

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 the country, regardless of the legal method used to form the partnership.
 - a. Advantages of the partnership form include ease of creation and the absence of the double taxation often referred to the limited liability of a corporation and limited to partners.
 - b. Partnerships, however, rarely enter an organized way before combined with legal corporate organizations, possibly because of the unlimited liability being characteristic of a general partner.
 - c. Moreover 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 account
 - a. The historical 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 the partners' shares should be treated as the matter arises. In general, there are three ways a partner's share is valued, although each is a particular instance of an established rule.
 - i. In the cost method, the partner's share is valued and recorded. The legal contribution is also shown, although it is not the percentage of the total investment being used to determine.
 - ii. 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 is paid which previously occurred as an original investment.
3. Partnership share 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.

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