IRS has granted fully retroactive relief conditioned upon the S corporation making a special payment as an adjustment under section 1362(f)(4). A line of rulings will be examined to show when and how taxpayers can obtain fully retroactive relief when their S elections were inadvertently terminated and the correct amount of taxes not paid in closed tax years.

MODERATORS: Ronald A. Levitt, Sirote & Permutt PC, Birmingham, AL; Stuart J. Frentz, Bradley Arant Boult Cummings LLP, Birmingham, AL.

PANELIST: Richard Probst, Attorney-Advisor, Office of Chief Counsel (Passthroughs and Special Industries), IRS, Washington, DC.

11:00AM – 12:15PM

Independence I, Level 5B

Employee Benefits Distributions Update

Presented by the Subcommittee on Distributions

CHAIRS/VICE-CHAIR: Linda Griffey, O'Melveny & Meyer LLP, Los Angeles, CA (Emeritus); Professor Kathryn J. Kennedy, John Marshall Law School, Chicago, IL; Jose Juan Valcarce, Shell Oil Company, Houston, TX

YOUNG LAWYER LIAISON: Anne M. Meyer, Snell & Wilmer LLP, Phoenix, AZ

This meeting will include a discussion on how ROTH IRAs perform in good and bad markets with specific emphasis given to recharacterization and reconversion opportunities and the considerations that may influence such decisions. In addition, the meeting will include a brief discussion on reconciling IRS Notice 2009-68 with section 402(c)(2) of the Code regarding partial rollovers and the after-tax contribution recovery rules. Also, the meeting will provide an update, if any, on pending legislation to permit 401(k) plan participants to convert pre-tax contributions to a ROTH account within the qualified plan.

PANELIST: Brian A. Kennedy, Chicago, IL.

11:00AM – 12:00PM

Washington Boardroom, Level 3B

Employee Benefits ESOP Update

Presented by the Subcommittee on ESOPs

CHAIRS/VICE-CHAIR: Gregory K. Brown, Katten Muchin Rosenman LLP, Chicago, IL (Emeritus); W. Waldan Lloyd, Callister Nebeker & McCullough, Salt Lake City, UT; Erin Turley, Morgan Lewis & Bockius LLP, Dallas, TX

YOUNG LAWYER LIAISON: Douglas W. Dahl II, Lathrope & Gage LLP, Kansas City, MO

This session will cover recent regulatory, case law and legislative developments affecting ESOPs.

PANELISTS: W. Waldan Lloyd, Callister Nebeker & McCullough, Salt Lake City, UT; Erin Turley, Morgan Lewis & Bockius LLP, Dallas, TX.

PROGRAM SCHEDULE

FRIDAY, MAY 7



11:00AM – 12:15PM

Arlington/Cabin John, Level 3B

Employee Benefits Government and Tax Exempt Plans Update

Presented by the Subcommittee on Exempt Organization and Governmental Plans

CHAIRS/VICE-CHAIR: Robert L. Abramowitz, Morgan Lewis, Philadelphia, PA; Michael A. Laing, Taft Stettinius & Hollister LLP, Cincinnati, OH; Amy A. Null, Wilmer Cutler Pickering Hale & Dorr LLP, Boston, MA (Emeritus); David W. Powell, Groom Law Group Chartered, Washington, DC

YOUNG LAWYER LIAISON: Christina Crockett, Hunton & Williams LLP, McLean, VA

This meeting will review recent IRS and DOL 403(b) guidance which includes Field Assistance Bulletin 2010-01 and is expected to include the IRS 403(b) prototype program and further Department of Labor guidance on reporting annuity contracts on the Form 5500.

This panel will review IRS & Department of Labor 403(b) guidance that has been issued since the 2010 Midyear Meeting, which includes Field Assistance Bulletin 2010-01 and is expected to include the IRS 403(b) prototype program and further Department of Labor guidance on reporting annuity contracts on the Form 5500.

PANELIST: Susan Rees, Division of Plan Benefits Security, Office of the Solicitor, Department of Labor, Washington, DC.

11:00AM – 12:15PM

Constitution B, Level 3B

Employee Benefits Mergers & Acquisitions Update

Presented by the Subcommittee on Mergers and Acquisitions

CHAIRS/VICE-CHAIR: Christine L. Richardson, Pillsbury Winthrop Shaw Pittman LLP, San Francisco, CA (Emeritus); Susan A. Wetzel, Haynes & Boone LLP, Dallas, TX; Jeffrey Lieberman, Clifford Chance, New York, NY

YOUNG LAWYER LIAISONS: Kevin Burch, Holme Roberts & Owen LLP, Denver, CO; Jennifer M. Wolff, Weil Gotshal & Manges LLP, New York, NY

The meeting will focus on three specific and important areas of recent developments in mergers and acquisitions. First, the meeting will focus on transitioning to the new PBGC reporting rules and dealing with the PBGC in corporate transactions and downsizing. Second, the subcommittee will provide an overview on dealing with IRC section 409A and IRC section 457A in purchase agreements and other executive compensation issues in mergers and acquisitions, including corporate governance considerations. Third, we review recent case law relating to benefits issues in mergers and acquisitions.

PANELISTS: Harold J. Ashner, Keightley & Ashner LLP, Washington, DC; David T. Della Rocca, Latham & Watkins LLP, Washington, DC; Michael J. Segal, Wachtell Lipton Rosen & Katz, New York, NY; Susan A. Wetzel, Haynes & Boone LLP, Dallas, TX; Christine L. Richardson, Pillsbury Winthrop Shaw Pittman LLP, San Francisco, CA; Jeffrey Lieberman, Clifford Chance, New York, NY; Jennifer M. Wolff, Weil Gotshal & Manges LLP, New York, NY; Kevin Burch, Holme Roberts & Owen LLP, Denver, CO.

11:00AM – 1:30PM

Farragut Square/Lafayette Park, Level 5B

Energy & Environmental Taxes

CHAIR: Stephen E. Comstock, American Petroleum Institute, Washington, DC



PROGRAM SCHEDULE

FRIDAY, MAY 7

11:00am Opening Remarks by the Chair. 🗣️

11:05am Legislative Update: Energy Tax Proposals and Policy. This panel will consider the energy tax proposals included in the administration's FY 2011 budget as well as other legislative tax issues regarding energy industries.

MODERATOR: Stephen Comstock, American Petroleum Institute, Washington, DC.

PANELISTS: John Gimigliano, KPMG LLP, Washington, DC; Kashi Way, Legislation Counsel, Joint Committee on Taxation, US Congress, Washington, DC.

12:00pm Administrative Update: Discussion of Various IRS Guidance. This panel will discuss guidance projects and rulings impacting energy industries.

MODERATOR: Deborah A. Karet, KPMG LLP, Washington, DC.

PANELISTS: Charles Ramsey, Chief, Branch 6, Office of Chief Counsel (Passthroughs & Special Industries), IRS, Washington, DC; Frank Boland, Chief, Branch 7, Office of Chief Counsel (Passthroughs & Special Industries), IRS, Washington, DC.

12:45pm Hot Topics in Renewable Energy. This panel will discuss issues facing energy tax practitioners. Discussions will likely include economic issues impacting deals and operating under existing guidance.

MODERATOR: Todd Reinstein, Pepper Hamilton LLP, Washington, DC.

PANELISTS: Laura Jones, Hunton & Williams LLP, Richmond, VA; Courtney Sandifer, Baker Tilly Virchow Krause LLP, Vienna, VA.

11:00AM – 1:45PM

Independence FGH, Level 5B

Investment Management 📺

CHAIR: Joseph A. Riley, Willkie Farr & Gallagher LLP, New York, NY

11:00am Opening Remarks by the Chair. 🗣️

11:05am New Cost Basis Reporting Rules.

MODERATOR: Steven M. Rosenthal, Ropes & Gray LLP, Washington, DC.

PANELISTS: Stevie D. Conlon, GainsKeeper Wolters Kluwer Financial Services, Waltham, MA; Jeanne Falstrom Ross, Attorney-Advisor, Office of Tax Legislative Counsel, Office of Tax Policy, Department of Treasury, Washington, DC; Stephen J. Schaeffer, Attorney, Branch 1, Office of Chief Counsel (Procedure and Administration), IRS, Washington, DC.

PROGRAM SCHEDULE

FRIDAY, MAY 7



12:00pm Foreign Account Compliance (FATCA and FBAR). The creation of a new withholding tax on “withholdable payments” to foreign financial institutions serves as a strong incentive for those institutions to enter into agreements with the IRS to provide information about US account holders. But the effects may be much broader. The panel will provide an overview of the new provisions and discuss specific potential impacts on domestic RICs, domestic investment partnerships and foreign investment funds. The panel will also discuss recent guidance regarding FBAR filing requirements.

MODERATOR: Dale S. Collinson, KPMG LLP, Washington, DC.

PANELISTS: Laurie Hatten-Boyd, KPMG LLP, Washington, DC; David Haworth, Freshfields Bruckhaus Deringer LLP, London, UK; Allison Rosier, PricewaterhouseCoopers LLP, New York, NY.

12:55pm Deferred Compensation for Hedge Fund and Private Equity Managers: Carried Interests and Beyond. This panel will discuss the ongoing attacks on an investment fund's ability to pay tax-favored deferred compensation to its managers. Specific topics will include a discussion of the effects of sections 409A and 457A and currently-proposed carried-interest legislation, as well as an analysis of alternative structures that funds may want to consider in the wake of legislation.

MODERATOR: Julie A. Divola, Pillsbury Winthrop Shaw Pittman LLP, San Francisco, CA.

PANELISTS: Jeffrey van Hove, Deputy Tax Legislative Counsel (Tax Regulation), Office of Tax Legislative Counsel, Department of Treasury, Washington, DC; David H. Schnabel, Debevoise & Plimpton LLP, New York, NY.

11:00AM – 1:30PM

Independence A, Level 5B

Standards of Tax Practice ☞ ☞

CHAIR: Scott D. Michel, Caplin & Drysdale Chartered, Washington, DC

11:00am Disclosure of Uncertain Return Positions: Part II – Circular 230 and Ethical Issues. ☞ In January 2009, the IRS announced that it is considering a new schedule requiring some corporate taxpayers to disclose uncertain tax positions reported on their returns. This is Part II of a two part panel concerning the IRS's consideration and implementation of these new reporting rules. Part I of this program, addressing more general issues entailed in the IRS proposal will occur at the meeting of the Administrative Practice Committee immediately preceding the meeting of the Standards of Tax Practice Committee. This panel will address ethical issues that may arise in the application of Circular 230 and more general ethical rules in connection with this potential new measure. These ethical issues include the application of due diligence requirements and opinion standards under Circular 230 that may apply to disclosure determinations.

MODERATOR: Miriam Fisher, Morgan Lewis & Bockius LLP, Washington, DC.

PANELISTS: Honorable Diane L. Kroupa, Judge, US Tax Court, Washington, DC; Richard D'Avino, General Electric Company, Fairfield, CT; Diana L. Wollman, Sullivan & Cromwell LLP, New York, NY.

11:50am Practitioner Ethics: Recent Developments and The Government Perspective. ☞ After a report on Recent Developments in the area of Standards of Tax Practice, the panel of government experts from the Office of Professional



PROGRAM SCHEDULE FRIDAY, MAY 7

Responsibility and the IRS will discuss recent developments relevant to the ethical decisions of practitioners. Such developments include actions taken by the Office of Professional Responsibility, matters pertaining to the legal ethics of practice before the IRS under the legal rules of Circular 230, the application of preparer penalties, any potential or proposed regulations, and related matters.

RECENT DEVELOPMENTS: Laura Gavioli, Sonnenschein Nath & Rosenthal LLP, Dallas, TX.

PANELISTS: Karen L. Hawkins, Office of Professional Responsibility, IRS, Washington, DC; Deborah A. Butler, Associate Chief Counsel, Office of Associate Chief Counsel (Penalties and Administration), IRS, Washington, DC; Bryon Christensen, Attorney-Advisor, Office of Tax Legislative Counsel, Department of Treasury, Washington, DC; Richard S. Goldstein, Special Counsel to Associate Chief Counsel, Office of Associate Chief Counsel (Penalties and Administration), IRS, Washington, DC.

12:45pm Who is the Client? Ethics and Privilege Issues Presented in the Representation of High Net Worth Individuals and Families. ☞ The IRS has embarked on an enforcement initiative aimed at high net worth individuals and families. The representation of such clients often entails communication with and work by intermediaries such as other tax professionals, financial advisors, personal assistants and family offices. This panel will discuss the ethical and privilege issues presented in such representations. It will address questions regarding the scope of the attorney client and work product privileges, the proper extent of “Kovel” relationships, and potential conflict issues that may emerge.

PANELISTS: Stuart Abrams, Frankel & Abrams, New York, NY; Don Kozusko, Kozusko Harris Vetter Wareh LLP, Washington, DC; Michael G. Pfeifer, Caplin & Drysdale Chartered, Washington, DC.

11:30AM – 1:30PM

Franklin Square, Level 5B

Individual & Family Income Taxation ☞

CHAIR: Megan L. Brackney, Kostelanetz & Fink LLP, New York, NY

11:30am Opening Remarks by the Chair. ☞

11:35am Look Homeward, Angel: Hot Issues for Homeowners. This panel will examine important tax issues currently confronting many homeowners. Topics may depend in part on new developments, but are likely to include the tax aspects of mortgage loan modifications and short sales; the application of section 121 to sales of principal residences, with attention to special rules, including those applicable in the context of a divorce or where one spouse has died; the impact of the alternative minimum tax on homeowners; energy tax credits available to homeowners and home office deductions.

MODERATOR: Professor Michael B. Lang, Chapman University School of Law, Orange, CA; Professor Bobby Dexter, Chapman University School of Law, Orange CA; Professor Mona Hymel, University of Arizona, James E. Rogers College of Law, Tucson, AZ; Professor Peter Prescott, Indiana University School of Law, Indianapolis, IN.

PROGRAM SCHEDULE

FRIDAY, MAY 7



12:35pm The Shrinking Distinction between Physical Injury, Mental Anguish, Emotional Distress and Pain and Suffering. Damages received on account of personal physical injury or physical sickness are excluded from income tax while damages awarded for mental anguish, emotional distress and pain and suffering are includible in gross income. The medical community has learned more about severe mental and emotional suffering and has gained greater insight into its physical cause and symptoms. The panel will discuss the shrinking distinction from a medical perspective with medical researchers and discuss whether a distinction should remain for tax purposes. The panel will also consider the deductibility of mental health disabilities such as psychiatric service dogs (including a demonstration).

MODERATOR: Professor Christopher M. Pietruszkiewicz, Louisiana State University Law Center, Baton Rouge, LA.

PANELISTS: Dr. Thomas Wise, Inova Fairfax Hospital, Falls Church, VA; Joan Esnayra, Psychiatric Service Dog Society, Arlington, VA; John Ensminger, Stone Ridge, NY; Professor David L. Rice, Cal Poly Tech, Pomona, CA.

11:45AM – 12:45PM Hogan & Hartson Conference Center, 555 Thirteenth Street, NW
Real Estate and Partnerships & LLCs Luncheon 🎟️ (Ticketed Event)

SPEAKER: Mark Prater, Republican Deputy Staff Director and Chief Tax Counsel, US Senate, Committee on Finance, Washington, DC

12:00PM – 1:00PM **Independence BCDE, Level 5B**
FAUST, FLF, Transfer Pricing & USAFTT Luncheon 🎟️ (Ticketed Event)

12:15PM – 1:45PM **Roosevelt/Wilson, Level 3B**
Employee Benefits Defined Benefit Plans Update

Presented by the Subcommittee on Defined Benefit Plans

CHAIRS/VICE-CHAIR: Harold J. Ashner, Keightley & Ashner LLP, Washington, DC; Stuart A. Sirkin, Ernst & Young LLP Tax Services, Washington, DC; Serena Simons, Segal, Washington, DC
YOUNG LAWYER LIAISON: Sarah E. Fry, Morgan Lewis & Bockius LLP, Dallas, TX

The meeting will address the recent regulatory guidance and open issues affecting defined benefit plans. We will also discuss recent PBGC enforcement activity and other developments. We anticipate, as usual, having the participation of government officials.

PANELISTS: Harold J. Ashner, Keightley & Ashner LLP, Washington, DC; William Bortz, Associate Benefits Tax Counsel, Office of Benefits Tax Counsel, Office of Tax Policy, Department of Treasury, Washington, DC; Karen Morris, Deputy Chief Counsel, PBGC, Washington, DC; Serena Simons, Segal, Washington, DC; Stuart A. Sirkin, Ernst & Young LLP Tax Services, Washington, DC; Seth Tievsky, Senior Technical Advisor, EP Rulings & Agreements (TEGE), IRS, Washington, DC; Harlan Weller, Senior Actuary, Office of the Benefits Tax Counsel, Office of Tax Policy, Department of Treasury, Washington, DC.



PROGRAM SCHEDULE

FRIDAY, MAY 7

12:15PM – 1:45PM

Arlington/Cabin John, Level 3B

Employee Benefits Fiduciary Responsibility and Litigation Update

Presented by the Subcommittees on ESOPs, Fiduciary Responsibility/Plan Investments and Litigation

CHAIRS/VICE-CHAIRS: Gregory K. Brown, Katten Muchin Rosenman LLP, Chicago, IL (Emeritus); Susan Katz Hoffman, Littler Mendelson PC, Philadelphia, PA; W. Waldan Lloyd, Callister Nebeker & McCullough, Salt Lake City, UT; Andrew L. Oringer, Ropes & Gray LLP, New York, NY; Robert F. Pizzo, Rochester, NY (Emeritus); Erin M. Sweeney, Dickstein Shapiro LLP, Washington, DC; Erin Turley, Morgan Lewis & Bockius LLP, Dallas, TX

YOUNG LAWYER LIAISONS: Douglas W. Dahl II, Lathrop & Gage LLP, Kansas City, MO; Benjamin J. Evans, Greenebaum Doll & McDonald PLLC, Louisville, KY; Michael P. Kreps, Groom Law Group Chartered, Washington, DC

The program will explore a wide range of current judicial, administrative and legislative developments, including substantial continuing activity in the US Supreme Court and the lower courts affecting employee benefit plans.

PANELISTS: Louis J. Campagna, Chief, Division of Fiduciary Interpretations, Office of Regulations and Interpretations, Employee Benefits Security Administration, Department of Labor, Washington, DC; Tim D. Hauser, Associate Solicitor, Division of Plan Benefits Security, Employee Benefits Security Administration, Department of Labor, Washington, DC.

12:15PM – 1:30PM

Latrobe, Level 3B

Employee Benefits International Update

Presented by the Subcommittee on Foreign and International Issues

CHAIRS/VICE-CHAIR: Russell E. Hall, Towers Perrin, Valhalla, NY (Emeritus); Andrew C. Liazos, McDermott Will & Emery LLP, Boston, MA; Sandra Cohen, Osler Hoskin & Harcourt LLP, New York, NY

YOUNG LAWYER LIAISON: Mark C. Jones, Pillsbury Winthrop Shaw Pittman LLP, New York, NY

This meeting will focus on areas of increased enforcement by the IRS in EP Team Audits (EPTA) with respect to international issues involving employee benefits and executive compensation and the impact of recent FBAR guidance on tax-qualified retirement plans.

PANELISTS: Sandra Cohen, Osler Hoskin & Harcourt LLP, New York, NY; Mark C. Jones, Pillsbury Winthrop Shaw Pittman LLP, New York, NY; Andrew C. Liazos, McDermott Will & Emery LLP, Boston, MA; Danny A. Martin, Jr., Shell Oil Company, Houston, TX; Monika A. Templeman, Director, EP Examinations (TEGE Division), IRS, Washington, DC.

12:15PM – 1:30PM

Burnham, Level 3B

Estate & Gift Taxes and Fiduciary Income Taxes Young Lawyers Subcommittee ★

A discussion of the use of disclaimers as a post-mortem estate planning technique.

The Hotel will be selling box lunches on site so please feel free to bring your lunch to the meeting.

PANELISTS: Jessica Baggenstos, Venable LLP, Washington, DC; Scott A. Bowman, Proskauer Rose LLP, Boca Raton, FL; Oren Goldberg, Pasternak & Fidis PC, Bethesda, MD; Laura S. Hundley, Holland & Hart LLP, Boulder, CO.

PROGRAM SCHEDULE

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12:30PM – 1:30PM

Washington Boardroom, Level 3B

Membership & Marketing

CHAIR: Rudolph R. Ramelli, Jones Walker LLP, New Orleans, LA

12:30PM – 1:30PM

State & Local Taxes Luncheon (Ticketed Event)

Textron Inc. v. US and the Application of the Work-Product Privilege to Tax-Accrual

Workpapers. In a closely watched case, Textron has sought review in the US Supreme Court of a recent First Circuit decision holding that tax-accrual workpapers are not protected by the work-product privilege. Kannon Shanmugam, who is representing Textron, will discuss the case, the appropriate scope of the work-product privilege, and the prospects for litigation in state courts on the scope of the privilege and related issues.

MODERATOR: Michael W. McLoughlin, Reed Smith LLP, New York, NY

SPEAKER: Kannon K. Shanmugam, Williams & Connolly LLP, Washington, DC

12:45PM – 2:00PM

Latrobe/Bullfinch, Level 3B

Tax Shelters

CHAIR: Cary D. Pugh, Skadden Arps Slate Meagher & Flom, Washington, DC

1:00PM – 1:45PM

Independence I, Level 5B

Employee Benefits Controlled Groups and Employee Status Update

Presented by the Subcommittee on Controlled Groups, Affiliated Service Group and Employee Status

CHAIRS: Peter J. Hunt, Pillsbury Winthrop Shaw Pittman LLP, New York, NY; Norman J. Misher, Roberts & Holland LLP, New York, NY (Emeritus); Daniel L. Morgan, Dickstein Shapiro LLP, Washington, DC

YOUNG LAWYER LIAISON: Sarah Touzalin, Groom Law Group Chartered, Washington, DC

This session will review recent court decisions and regulatory developments regarding worker classification, controlled group determinations and employee benefits for contingent workers.

PANELISTS: Peter J. Hunt, Pillsbury Winthrop Shaw Pittman LLP, New York, NY; Daniel L. Morgan, Dickstein Shapiro LLP, Washington, DC; Norman J. Misher, Roberts & Holland LLP, New York, NY.

1:00PM – 2:45PM

Independence BCDE, Level 5B

Foreign Activities of US Taxpayers

CHAIR: Mark Harris, The Coca Cola Company, Atlanta, GA

1:00pm Opening Remarks by the Chair.

1:05pm International Legislative Proposals. FAUST will present a panel on the 2011 Budget proposals as well as other proposed and recently enacted legislation that will impact US multinationals.

MODERATOR: Marc J. Gerson, Miller & Chevalier Chartered, Washington, DC.

PANELISTS: Paul J. Crispino, General Electric Company, Stamford, CT; Barbara Angus, Ernst & Young LLP, Washington, DC; Manal Corwin, International Tax Counsel, Office of International Tax Counsel, Department of Treasury,



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Washington, DC; Sean Hailey, Tax Advisor, Committee on Ways & Means, US Congress, Washington, DC; Cyndi Lafuente, Legislation Counsel, Joint Committee on Taxation, US Congress, Washington, DC; Mark Prater, Deputy Chief of Staff & Chief Tax Counsel, Senate Finance Committee, US Congress, Washington, DC.

1:55pm **Announcements 2010-9 and 17, FIN 48 and the *Textron* case: Implications for US Multinationals.** This panel will discuss the international tax implications of Announcements 2010-9 and 17, the basis for "uncertain tax positions," *i.e.*, FIN 48, and the implications on the *Textron* case.

MODERATORS: Giovanna T. Sparagna, Sutherland Asbill & Brennan LLP, Washington, DC; Michael Hirschfeld, Dechert LLP, New York, NY.

PANELISTS: Thomas D. Greenaway, KPMG LLP, Boston, MA; Jose Murillo, Tax Specialist, Office of Tax Policy, Department of Treasury, Washington, DC; Michael Danilack, Deputy Commissioner (International), LMSB, IRS, Washington, DC.

1:45PM – 2:30PM

Administrative Practice and Court Procedure & Practice Luncheon (Ticketed Event)

SPEAKER: William J. Wilkins, Chief Counsel, Office of Chief Counsel, IRS, Washington, DC

SPONSORED BY: Hochman Salkin Rettig Toscher & Perez PC

1:45PM – 2:45PM

Bobby Van's, 1201 New York Avenue, NW

Civil & Criminal Tax Penalties Luncheon

INTRODUCTION: Bill Davis, Kronek Morse Lan PC, Dallas, TX

SPEAKER: Jaime Aleman, Ambassador of Panama to the US, Washington, DC

1:45PM – 2:45PM

Burnham, Level 3B

Task Force on Patenting Tax Strategies

CO-CHAIRS: Dennis B. Drapkin, Jones Day, Dallas, TX; Professor Ellen P. Aprill, Loyola University School of Law, Los Angeles, CA

If the Supreme Court has decided the *Bilski* case prior to the meeting, the program will be devoted to a discussion of the Court's decision. Otherwise, the program will address ethics and Circular 230 issues encountered by practitioners and others in connection with tax patents.

PANELISTS: Professor John F. Duffy, The George Washington University Law School, Washington, DC (*Bilski*); Professor Michael B. Lang, Chapman University School of Law, Orange, CA (ethics and Circular 230).

1:45PM – 2:45PM

Washington Boardroom, Level 3B

The Tax Lawyer Luncheon (Invitation Only)

2:00PM – 6:30PM

Constitution B, Level 3B

Employee Benefits

CHAIR: Eleanor Banister, King & Spalding LLP, Atlanta, GA

PROGRAM SCHEDULE

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- 2:00pm Opening Remarks by the Chair.** 🗣️
- 2:05pm Employee Benefits Security Administration Update.** This panel will address current EBSA regulatory activities.
MODERATOR: Mark A. Bodron, Baker Botts LLP, Houston, TX.
PANELIST: Phyllis C. Borzi, Assistant Secretary of Labor, Employee Benefits Security Administration, Department of Labor, Washington, DC.
- 2:50pm Pension Benefit Guaranty Corporation Update.** This panel will address PBGC pursuit of liability under ERISA section 4062(e), PBGC reporting rule changes and other significant PBGC regulatory, enforcement and litigation activities.
MODERATOR: Harold J. Ashner, Keightley & Ashner LLP, Washington, DC.
PANELIST: Israel Goldowitz, Pension Benefit Guaranty Corporation, Washington, DC.
- 3:20pm IRS and Department of Treasury Questions and Answers.** The panelists will review and discuss selected questions and proposed answers from members of the committees comprising the Joint Committee on Employee Benefits.
MODERATOR: Susan A. Wetzel, Haynes & Boone LLP, Dallas, TX.
PANELISTS: William Evans, Attorney-Advisor, Office of the Benefits Tax Counsel, Office of Tax Policy, Department of Treasury, Washington, DC; Joyce Kahn, Manager, EP Voluntary Compliance, EP Rulings and Agreements (TE/GE), IRS, Washington, DC; Patricia McDermott, Special Counsel, Office of Division Counsel/Associate Chief Counsel (TE/GE), IRS, Washington, DC; Andrew Zuckerman, Director, EP Rulings and Agreements (TE/GE), IRS, Washington, DC.
- 4:20pm IRS and Department of Treasury Update.** Representatives from the two agencies will review recent guidance from, and current developments at, their agencies impacting employee benefits.
MODERATOR: Kurt L. P. Lawson, Hogan & Hartson LLP, Washington, DC.
PANELISTS: George H. Bostick, Benefits Tax Counsel, Department of Treasury, Washington, DC; J. Mark Iwry, Senior Adviser to the Secretary and Deputy Assistant Secretary for Retirement and Health Policy, Department of Treasury, Washington, DC; Alan N. Tawshunsky, Deputy Division Counsel/Deputy Associate Chief Counsel (Employee Benefits), Office of Division Counsel/Associate Chief Counsel (TE/GE), IRS, Washington, DC; Andrew E. Zuckerman, Director, Employee Plans Rulings & Agreements (TE/GE), IRS, Washington, DC.
- 5:05pm Fireside Chat.** 🗣️ Informal discussion with governmental officials.
- 6:00pm Government Guest Reception and Cash Bar.** 🍷

2:30PM – 6:00PM

Arlington/Cabin John, Level 3B

State & Local Taxes 🗣️

CHAIR: Stewart M. Weintraub, Chamberlain Hrdlicka, Philadelphia, PA

- 2:30pm Has the Streamlined Sales Tax Effort Gone Awry? Will the Streamlining Effort ultimately be Successful?** The ultimate success of the SST project will depend on participation by more states and congressional approval. Are either of these events likely to occur? Congress is apparently reluctant to act until the taxing authorities and the business community can agree on lingering issues such as



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vendor compensation and telecommunications tax simplification. The panel will discuss the current status of the SST project and identify the most important steps that SST proponents must take in the coming months in order to achieve greater uniformity and obtain congressional approval. The panel will also address the growing threat that states will decide to adopt Amazon-type nexus laws and eschew the SST effort completely.

MODERATOR: John W. ("Jay") Simpson, Shook Hardy & Bacon LLP, Kansas City, MO.

PANELISTS: Fredrick J. Nicely, Tax Counsel, Council on State Taxation, Washington, DC; Scott C. Peterson, Executive Director, Streamlined Sales Tax Governing Board, Nashville, TN; R. Bruce Johnson, Chair, Utah State Tax Commission, Salt Lake City, UT.

3:25pm Sourcing Receipts for Services: Update on Cost-of-Performance and Policy Issues Confronting the States. This panel will discuss evolution of the income tax apportionment rules for service businesses, including application of the cost-of performance test and current issues. The panel will also address policy choices confronting the states, particularly in an environment in which many are opting for application of economic nexus rules.

MODERATOR: Richard W. Tomeo, Robinson & Cole LLP, Hartford, CT.

PANELISTS: Shirley Sicilian, General Counsel, Multistate Tax Commission, Washington, DC; Professor Richard D. Pomp, University of Connecticut School of Law, West Hartford, CT.

4:20pm Through the Looking Glass: Income Tax Trends and Countertrends (Are the States as Mad as a Hatter?) The panel will explore state legislative and auditing trends in nexus, apportionment and other areas, as state legislators and tax collectors try to deal with the poor state of the states' economic affairs without general tax increases.

MODERATOR: David Shipley, McCarter & English LLP, Philadelphia, PA.

5:10pm State Implications of IRS Requirement to Disclose "Uncertain Tax Positions." The IRS has announced, in Notice 2010-09, a new disclosure regime, requiring taxpayers to disclose, briefly, "uncertain positions" taken in their tax returns and reserved for under GAAP. This panel will examine the new federal guidance, and consider the SALT ramifications of this important new development.

MODERATOR: Carolyn Joy Lee, Jones Day LLP, New York, NY.

3:00PM – 5:45PM

Independence I, Level 5B

Bankruptcy & Workouts

CHAIR: George Nelson, Houston, TX

3:00pm Problems Encountered by Taxpayers Who Owe the IRS.

PANELISTS: Nina E. Olson, National Taxpayer Advocate, Washington, DC; Professor Keith Fogg, Villanova University School of Law, Villanova, PA; Kenneth C. Weil, Law Office of Kenneth C. Weil, Seattle, WA.

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4:15pm Overview of Recently-Enacted Five Year NOL Carryback Rules. Discussion of various taxpayer options under the new rules allowing for five year carrybacks including other rules which could impact the availability of the benefit, such as the CERT and SRLY rules.

SPEAKER: Robert Liquerman, KPMG LLP, Washington, DC.

4:45pm Tax Considerations in Section 363 Transactions. A panel discussion of problems faced by taxpayers in structuring assets sales under section 363 of the Bankruptcy Code. The panel will address sales to third party buyers, as well as credit-bid transactions.

PANELISTS: Lee G. Zimet, Deloitte Tax LLP, Upper Saddle River, NJ; Jennifer R. Noel, Young Conaway Stargatt & Taylor LLP, Wilmington, DE.

3:00PM – 6:00PM

Conference Theater, Level 1B

Closely Held Businesses

CHAIR: Gregory R. Wilson, Attorney-at-Law, San Francisco, CA

3:00pm Introduction by Committee Chair/Opening Remarks. 

3:05pm Entity Selection, Fringe Benefits & 409A Compliance for Closely Held Businesses and Professional Practices.

PANELISTS: Alson R. Martin, Lathrop & Gage LLP, Overland Park, KS; Michael S. Flintoff, Flintoff & Klein CPAs, Okemos, MI; William P. Prescott, Wickens Herzer Panza Cook & Batista Co, Avon, OH.

4:40pm Can You Afford to Retire: Retirement/Financial Planning for Attorneys.

SPEAKER: Bruce J. Temkin, The Temkin Group, Brentwood, TN.

3:00PM – 5:45PM

Independence A, Level 5B

Court Procedure & Practice

CHAIR: Christopher S. Rizek, Caplin & Drysdale Chartered, Washington, DC

3:00pm Opening Remarks by the Chair. 

3:05pm Remarks on Behalf of the Tax Court.

SPEAKER: The Honorable John O. Colvin, Chief Judge, US Tax Court, Washington, DC.

3:20pm TEFRA: Top Ten Things We Know and Top Ten Things We Want to Know.

TEFRA has created extensive case law and controversy over the last two years. This panel will focus on what we have learned from these cases and controversy as well as address what issues still need to be resolved. The panel will focus on issues such as statute-of-limitations, court jurisdiction, partner's basis and IRS notices issued to partners.

MODERATOR: Charles E. Hodges II, Chamberlain Hrdlicka, Atlanta, GA.

PANELISTS: Thomas J. Sawyer, Litigation Counsel, Office of Tax Division, Department of Justice, Washington, DC; Henry S. Schneiderman, Special Counsel, Office of Associate Chief Counsel (Procedure & Administration), IRS, Washington, DC; Francis M. McCormick, Attorney, Branch 7, Office of Associate Chief Counsel (Procedure & Administration), IRS, Washington, DC.



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3:55pm Remarks on Behalf of the Court of Federal Claims.

SPEAKER: The Honorable Francis M. Allegra, Judge, US Court of Federal Claims, Washington, DC.

4:10pm Honoring Tax Court Judge.

SPEAKER: The Honorable Howard A. Dawson, Jr., Senior Judge, US Tax Court, Washington, DC.

4:25pm Remarks on Behalf of the Office of Chief Counsel, IRS.

SPEAKER: Deborah A. Butler, Associate Chief Counsel, Office of Associate Chief Counsel (Procedure & Administration), IRS, Washington, DC.

4:40pm Remarks on Behalf of the Department of Justice Division of Taxation.

SPEAKER: John A. DiCicco, Acting Assistant Attorney General, Tax Division, Department of Justice, Washington, DC.

4:55pm Current Developments.

SPEAKER: Rachel Partain, Dewey & LeBoeuf LLP, New York, NY.

5:05pm Ethical Concerns in Responding to IDRs and Requests for Formal

Discovery. ☞ This panel will discuss ethical issues in responding to Information Document Requests; Interrogatories and Requests for Production of Documents. The Model Rules of Professional Responsibility will be addressed, including Rules 3.1 (meritorious claims and contentions); 3.3 (candor toward the tribunal); 3.4 (fairness to opposing party and the court) and 4.1 (truthfulness in statements to others).

MODERATOR: Carol Szczepanik, Senior Attorney (Criminal Tax), Office of Chief Counsel, IRS, Cleveland, OH.

PANELISTS: The Honorable Joseph Goeke, Judge, US Tax Court, Washington, DC; B. John Williams, Skadden Arps Slate Meagher & Flom LLP, Washington, DC; Curtis Elliott, Jr., Culp Elliott & Carpenter PLLC, Charlotte, NC; Nancy Herbert, Special Trial Attorney (LMSB), Office of Chief Counsel, IRS, Cincinnati, OH.

3:00PM – 5:45PM

Bullfinch/Renwick, Level 5B

Employment Taxes ☞

CHAIR: Edward J. Leyden, Hollrah Leyden LLC, Washington, DC

3:00pm Federal Update. An overview of developments affecting employment taxation from the Department of Treasury and the IRS. Discussion will include an overview of the employment tax consequences of the recently-enacted Affordable Health Care Act.

MODERATOR: William Weissman, Littler Mendelson, Walnut Creek, CA.

PANELISTS: Catherine E. Livingston, Assistant Chief Counsel, Tax Exempt & Government Entities, Office of Chief Counsel, IRS, Washington, DC; Janine Cook, Chief, Branch 1 (TE/GE), Office of Chief Counsel, IRS, Washington, DC; Thomas Meyer, Ernst & Young LLP, Washington, DC.

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- 3:45pm Update on the Ongoing National Research Program Examinations.** A great deal of attention is justifiably being directed to the IRS' ongoing National Research Program examinations for employment taxes. This panel will discuss some of developments they have recently seen from their own day-to-day activities and the lessons learned so far, either as practitioners or as counsel for the government.

MODERATOR: Chaya Kundra, Kundra & Associates PC, Rockville, MD.

PANELISTS: John Tuzynski, Chief, Employment Tax Operations, (SB/SE), IRS, Washington, DC; Ira Mirsky, McDermott Will & Emery LLP, Washington, DC, Anthony Arcidiacono, Ernst & Young LLP, Metro Park, NJ; Mary Corrigan Gorman, Assistant Division Counsel—Prefiling, Office of Chief Counsel/Small Business, IRS, Washington, DC, Dan Boeskin, PricewaterhouseCoopers LLP, Washington, DC.

- 4:30pm To Withhold or Not to Withhold – That is the Question!** One of the most contentious questions that arise in the employment relationship is whether and how much to withhold on payments made in unusual situations, such as those involving the resolution of lawsuits and non-US persons. This panel will discuss recent developments in this arena, such as the *Josifovich* holding from the District of New Jersey and the proposed regulations under IRC section 104(a)(2).

MODERATOR: Edward J. Leyden, Hollrah Leyden LLC, Washington, DC.

3:00PM – 5:45PM

Farragut Square/Lafayette Park, Level 5B

Financial Transactions

CHAIR: Mark Price, KPMG LLP, Washington, DC

- 3:00pm Ten Problems with the Taxation of Financial Products That Are Easily Fixed.**

MODERATOR: David Garlock, Ernst & Young LLP, Washington, DC.

- 4:20pm Beneficial Ownership Issues in the Financial Transaction and International Tax Arenas.**

MODERATOR: Erika Nijenhuis, Cleary Gottlieb Steen & Hamilton LLP, New York, NY.

PANELIST: Bruce A. Fredrickson, Webster Fredrickson Correia & Puth PLLC, Washington, DC.

3:00PM – 5:45PM

Latrobe, Level 3B

Insurance Companies

CHAIR: Susan E. Seabrook, Latham & Watkins LLP, Washington, DC

- 3:00pm Opening Remarks by the Chair.**  General update and discussion regarding topics for the 2010 Joint Fall CLE Meeting.

- 3:05pm Convergence: Where Do We Draw the Lines – Financial Products versus Insurance Products.** This panel will discuss recent trends in product development and regulation in the context of the differences between products classified as “financial products” and products classified as “insurance products.”

MODERATOR: Tracy Williams, Foley & Lardner LLP, Chicago, IL.



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PANELISTS: David S. Miller, Cadwalader Wickersham & Taft LLP, New York, NY; Mark Smith, Attorney-Advisor, Office of Tax Policy, Department of Treasury, Washington, DC; Michael Novey, Associate Tax Legislative Counsel, Office of Tax Policy, Department of Treasury, Washington DC.

3:45pm **International Tax – What Issues Are of Interest to Insurance Companies?**

This panel will discuss the developments in the international tax area.

MODERATOR: Mary Gillmarten, Deloitte Tax LLP, Washington, DC.

PANELISTS: Len Terr, Baker & McKenzie LLP, Washington, DC; Stephen E. Shay, Deputy Assistant Secretary, International Tax Affairs, Department of Treasury, Washington, DC.

4:30pm **Health Care Reform Panel.** This panel will provide an update as to Health Care Reform generally, and we will discuss the regulatory, financial and tax implications.

MODERATOR: Sean Akins, Latham & Watkins LLP, Washington DC.

PANELIST: D. Timothy Tammany, CIGNA Corporation, Philadelphia, PA.

5:15pm **Our Favorite New Development.** Committee leadership share their favorite development of the last six months.

CHAIR: Susan E. Seabrook, Latham & Watkins LLP, Washington, DC.

VICE-CHAIRS: Craig Springfield, Davis & Harman LLP, Washington, DC; Ann B. Cammack, MassMutual, Springfield, MA.

3:00PM – 5:45PM

Constitution A, Level 3B

Partnerships & LLCs

CHAIR: Susan Mello, Prudential Real Estate Investors, Parsippany, NJ

3:00pm **Opening Remarks by the Chair.**

3:05pm **The Good, The (Not So) Bad and The Ugly: *Castle Harbour, Virginia Historic Tax Credit Fund* and *G-I Holdings*.** This panel will discuss these three recent partnership cases and what they say about who is a partner, disguised sales and economic risk of loss.

MODERATOR: Patricia McDonald, Baker & McKenzie LLP, Chicago, IL.

PANELISTS: Stanley Ramsay, Weil Gotshal & Manges LLP, New York, NY; Karen Lohnes, PricewaterhouseCoopers LLP, Washington, DC.

4:05pm **Hot Topics in Partnerships.** This panel will discuss recent developments affecting partnerships including legislation, regulations, administrative guidance and noteworthy cases.

MODERATOR: Robert J. Crnkovich, Senior Counsel, Office of Tax Policy, Department of Treasury, Washington, DC.

PANELIST: Karen Hughes, Jackson Walker LLP, Dallas, TX.

4:35pm **Partnership Exit Strategies: You Don't Have to Go Home, But You Can't Stay Here.** This panel will discuss different issues that partners and their tax advisors should consider when terminating a partnership or a partner's interest in a partnership. The discussion will include structuring the transaction, allocations and ordinary income vs. capital gain.

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MODERATOR: Thomas E. Yearout, Holme Roberts & Owen LLP, Denver, CO.

PANELISTS: Steven Schneider, Goulston & Storrs, Washington, DC; John Rooney, KPMG LLP, Washington, DC.

3:00PM – 5:45PM

Franklin Square/McPherson Square, Level 5B

Tax Accounting

CHAIR: Carol Conjura, KPMG LLP, Washington, DC

3:00pm Recent Developments. This panel will cover recent administrative, judicial and legislative developments in the tax accounting method area since the 2010 Midyear Meeting held January 22, 2010, with commentary and input from the Department of Treasury's Office of Tax Policy and the IRS.

MODERATOR: Wayne Hamilton, Wal-Mart Corporation, Bentonville, AK.

PANELISTS: Brandon Carlton, Attorney-Advisor, Office of Tax Legislative Counsel, Department of Treasury, Washington, DC; Eric Lucas, Attorney-Advisor, Office of Tax Legislative Counsel, Department of Treasury, Washington, DC; George Blaine, Associate Chief Counsel, Office of Associate Chief Counsel (Income Tax & Accounting), IRS, Washington, DC; Andrew Keyso, Deputy Associate Chief Counsel, Office of Associate Chief Counsel (Income Tax & Accounting), IRS, Washington, DC; Richard Shevak, Grant Thornton LLP, Washington, DC.

3:40pm What's New with the Domestic Production Activities Deduction? Now five years old, the section 199 deduction is presenting different challenges for taxpayers and the IRS as positions and interpretations of the final guidance are under scrutiny and the issue remains in Tier I status.

MODERATOR: George Manousos, PricewaterhouseCoopers LLP, Washington, DC.

PANELISTS: Paul Handleman, Chief, Branch 5 (Passthroughs & Special Industries), IRS, Washington, DC; Charles Buxbaum, Counsel for the Domestic Production Deduction, Office of Chief Counsel, IRS, Washington, DC; Todd Reinstein, Pepper Hamilton LLP, Washington, DC; Robert Kilinskis, Deloitte Tax LLP, Washington, DC.

4:20pm Tax Accounting for Government Incentives. This panel will discuss the major issues and relevant authorities that govern the tax accounting treatment of government grants and incentives, including the treatment as gross income, nonshareholder contributions to capital under section 118 and the appropriate time and manner for reducing tax basis.

MODERATOR: Alison Jones, Ernst & Young LLP, Washington, DC.

PANELISTS: Paul Handleman, Chief, Branch 5 (Passthroughs & Special Industries), IRS, Washington, DC; Brandon Carlton, Attorney-Advisor, Office of Tax Legislative Counsel, Department of Treasury, Washington, DC; Eric Lucas, Attorney-Advisor, Office of Tax Legislative Counsel, Department of Treasury, Washington, DC; Ellen McElroy, Pepper Hamilton LLP, Washington, DC.

5:05pm Capitalization of Transaction Costs in Business Mergers and Acquisitions. This panel will review the recent IRS and Department of Treasury guidance clarifying the treatment of transaction costs under Treas. Reg. § 1.263(a)-5(f), focusing on the specific requirements for determining whether success-based and other fees are facilitative, inherently facilitative or pre-decisional and investigatory.



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MODERATOR: David Auclair, Grant Thornton LLP, Washington, DC.

PANELISTS: Angella Warren, Attorney, Branch 3 (Income Tax & Accounting), IRS, Washington, DC; Nancy Lee, Attorney, Branch 1 (Income Tax & Accounting), IRS, Washington, DC; Gerald Fleming, Senior Technician Reviewer, Branch 2 (Corporate); Brandon Carlton, Attorney-Advisor, Office of Tax Legislative Counsel, Department of Treasury, Washington, DC; John Geracimos, KPMG LLP, Washington, DC.

3:00PM – 5:45PM

Independence FGH, Level 5B

Tax Exempt Financing

CHAIR: Jeremy A. Spector, Mintz Levin Cohn Ferris Glovsky & Popeo PC, New York, NY

3:00pm **Opening Remarks by the Chair.** 

3:05pm **IRS, Department of Treasury and Legislative Update.** This panel will discuss current developments in tax-exempt and direct pay (to the bond issuer) tax credit bonds such as BABs, including recently released guidance, recently enacted and pending legislation and questions relating to the interpretation and implementation of the bond provisions of the ARRA.

MODERATOR: John O. Swendseid, Sherman & Howard LLC, Reno, NV.

PANELISTS: John J. Cross III, Associate Tax Legislative Counsel, Office of Tax Policy, Department of Treasury, Washington, DC; James A. Polfer, Branch Chief, Branch 5, Financial Institutions and Products, IRS, Washington, DC; Clifford M. Gerber, Sidley Austin LLP, San Francisco, CA.

3:45pm **Build America Bonds and Tax Policy.** This panel will examine and discuss (i) the tax policy implications of extending Build America Bonds beyond governmental bonds for capital projects and changing the subsidy amount; (ii) the impact of such extension on existing tax credit and tax-exempt bond programs; (iii) the need to preserve the tax-exempt bond option; (iv) the differences among state or local bond programs and (v) the future of tax credit and tax-exempt bonds.

MODERATOR: Arthur E. Anderson II, McGuireWoods LLP, Richmond, VA.

PANELISTS: John Buckley, Chief Tax Counsel, Committee on Ways and Means, US House of Representatives, Washington, DC; John J. Cross III, Associate Tax Legislative Counsel, Office of Tax Policy, Department of Treasury, Washington, DC; Deidre James, Senior Legislation Counsel, Joint Committee on Taxation, Washington, DC; James A. Polfer, Branch Chief, Branch 5, Financial Institutions and Products, IRS, Washington, DC; Jeremy A. Spector, Mintz Levin Cohn Ferris Glovsky & Popeo PC, New York, NY.

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4:25pm IRS Enforcement, Compliance and Tax Administration Update. This panel will update the Committee on Build America Bonds enforcement policies and trends; the status of the VCAP Program and examination initiatives; current audit practices and implementation of IRM Guidelines and other current issues in enforcement.

MODERATOR: Mark Scott, Law Office of W. Mark Scott PLLC, Washington, DC.

PANELISTS: Clifford J. Gannett, Director, Tax-Exempt Bonds, IRS, Washington, DC; Jeremy A. Spector, Mintz Levin Cohn Ferris Glovsky & Popeo PC, New York, NY.

5:05pm Report on Management Contract Guidelines Project. This panel will discuss the Committee's proposed modifications to Revenue Procedure 97-13.

MODERATOR: Lauren K. Mack, Sonnenschein Nath & Rosenthal LLP, Chicago, IL.

PANELISTS: John J. Cross III, Associate Tax Legislative Counsel, Office of Tax Policy, Department of Treasury, Washington, DC; James A. Polfer, Branch Chief, Branch 5, Financial Institutions and Products, IRS, Washington, DC; Perry E. Israel, Law Office of Perry Israel, Sacramento, CA; Christie L. Martin, Edwards Angell Palmer & Dodge LLP, Boston, MA.

3:00PM – 4:30PM

Roosevelt/Wilson, Level 3B

Teaching Taxation

CHAIR: Professor Tracy Kaye, Seton Hall Law School, Newark, NJ

3:00pm The Good, the Bad and the Inconsistent: An Analysis of Education Tax Policy. This panel will address the policy and practical implications of the many education tax incentives in the Internal Revenue Code. The panel will provide an overview of the most popular tax incentives for higher education available to families today. The panelists will consider the intersection of education tax incentives with traditional forms of college financial aid and the incidence of education tax incentives. This panel is particularly timely as Congress has recently directed the Secretary of the Treasury and the Secretary of Education to study how to coordinate certain education tax credits with direct assistance education programs.

MODERATOR: Professor Nancy Shurtz, Bernard Kliks Professor of Law, University of Oregon School of Law, Eugene, OR.

PANELISTS: Professor Kerry A. Ryan, Saint Louis University School of Law, St. Louis, MO; Lori Stuntz, Economist, Joint Committee on Taxation, Washington, DC; Julie-Anne Cronin, Financial Economist, Office of Tax Analysis, Department of Treasury, Washington, DC.

3:30PM – 4:30PM

Washington Boardroom, Level 3B

Sponsorships

CHAIR: Fred T. Witt, Deloitte Tax LLP, Phoenix, AZ



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3:30PM – 5:30PM

Independence BCDE, Level 5B

Transfer Pricing ☞

CHAIR: John P. Warner, Buchanan Ingersoll & Rooney PC, Washington, DC

3:30pm The Treatment of Guarantees for Transfer Pricing Purposes. This panel will explore the appropriate characterization and treatment of performance and financial guarantees for transfer pricing purposes, taking into account the *GE Capital* and *Container Corp.* cases.

MODERATOR: Matthew W. Frank, General Electric Company, Stamford, CT.

PANELISTS: Peter H. Blessing, Shearman & Sterling LLP, New York, NY; Jean-Paul van den Berg, Stibbe, New York, NY; Steven A. Musher, Associate Chief Counsel, Office of Associate Chief Counsel (International), IRS, Washington, DC; David Ernack, Associate International Tax Counsel, Office of International Tax Counsel, Department of Treasury, Washington, DC.

4:30pm The Implications of *Veritas Software* and *Xilinx*. This panel will discuss the implications of two recent transfer pricing cases, *Veritas Software, Inc. v. Commissioner*, and *Xilinx, Inc. v. Commissioner*, both within and outside of cost sharing.

MODERATOR: Rocco Femia, Miller & Chevalier Chartered, Washington, DC.

PANELISTS: Carolyn Fanaroff, Newel Tax, Washington, DC; John MaGee, Bingham McCutchen LLP, Washington, DC; Thomas Zollo, KPMG LLP, Chicago, IL.

4:00PM – 6:30PM

Burnham, Level 3B

Young Lawyers Forum & Diversity ☞ ★

YOUNG LAWYERS FORUM CHAIR: Thomas D. Greenaway, KPMG LLP, Boston, MA

DIVERSITY CHAIR: Juan F. Vasquez, Jr., Chamberlain Hrdlicka White Williams & Martin, Houston, TX

4:00pm Keeping Your Nose Clean: How Not to Get Referred to OPR. ☞ ★
At the 2010 Midyear Meeting in San Antonio, TX, the Young Lawyers Forum presented a panel on how not to land in jail for a tax crime. For the May Meeting, we turn to the civil side, with a panel of Circular 230 and IRS Office of Professional Responsibility (OPR) specialists who will discuss the various pitfalls – obvious and not so obvious – that a civil tax practitioner should avoid. Given that a successful prosecution by OPR could end a tax lawyer's career, this is a panel that you will not want to miss.

MODERATOR: Melissa L. Galetto, Skadden Arps Slate Meagher & Flom LLP, Washington, DC.

PANELISTS: Bryon Christensen, Attorney-Advisor, Office of Tax Policy, Department of Treasury, Washington, DC; Karen L. Hawkins, Director, Office of Professional Responsibility, IRS, Washington, DC; Alan J.J. Swirski, Skadden Arps Slate Meagher & Flom LLP, Washington, DC.

5:00pm Just Doing It: Starting Your Own Law Practice in the New Legal Economy. ★ This panel is for new lawyers or young practitioners who are considering starting their own practice in light of the tough job market,

PROGRAM SCHEDULE

FRIDAY, MAY 7



but who may not know where to begin in terms of receiving funding, obtaining clients and hiring the right people to help operate the business side of the practice. The panel will feature solo and small firm practitioners who have several years of experience starting, building and growing a law practice.

PANELISTS: The Honorable Juan Vasquez, Judge, US Tax Court, Washington, DC; Raymond Millien, PCT Law Group, Washington, DC; Arkan Haile, Gray Haile, Washington, DC.

5:45pm **Networking Reception.** 🍷 ★

Penn Quarter, Level 1B

4:30PM – 5:30PM

Potomac, Level 3B

Programs & Meetings 🍷

CHAIR: Fred T. Witt, Deloitte Tax LLP, Phoenix, AZ

5:00PM – 6:00PM

Washington Boardroom, Level 3B

Professional Services 🍷

CHAIR: Michael R. Ford, Fellers Snider Blankenship Bailey & Tippens, Oklahoma City, OK

5:30PM – 6:30PM

Roosevelt, Level 3B

Foreign Activities of US Taxpayers and Young Lawyers of FAUST Business Meeting 🍷 ★

5:30PM – 6:30PM

Wilson, Level 3B

Foreign Lawyers Forum Business Meeting 🍷

5:30PM – 6:30PM

Potomac, Level 3B

US Activities of US Taxpayers and Tax Treaties Business Meeting 🍷 ★

6:30PM – 8:00PM

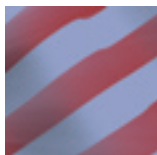
National Museum of Women in the Arts

Section Reception 🍷 *(Ticketed Event)*

7:45PM – 10:00PM

Joint International Committees Dinner 🍷 ★ *(Reservation Required)*

First-time attendees are welcome and encouraged to attend.



PROGRAM SCHEDULE SATURDAY, MAY 8

= Taped

★ = Young Lawyers Program

= Ethics Credits Requested

= No CLE Credit

7:00AM – 4:00PM

Penn Quarter, Level 1B

Hospitality Center (Complimentary)

Complimentary continental breakfast will be served in the morning. Snacks, coffee, sodas and water will be available in the afternoon.

7:00AM – 9:00AM

Farragut Square/Lafayette Park, Level 5B

Low Income Taxpayers

CHAIR: Professor Kathryn J. Sedo, University of Minnesota Law School, Minneapolis, MN

7:00am **Opening Remarks by the Chair.**

7:05am **Recent Developments at the Tax Court of Interest to Low Income Taxpayer.** Chief Special Trial Judge Peter J. Panuthos will update the committee on new developments, emphasizing those that impact low income taxpayers.

7:35am **Taxing Private Ryan.** The panel will discuss tax issues that military personnel face.

MODERATOR: Professor George Willis, Chapman University School of Law, Orange, CA.

PANELISTS: Professor Francine Lipman, Chapman University School of Law; John Esminger, Stone Ridge, NY.

8:05am **Regulation Making and Challenges.** The panel will discuss how regulations get promulgated and how to challenge the legitimacy of the regulation. A brief history of court decisions on challenges to regulations will be provided and various methods and theories to challenge regulations will be discussed.

MODERATOR: Professor Keith Fogg, Villanova University School of Law, Villanova, PA.

PANELISTS: Professor Kristin Hickman, University of Minnesota Law School, Minneapolis, MN; Thomas Kane, Special Counsel, Office of Associate Chief Counsel (Procedure and Administration), IRS, Washington, DC.

7:00AM – 8:30AM

Conference Theater, Level 1B

Tax Practice Management & Young Lawyers Forum ★

TAX PRACTICE MANAGEMENT CHAIR: Emily F. Johnson, Law Offices of Emily F. Johnson, New York, NY

YOUNG LAWYERS FORUM CHAIR: Thomas D. Greenaway, KPMG LLP, Boston, MA

7:00am **Informal Discussion and Complimentary Breakfast.**

7:20am **Opening Remarks, Report on Committee Chairs and Vice Chairs Breakfast.**

7:30am **“BYOC” Bring Your Own Computer: Practical Social Networking Site Applications and Tools for Building Online Business Presence.** The nature of professional and social networking has rapidly evolved via the use of internet sites. Businesses that want to grow must recognize that it is now essential to have an online presence to build relationships and develop their networking skills. The panelists will provide necessary and

PROGRAM SCHEDULE

SATURDAY, MAY 8



practical tools to develop an online presence on increasingly popular networking sites including LinkedIn and Facebook – attendees will leave the forum with a functioning online presence.

PRESENTERS: Jill L. Miller, Jill Miller & Associates PC, New York, NY; Robb A. Longman, Joseph Greenwald & Laake PA, Greenbelt, MD.

7:15AM – 8:30AM

Independence A, Level 5B

Real Estate, Partnerships & LLCs and S Corporations “Shop Talking” Breakfast 🗣️

(Ticketed Event)

Members of the Real Estate, Partnerships & LLCs and S Corporations Committees will gather for the traditional “open mic” breakfast to share ideas and war stories and to seek input on technical issues.

7:30AM – 9:30AM

Franklin Square/McPherson Square, Level 5B

ACTC Fellows Breakfast 🗣️ *(Registration Required; Only Open to ACTC Fellows)*

7:30AM – 8:30AM

Constitution A, Level 3B

2009 – 2010 Committee Chairs, Vice-Chairs, Officers and Council Breakfast 🗣️

7:45AM – 9:00AM

Burnham, Level 3B

Court Procedure & Practice Officers and Subcommittee Chairs Breakfast 🗣️ *(Ticketed Event)*

8:30AM – 11:35AM

Constitution B, Level 3B

Employee Benefits 🗣️

CHAIR: Eleanor Banister, King & Spalding LLP, Atlanta, GA

8:30am Opening Remarks by the Chair. 🗣️

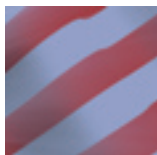
8:35am Correcting Deferred Compensation Plan Documents under Code Section 409A. The IRS has granted relief and a voluntary correction program for deferred compensation plan documents that fail to comply with Code section 409A. Our panelists will discuss the ins and outs of using the IRS’s voluntary program for document correction.

MODERATOR: Joni L. Andrioff, Deloitte Tax LLP, Chicago, IL.

PANELISTS: Daniel L. Hogans, Morgan Lewis & Bockius LLP, Dallas, TX; Helen Morrison, Deputy Benefits Tax Counsel, Office of Benefits Tax Counsel, Department of Treasury, Washington, DC; Stephen Tackney, Senior Counsel, Executive Compensation Branch, Office of Division Counsel/Associate Chief Counsel (TE/GE), IRS, Washington, DC.

9:35am Are Prototype Plans the Solution? Prototype plan documents have long been utilized by smaller employers. But increasingly mid-size and large employers have made use of prototypes for their qualified retirement plans. This panel will explore not only the advantages of prototype plans, but also the frustrations associated with their use, the limits of their flexibility and the consequences when a prototype is stretched beyond its limits and becomes individually designed.

MODERATOR: Joy M. Mercer, Joy M. Mercer PC, Florham Park, NJ.



PROGRAM SCHEDULE SATURDAY, MAY 8

PANELISTS: Carol L. Myers, Myers & Shaw PA, Sarasota, FL; Frank Palmieri, Palmieri & Eisenberg, Princeton, NJ; Lisa Tavares, Venable LLP, Washington, DC; Andrew Zuckerman, Director, EP Rulings and Agreements (TE/GE), IRS, Washington, DC.

10:35am Health Care Reform: Overview and Analysis. The Patient Protection and Affordable Care Act, enacted on March 23, 2010, and the Health Care and Education Reconciliation Act, enacted on March 30, 2010, significantly change the provision of health care benefits in the US. This panel will provide an overview of the new legislation and an analysis of the impact of the new requirements on employers and group health plans. Included in this discussion will be a review of employer requirements and subsidies, additional reporting and disclosure rules, new income and excise taxes and cafeteria plan changes. In addition, the impact of the new laws on insured plans and self-funded plans will be considered.

MODERATOR: Martha L. Hutzelman, Kruchko & Fries, McLean, VA.

PANELISTS: Andy R. Anderson, Morgan Lewis, Chicago, IL; Eugene M. Holmes, Proskauer Rose LLP, Washington, DC; Christine L. Keller, Groom Law Group Chartered, Washington, DC; Susan Relland, Miller & Chevalier Chartered, Washington, DC.

8:30AM – 11:30AM

Roosevelt/Wilson, Level 3B

Fiduciary Income Tax

CHAIR: Jeanne L. Newlon, Venable LLP, Washington, DC

8:30am Opening Remarks by the Chair.  Report on committee chairs and vice-chairs breakfast topics and other committee business.

8:35am Recent Developments. Report on recent developments affecting the income taxation of trusts and estates.

SPEAKER: Judith K. Tobey, K&L Gates LLP, Dallas, TX.

8:55am Regulatory Roundup. Representatives from the IRS and the Department of Treasury will comment on the recent developments, as well as discuss pending guidance.

PANELISTS: Catherine Veihmeyer Hughes, Attorney-Advisor, Office of Tax Policy, Department of Treasury, Washington, DC; James F. Hogan, Chief Branch 4 (Pass-Throughs and Special Industries), IRS, Washington, DC.

9:40am Focus on Grantor Trusts – Section 675. Among the grantor trust rules, section 675 includes some of the most complicated and least intuitive rules under which a grantor is taxed as the owner of the assets of an irrevocable trust. It also includes some of the most often utilized provisions for creating an intentional grantor trust. This presentation will review the technical rules of section 675 and discuss their application in drafting intentional grantor trusts and avoiding unintentional grantor trust status.

PANELISTS: Howard Zaritsky, Rapidan, VA; Anne W. Coventry, Pasternak & Fidis PC, Bethesda, MD; Matie Little, Ivins Phillips & Barker, Washington, DC.

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10:30am Death of a Partner: Income Tax Traps and Exit Strategies. If an estate freeze strategy used a family entity taxed as a partnership for Federal income tax purposes, the death of a partner raises numerous income tax obstacles. These income tax obstacles occur both in good times, when the freeze has been successful because the underlying assets have increased in value, and in bad times, when the freeze is underwater because the underlying assets have declined in value. And, these income tax problems can be exacerbated if there is the need for an exit strategy or to unwind the family partnership entity. The presentation will first describe the partnership income tax principles that created these problems. Next, the presentation will suggest preventive measures and strategies that can be used to possibly eliminate these income tax problems, or if not eliminate them, reduce their negative income tax impact if there is an advance understanding of the partnership income tax principles that created them. Finally, the presentation will describe inadvertent capital shifts treated as taxable gifts if a partnership interest is redeemed rather than sold.

PANELISTS: Professor Jerome Hesch, Adjunct Professor of Law, University of Miami School of Law, Miami Beach, FL; Daniel L. Kesten, Davis & Gilbert LLP, New York, NY.

8:30AM – 10:30AM

Bulfinch/Renwick, Level 3B

LLCs and LLPs Subcommittee of Partnerships & LLCs

CHAIR: Paul Carman, Chapman & Cutler LLP, Chicago, IL

8:30am **Procedural/Ethical Issues Related to Series LLCs.**

SPEAKER: Ronald Buch, Bingham McCutcheon LLP, Washington, DC.

9:00am **Compensation/Employee Benefit Issues Related to Series LLCs.**

SPEAKER: Elizabeth Drigotas, Deloitte Tax LLP, Washington, DC.

9:45am **Series LLC Guidance (or Virginia Historic Tax Credit Fund).**

SPEAKER: Kelly Bender, Chapman & Cutler LLP, Chicago, IL.

8:30AM – 10:30AM

Arlington/Cabin John, Level 3B

State & Local Taxes Practitioners' Roundtable (Executive Session)

MODERATOR: Edward Bernert, Baker & Hostetler LLP, Columbus, OH

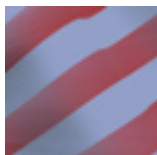
8:45AM – 11:45AM

Independence BCD, Level 5B

Civil & Criminal Tax Penalties

CHAIR: Charles P. Rettig, Hochman Salkin Rettig Toscher & Perez PC, Beverly Hills, CA

8:45am Reports of Subcommittees on Important Developments: Update on IRS Voluntary Disclosures Involving Previously Undeclared Offshore Accounts - Kevin Thorn, Thorn Law Group, Washington, DC.; Important Developments (Criminal) - Megan Brackney, Kostelanetz & Fink LLP, New York, NY; Michel Stein, Hochman Salkin Rettig Toscher & Perez PC, Beverly Hills, CA; Important Developments (Civil) - Tom Cullinan, Sutherland Asbill, Atlanta, GA; IRS Investigations and Practices - Josh Ungerman, Meadows Collier Reed Cousins Crouch & Ungerman LLP, Dallas, TX; Legislative and Administrative Developments - John M. Colvin, Chicoine & Hallett PS, Seattle, WA; Monetary Violations and Forfeitures - David F. Axelrod, Axelrod LLC, Columbus, OH;



PROGRAM SCHEDULE

SATURDAY, MAY 8

Michael Shepard, Deloitte Financial Advisory Services LLP, New York, NY; Sentencing Guidelines - Niles Elber, Caplin & Drysdale Chartered, Washington, DC; International Tax Enforcement - Bruce Zagaris, Berliner Corcoran & Rowe LLP, Washington, DC.

9:15am **IRS Criminal Investigation Update.**

INTRODUCTION: Josh Ungerman, Meadows Collier Reed Cousins Crouch & Ungerman LLP, Dallas, TX.

SPEAKER: Victor Song, Chief, Criminal Investigation, IRS, Washington, DC.

9:35am **Department of Justice Criminal Tax Update.**

INTRODUCTION: David F. Axelrod, Axelrod LLC, Columbus, OH.

SPEAKER: Ronald A. Cimino, Chief, Western Criminal Enforcement Section, Department of Justice, Washington, DC.

9:55am **Foreign Bank Account Report (FBAR) Regulation Update.**

SPEAKER: Caroline D. Ciralo, Rosenberg Martin Greenberg, Baltimore, MD.

10:10am **Keeping Matters Civil: Handling the IRS Examination with Fraud Implications.**

Thousands came forward in connection with the voluntary disclosure program, but many more did not. This program will discuss the government's efforts to prosecute these cases, and the defenses that are available.

MODERATOR: Steven Toscher, Hochman Salkin Rettig Toscher & Perez PC, Beverly Hills, CA.

PANELISTS: Rick Raven, Deputy Chief, Criminal Investigation, IRS, Washington, DC; Martin F. Malarkey III, Former Chief, Fraud Policy and Operations, IRS, Washington, DC; Frank Agostino, Calo Agostino, Hackensack, NJ.

10:55am **Sentencing Considerations: Extrapolating the Impact of the Recent 4th Circuit Opinion in Mehta and Other Thoughts.**

The Sentencing Guidelines recognize that when indirect methods of proof are used, the amount of tax loss may be uncertain. While the sentencing court is required to make a reasonable estimate based on available facts - in making a reasonable estimate of the total amount of tax loss where multiple instances of fraud are alleged, to what extent may the sentencing court extrapolate the average amount of loss from a sample of audited returns and apply that average to the remaining returns for which the amount of loss is unknown? What factors are most important? Is there a "sentencing silver bullet" lurking in the closet?

MODERATOR: Paula M. Junghans, Zuckerman Spader LLP, Washington, DC.

PANELISTS: Rod J. Rosenstein, US Attorney for the District of Maryland, Baltimore, MD; Lawrence S. Horn, Sills Cummis & Gross PC, Newark, NJ.

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8:45AM – 11:45AM

Constitution CDE, Level 3B

Corporate Tax

CHAIR: Robert G. Woodward, King & Spalding LLP, Atlanta, GA

8:45am Recent Corporate Tax Developments. The panel will discuss recent developments in the corporate tax area.

MODERATOR: Donald P. Hensel, King & Spalding LLP, Atlanta, GA.

PANELISTS: Lee A. Kelley, Deputy Associate Chief Counsel (Corporate), IRS, Washington, DC; Marc A. Countryman, Ernst & Young LLP, Washington, DC; Jessica A. Hough, Skadden Arps Slate Meagher & Flom LLP, Washington, DC; Ana G. O'Brien, Latham & Watkins LLP, Los Angeles, CA.

10:15am Form or Recharacterization? - An Evolving Landscape. The panel will survey various transaction structures, analyze what determines when the form of a transaction should be respected, and examine trends in transactional electivity.

MODERATOR: Karen Gilbreath-Sowell, Ernst & Young LLP, Washington, DC.

PANELISTS: William D. Alexander, Associate Chief Counsel (Corporate), IRS, Washington, DC; Kimberly S. Blanchard, Weil Gotshal & Manges LLP, New York, NY; Michael A. DiFronzo, Deputy Associate Chief Counsel (International-Technical), IRS, Washington, DC; Gordon E. Warnke, Dewey & LeBoeuf LLP, New York, NY.

8:45AM – 11:45AM

Independence FG, Level 5B

Sales, Exchanges & Basis

CHAIR: Professor Bradley T. Borden, Washburn University School of Law, Topeka, KS

8:45am Opening Remarks by Chair. 

8:50am Current Non-Section 1031 Developments. Case law and guidance on sale, exchange and basis issues other than like-kind exchanges will be explored.

MODERATOR: Professor Erik M. Jensen, Case Western Reserve University School of Law, Cleveland, OH.

9:05am Like-Kind Exchange Program Activity for Equipment Lessors: Overview, Practical Considerations and Open Issues.

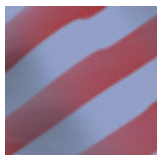
MODERATOR: David Fowler, PricewaterhouseCoopers LLP, Columbus, OH.

PANELISTS: Glenn M. Johnson, Ernst & Young LLP, Washington, DC, Steven J. Toomey, Attorney, Branch 4, Office of Associate Chief Counsel (ITA), IRS, Washington, DC.

9:50am Reintroduction of Carry-Over Basis: A Proven Failure Is Back In The Code. The step-up in basis at death rules are repealed for 2010, beneficiaries are surprised and fiduciaries confront allocation of a \$1.3m basis increase among competing assets and beneficiaries.

MODERATOR: Paul L. B. McKenney, Varnum LLP, Novi, MI.

PANELIST: Eric M. Nemeth, Varnum LLP, Novi, MI.



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10:25am New Developments in Like-Kind Exchange Replacement Property. The ability of a taxpayer to exchange into a new leasehold interest as qualified replacement property in a like-kind exchange and the effect of section 467 and the creation of a section 467 loan on such determination.

MODERATOR: Glenn M. Johnson, Ernst & Young LLP, Washington, DC.

PANELISTS: Howard J. Levine, Roberts & Holland, Washington, DC; Robert D. Schachat, Ernst & Young LLP, Washington, DC; Stephen J. Toomey, Senior Counsel, Office of Associate Chief Counsel (ITA), IRS, Washington, DC.

11:05am Like-Kind Exchange Current Developments – Rev. Proc. 2010-14 Relief for Exchangors Where QI Failed & Protecting Exchangors' Funds. The IRS has issued palliative guidance, including allowing amended returns for earlier years, for victims of failed QIs. The panel will continue exploring the likely face of coming regulation of QIs. Other developments will also be addressed.

MODERATOR: Todd D. Keator, Thompson & Knight, Dallas, TX.

PANELISTS: Professor Bradley T. Borden, Washburn University School of Law, Topeka, KS; William P. Lopiore, Nationwide Exchange Services Corp, Rocklane, MA.

9.00AM – 11:45AM

Independence HI, Level 5B

Foreign Lawyers Forum

CHAIR: Chris Warner, NautaDutilh, Amsterdam, NL

9.00am Opening Remarks by the Chair. 

9.05am China and India: Expanding Source-Based Taxation to Reach Extraterritorial Income? This panel will review recent developments in China and India, including both countries's heightened scrutiny of offshore transactions, as evidenced by India's *Vodafone* case and China's new enforcement initiative against indirect transfers of Chinese companies. The panel will also discuss the state of play regarding rep offices and PEs, transfer pricing and anti-treaty shopping initiatives.

MODERATOR: Scott M. Dayan, Kilpatrick Stockton LLP, Atlanta, GA.

PANELISTS: Stephen Nelson, King & Wood, Hong Kong, China; Akil Hirani, Majmudar, Mumbai, India.

10:25am Foreign Tax Credits, Dual Consolidated Losses, FIN 48 etc.: When You Need an Opinion of Foreign Tax Counsel. This panel will examine areas in which you may need to obtain an opinion from foreign counsel. In the context of a discussion of FIN 48 and the FTC and DCL regulations that require foreign advice, the panel will explore the technical and process issues that can expedite foreign counsel's provision of clear and prompt written advice and, conversely, the technical and process issues that can impede the provision of clear and prompt written advice. The panel will feature both US and foreign lawyers.

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MODERATOR: Daniëlle Rolfes, Ivins Philips & Barker, Washington, DC.

PANELISTS: Alan Granwell, DLA Piper, Washington, DC; Giulio Azzaretto, Miccinesi e Associati, Milano, Italy; Mariëtte Turkenburg, Loyens & Loeff, Amsterdam, The Netherlands; Akil Hirani, Majmudar, Mumbai, India; Javier Rodríguez, Cuatrecasas Gonçalves Pereira, New York, NY.

9:00AM – 10:30AM

Farragut Square/Lafayette Park, Level 5B

Pro Bono 🗣️ 📢

CHAIR: Peter A. Lowy, Shell Oil Company, Houston, TX

9:00am Tax Court Calendar Call Program. A continuation of the lively dialogue at the 2010 Midyear Meeting in San Antonio, TX, this panel will lead a discussion about ethical and practical issues related to representing taxpayers at Calendar Call and establishing Calendar Call programs.

MODERATOR: Peter A. Lowy, Shell Oil Company, Houston, TX.

PANELISTS: Robb Longman, Joseph Greenwald & Laake PA, Greenbelt, MD; Elizabeth A. Copeland, Oppenheimer Blend Harrison & Tate Inc., San Antonio, TX.

9:15am VITA Update. IRS representatives will provide an update on VITA initiatives, and the panel will lead a discussion of future challenges and opportunities for VITA programs and their volunteers.

MODERATOR: Peter A. Lowy, Shell Oil Company, Houston, TX.

9:45am Dealing With Client Fraud & Misrepresentation. 🗣️ This panel will discuss the rules of ethics (e.g., ABA Model Rules and Circular 230 provisions) that come into play when a pro bono attorney learns that the client has or intends to make misrepresentations or commit fraud.

MODERATOR: Professor Les Book, Villanova University School of Law, Philadelphia, PA.

PANELIST: Elizabeth J. Atkinson, LeClairRyan, Virginia Beach, VA.

10:30AM – 11:30AM

Arlington/Cabin John, Level 3B

State & Local Taxes Subcommittee: *The Tax Lawyer – The State and Local Tax Edition* and *The State and Local Tax Lawyer – Symposium Edition* 🗣️

MODERATOR: Don S. Kovacic, Ramona, CA

Meeting of interested parties to discuss current and future versions of these publications.

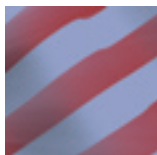
10:45AM – 11:45AM

Potomac, Level 3B

Law Student Tax Challenge Planning Meeting 🗣️ ★

CHAIRS: Kelley Cooper Miller, Sutherland Asbill & Brennan LLP, Washington, DC; Katie Crenshaw, Holland & Hart LLP, Denver, CO

Please attend this planning session if you would like to volunteer to assist with this year's annual Law Student Tax Challenge or want to learn more about opportunities to become involved. We will need people for marketing, problem drafting, judging, day-of-competition support and more, so please spread the word and come find out how you can help!



PROGRAM SCHEDULE SATURDAY, MAY 8

12:00PM – 1:30PM

Independence A, Level 5B

Section Luncheon/Plenary Session 📺 ★ *(Ticketed Event)*

Stuart M. Lewis, Section Chair, Presiding

Chair's Report to the Section

Stuart M. Lewis, Section Chair

Adoption of Consent Calendar

Amendment to Section Bylaws

Certificate Presentation

Recognition of the 2009 – 2010 Section of Taxation Chair:

Stuart M. Lewis, Buchanan Ingersoll & Rooney PC, Washington, DC

PRESENTATION

2010 Distinguished Service Award



Recipient

Professor Ronald A. Pearlman

Georgetown University Law Center

Washington, DC

Ronald A. Pearlman is currently a professor of law at the Georgetown University Law Center, where he has been teaching for more than ten years. During three of those years, Pearlman directed the Law Center's Graduate Tax Program.

Pearlman has a long and distinguished career in tax law, both in private practice and in government. After earning his B.A. with honors from Northwestern University, and graduating from Northwestern School of Law *cum laude*, Pearlman began his career in the Office of Chief Counsel (Interpretive Division) at the IRS. While working with the IRS, Pearlman received his LL.M. in Taxation from the Georgetown University Law Center.

Pearlman left the Service in 1969 and moved to St. Louis, his wife's hometown, where he practiced law for the next 16 years with the Thompson & Mitchell (now Thompson & Coburn) law firm. While in St. Louis, Pearlman taught law as an Adjunct Professor at Washington University School of Law for 11 years.

In 1983, Pearlman moved back to Washington, DC to accept the position of Deputy Assistant Secretary for Tax Policy at the Department of Treasury. The following year, he became Assistant Secretary of Tax Policy. Pearlman had overall responsibility for development of the Department of Treasury's 1984 tax reform proposals ("Treasury I") and President Reagan's 1985 tax reform recommendations to Congress. During consideration of the Tax Reform Act of 1986 by the House of Representatives, Pearlman represented the Administration and was intimately involved in the tax legislative process. For his service at the Department of Treasury, Pearlman was awarded the Alexander Hamilton Medal, (the Department of Treasury's highest award).

Pearlman returned to private practice in St. Louis after his work on tax reform ended. Just three years later, Pearlman received an offer to become Chief of Staff of the Joint Committee on Taxation. Pearlman decided to accept, and moved his family back to Washington.

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Pearlman left the Joint Committee, and government service, in 1988. He became a tax partner at Covington & Burling in Washington, DC, where he spent the next nine years until he retired from private practice. Pearlman began teaching at Georgetown University Law Center in 1999, and has also taught and lectured in the US and abroad. He has long been active in professional organizations and advisory groups, including serving on Council and as Vice-Chair of Government Relations of the ABA Section of Taxation.

KEYNOTE SPEAKER

Heather C. Maloy

Commissioner

Large & Midsize Business

Internal Revenue Service

Washington, DC

1:30PM – 3:00PM

Independence FG, Level 5B

Section Program: Making Your 401(k) Last a Lifetime

For most workers, the only retirement plan available to them is a 401(k) plan funded largely with their own contributions. Many have begun to focus on how these workers will make their 401(k) accounts last a lifetime after retirement. The Department of Labor and the Department of Treasury have published a Request for Information Regarding Lifetime Income Options for Participants and Beneficiaries in Retirement Plans, 75 Fed. Reg. 5253 (Feb. 2, 2010). This session will explore important questions raised in that RFI about how to enhance retirement security for those workers. What financial products are available to provide lifetime income? What are employers doing today to help employees maximize their savings? What can employers do to facilitate better educate employees about financial products at retirement? What additional disclosures would be helpful? How do the plan qualification rules facilitate or hinder the goal of providing lifetime income? Do ERISA fiduciary rules facilitate or hinder the goal of providing lifetime income?

MODERATOR: Dan S. Brandenburg, Saul Ewing LLP, Washington, DC

PANELISTS: William Bortz, Associate Benefits Tax Counsel, Office of Benefits Tax Counsel, Office of Tax Policy, Department of Treasury, Washington, DC

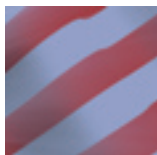
Phyllis C. Borzi, Assistant Secretary of Labor, Employee Benefits Security Administration, Department of Labor, Washington, DC

Jay Haines, FMR LLC, Boston, MA

Bret Hamlin, Hill Ward Henderson, Tampa, FL

Patricia McDermott, Special Counsel, Office of Division Counsel/Associate Chief Counsel (TE/GE), IRS, Washington, DC

SPONSORED BY: Employee Benefits



PROGRAM SCHEDULE

SATURDAY, MAY 8

2:00PM – 4:00PM

Farragut Square/Lafayette Park, Level 5B

Section Program: Be Prepared: A [Scout's] Guide to The Coming Regulation of Federal Tax Return Preparers

The IRS has completed its study of Federal tax return preparers and has concluded that Federal regulation is warranted. As the IRS and Department of Treasury wrestle with developing the details of this historic and unprecedented effort that is scheduled to take effect in 2011, Federal tax practitioners are asking, "What does this mean to me?" Do not get lost in a forest of uncertainty. Prepare yourself and your firm by joining government decision-makers and practitioners as they discuss the policy and practical implications of Federal tax return preparer regulation.

MODERATOR: Rochelle L. Hodes, PricewaterhouseCoopers LLP, Washington, DC

PANELISTS: Bryon Christensen, Attorney-Advisor, Office of Tax Policy, Department of Treasury, Washington, DC

Karen L. Hawkins, Director, Office of Professional Responsibility, IRS, Washington, DC

Todd Steinberg, Greenberg Traurig LLP, McLean, VA

David R. Williams, Director, Office of Electronic Tax Administration and Refundable Credits, IRS, Washington, DC

Kenneth K. Wright, Chesterfield, MO

SPONSORED BY: Administrative Practice

2:00PM – 4:00PM

Franklin Square, Level 5B

Section Program: Financially Distressed S Corporations

Discussion of issues to consider when an S corporation is financially distressed. The discussion will include a hypothetical fact pattern and proposed solutions involving the tax consequences of cancellation of indebtedness ("COD") income and the elective deferral of COD income recognized in 2009 and 2010 under section 108(i), enacted by the 2009 Recovery Act.

MODERATOR: Wells Hall, Mayer Brown LLP, Charlotte, NC

PANELISTS: Laura Howell-Smith, Washington National Tax, Deloitte Tax LLP, Washington, DC.

Jeanne Sullivan, National Tax, KPMG LLP, Washington, DC

Lee G. Zimet, Deloitte Tax LLP, New York, NY

SPONSORED BY: S Corporations

PROGRAM SCHEDULE

SATURDAY, MAY 8



2:00PM – 4:00PM

Section Program: Offshore Voluntary Compliance Update - Criminal to Civil and Done!

IRS Criminal Investigation has been processing voluntary disclosures received before and after October 15, 2009. Is there a difference from the CI perspective? The IRS Examination Divisions have been auditing the voluntary disclosures received before and after the October 15, 2009 expiration of the foreign account voluntary disclosure program, together with returns that were amended outside the formal program. The Examination Divisions have provided various forms of Information Document Requests, requests for taxpayer interviews have occurred in some cases, and Closing Agreements are being executed. The panelists will discuss the current environment for voluntary disclosures - and what to do about taxpayers who were late or have yet to come into compliance.

MODERATOR: Mark E. Matthews, Morgan Lewis & Bockius LLP, Washington, DC.

PANELISTS: Kathleen Agbayani, Baker & McKenzie LLP, Washington, DC
Elizabeth A. Copeland, Oppenheimer Blend Harrison & Tate Inc, San Antonio, TX
Rick Raven, Deputy Chief, Criminal Investigation, IRS, Washington, DC
Charles P. Rettig, Hochman Salkin Rettig Toscher & Perez PC, Beverly Hills, CA
Ronald J. Schultz, Senior Advisor to the Deputy Commissioner/Services and Enforcement, IRS, Washington, DC

SPONSORED BY: Civil & Criminal Tax Penalties

2:00PM – 4:00PM

Independence BCD, Level 5B

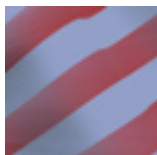
Section Program: Legal Ethics and Due Diligence Standards in Circular 230: What do they Mean for Tax Opinions and Certificate Practice?

This panel will discuss legal ethics issues and released public guidance concerning the interpretation and implementation of the due diligence standard primarily in the context of enforcement actions by the Office of Professional Responsibility and the Tax Exempt Bond Office of TE/GE. The discussion will focus on a number of significant legal ethical issues in practice including: identifying the adequate level of legal and factual due diligence to support an opinion or reliance on a certificate; how to factor in fee considerations; testing the reasonableness of facts and assumptions underlying an opinion or certificate; documenting due diligence supporting short form opinions.

MODERATOR: Nancy M. Lashnits, Ballard Spahr LLP, Phoenix, AZ

PANELISTS: Clifford J. Gannett, Director, Tax-Exempt Bonds, IRS, Washington, DC
Richard Kornblith, Fulbright & Jaworski LLP, Los Angeles, CA
Terri L. McField, Acting Deputy Director, Office of Professional Responsibility, IRS, Washington, DC
Christopher S. Rizek, Caplin & Drysdale Chartered, Washington, DC
John O. Swendseid, Sherman & Howard LLC, Reno, NV

CO-SPONSORED BY: Tax Exempt Financing and Standards of Tax Practice



PROGRAM SCHEDULE SATURDAY, MAY 8

2:00PM – 4:00PM

Independence HI, Level 5B

Section Program: Worker Classification Challenges—The Hinge on Which So Many Tax and Business Issues Turn

This panel will discuss the many disparate issues, federal and state alike, that turn on the classification assigned to service providers, along with the various “fixes” that are available when a particular classification assigned to service providers by a service recipient is challenged or turns out to be erroneous—such as section 530, IRC section 3509, available CSPs, voluntary disclosures and state-level programs.

MODERATORS: Edward J. Leyden, Hollrah Leyden LLC, Washington, DC
William P. Prescott, Wickens Herzer Panza Cook & Batista Co, Avon, OH

PANELISTS: David M. Balter, Acting Chief Counsel, California Labor Commissioner, San Francisco, CA
Mary Corrigan Gorman, Assistant Div. Counsel, (SB/SE), IRS, Washington, DC
Russell A. Hollrah, Hollrah Leyden LLC, Washington, DC
John Tuzynski, Chief of Employment Taxes, (SB/SE), IRS, Washington, DC

CO-SPONSORED BY: Employment Taxes and Closely Held Businesses