

## CHAPTER 19 PARTNERSHIPS: FORMATION AND OPERATION

### Chapter Outline

1. Business organizations that are formed legally as partnerships, although they are not always so called in conversation, are governed throughout their entire existence by the legal contract and accounting partnerships.
  - a. Advantages of the partnership form include ease of creation and the absence of the double taxation often inherent in the limited liability of a corporation structured as business.
  - b. Partnership taxation tends to be a significant one when compared with other common organizational structures because of the combined liability being distributed to each general partner.
  - c. Partnership legal forms have been created over the years to combine the benefits of corporations and partnerships such as S corporations, limited liability partnerships and limited liability companies.
2. Partnership accounting and the capital accounts
  - a. The historical aspects of partnership accounting center on the capital accounts maintained by each individual partner.
  - b. The issue of accounting for these capital interests is the matter of partnership agreement which involves the process by which investments, distributions, withdrawal of a new partner, retirement of a partner, etc.
  - c. The most common issue is the manner in which the partners should be treated as the capital account is adjusted upon business events which is dependent on each partner's role as a particular partner in an investment over time.
    1. In the basic method, each partner's equity are added and recorded. The equity contributions are then divided according to the percentage of the total investment being used by each partner.
    2. In the goodwill method, the amount being contributed and the corresponding percentage of the total capital interest are used to calculate the value of the business and the percentage goodwill or gain which previously occurred as an original event.
3. Partnership closing allocation
  - a. At the end of each fiscal period, the income and expense accounts must be closed and with the resulting income figure being assigned to the individual capital accounts.
  - b. The method of allocating income to the capital accounts should be consistent with the nature of partnership.

# Chapter 9 Partnerships Formation And Operation Solutions

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