

## 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, technical, and accounting principles.
  - a. Advantages of the partnership form include ease of creation and the absence of the double taxation often inherent in the creation of a corporation and its subsequent distribution of income.
  - b. Partnership taxation rules apply to a partnership only when combined with legal, technical, and accounting principles inherent in the creation of the partnership itself, including such general points.
  - c. Partnership legal forms have been created over the years to combine the benefits of corporations and partnerships with an *ad hoc* partnership, limited liability partnership, and limited liability company.
2. Partnership accounting and the capital account
  - a. The technical aspects of partnership accounting center on the capital account maintained by each individual partner.
  - b. The issue of accounting for these capital interests is the matter of partnership agreement, which involves the procedure for such investments, withdrawals, additions of a new partner, retirement of a partner, etc.
  - c. The most common issue is the manner in which the partners' shares are recorded in the capital account. A partner's share, however, often is considered to vary throughout time as a particular investment or an investment that dies.
    1. In the cost method, each partner's assets are valued and recorded. The capital account balance for each partner is recorded 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 paid-up amount previously recorded as an original asset.
3. Partnership share allocation
  - a. At the end of each fiscal period, the receipts and expenses accounts must be closed out with the resulting netted 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

**RM Cervero**



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