



**SJSU/TEI  
HIGH TECHNOLOGY  
TAX INSTITUTE**

NOVEMBER 8 & 9, 2004  
CROWNE PLAZA CABANA HOTEL  
4290 EL CAMINO REAL  
PALO ALTO, CA

*SPONSORED BY  
TAX EXECUTIVES INSTITUTE  
&  
SAN JOSE STATE UNIVERSITY  
DEPARTMENT OF  
ACCOUNTING & FINANCE*

**20TH ANNUAL  
HILLO**

**20TH ANNUAL HIGH TECHNOLOGY TAX INSTITUTE**  
SAN JOSE STATE UNIVERSITY  
ACCOUNTING & FINANCE DEPARTMENT  
ONE WASHINGTON SQUARE, BT 850  
SAN JOSE, CA 95192-0066

Non-Profit Org.  
U.S. POSTAGE  
**PAID**  
San Jose, CA  
Permit No. 816


Fax mailing list or address changes to (408) 924-3463.



---

**... an invaluable, educational tax experience for accountants, attorneys, and corporate representatives who service high technology companies.**

---

 Since 1984, the Tax Executives Institute (TEI) and San Jose State University have sponsored the High Technology Tax Institute in Silicon Valley • The Institute's focus on relevant tax issues for computer companies, as well as pharmaceutical, biotech, communication, and aerospace industries makes it an invaluable and educational tax experience for accountants, attorneys, and corporate representatives who service high technology companies •

Each Institute session is designed to foster sharing of tax planning ideas and problem solving strategies at a level consistent with TEI and San Jose State University's high standards for professional tax education • Lectures are presented by nationally recognized practitioners and Treasury representatives who have the practical experience of implementation •

Sixteen hours of Continuing Professional Education credit are available for certified public accountants and attorneys who specialize in the field of taxation •

---

**This year's Institute highlights the following topics and speakers:**

- *International High Technology Tax Current Developments*
- *California High Tech Tax Current Developments including Waters Edge, Apportionment, and Farmer Brothers*
- *Emerging Forms of U.S. and International Equity Awards: What Does One Do After Financial Statement Stock Option Expensing?*
- *Best Tax Practices After Sarbanes-Oxley or How to Protect your CEO and CFO*
- *Permanent Establishment: When Does It Exist and How Is Income Allocated?*
- *High Tech Federal Tax Update including Legislative and Regulatory Developments, R&D, Capitalization*
- *IRS Audit Issues: Cost Sharing Buy-ins, Prefiling Agreements, Fast Track, Tax Shelters*
- *M&A Trends and Techniques: Section 382 Maximization, BIGs, Public-Private Acquisitions, Investing/Disinvesting, Loss Disallowance, Section 355*
- *Global Leveraged Financing: Hybrids, Thin Capitalization, Double and Triple Dipping, EU Tax Law Changes*
- *FAS 109/5/23/Reserves/Contingencies and M-3, Listed Transactions, Reportable Transactions Disclosures (8886)*

#### FEATURED SPEAKERS

- |                              |                           |
|------------------------------|---------------------------|
| • <i>Mary Boelke</i>         | • <i>Ellie Kehmeier</i>   |
| • <i>John Brennan</i>        | • <i>Donald L. Korb</i>   |
| • <i>C. Cabell Chinnis</i>   | • <i>Larry Langdon</i>    |
| • <i>Nicholas J. DeNovio</i> | • <i>Deborah Lange</i>    |
| • <i>Kathleen P. Dill</i>    | • <i>John MacArthur</i>   |
| • <i>David Forst</i>         | • <i>Kathy McEligot</i>   |
| • <i>Jim Fuller</i>          | • <i>Buff Miller</i>      |
| • <i>David Gill</i>          | • <i>Annette Nellen</i>   |
| • <i>Bob Giusti</i>          | • <i>Frank Ng</i>         |
| • <i>Hal Hicks</i>           | • <i>Nanci Palmintere</i> |
| • <i>Ian Hughes</i>          | • <i>John Peterson</i>    |
| • <i>Ivan Humphreys</i>      | • <i>Eric Solomon</i>     |
| • <i>Greg Jenner</i>         | • <i>Gary Sprague</i>     |
| • <i>Jim Joyce</i>           | • <i>Joseph Tyrrell</i>   |

---

---

**M**ONDAY  
NOVEMBER 8

7:30 - 8:15

REGISTRATION & COFFEE

8:15 - 8:30

INTRODUCTIONS

- **Tom Rogers**  
*Apple Computer, Inc. & TEI Santa Clara  
Valley Chapter President*
- **Stewart Karlinsky**  
*Tax Institute Director*

8:30 - 10:15

INTERNATIONAL HIGH TECHNOLOGY  
TAX CURRENT DEVELOPMENTS

- **Jim Fuller, Partner**  
*Fenwick & West*

10:15 - 10:30

BREAK

10:30 - 12:00

CALIFORNIA HIGH TECH TAX CURRENT  
DEVELOPMENTS INCLUDING WATERS EDGE,  
APPORTIONMENT, FARMER BROTHERS

- **Kathleen P. Dill, Manager**  
*PricewaterhouseCoopers*
- **Jim Joyce, Tax Director**  
*PricewaterhouseCoopers*

12:00 - 1:30

LUNCH & SPEAKER

- **Donald L. Korb, Chief Counsel**  
*Internal Revenue Service*

---

---

**M**ONDAY  
NOVEMBER 8

1:30 - 3:00

EMERGING FORMS OF U.S. AND  
INTERNATIONAL EQUITY AWARDS: WHAT  
DOES ONE DO AFTER FINANCIAL STATEMENT  
STOCK OPTION EXPENSING?

- **Ellie Kehmeier, Tax Director**  
*Deloitte*
- **Buff Miller, Partner**  
*Cooley Godward*

3:00 - 3:15

BREAK

3:15 - 5:00

BREAKOUT SESSION #1:

*Best Tax Practices After Sarbanes-Oxley or  
How to Protect your CEO and CFO*

- **Deborah Lange, Tax Director**  
*Oracle Corporation*
- **Nanci Palmintere, VP, Finance and Enterprise  
Services and Director, Tax Licensing and Customs**  
*Intel Corporation*
- **Joseph Tyrrell, Partner**  
*PricewaterhouseCoopers*

BREAKOUT SESSION #2:

*Permanent Establishment: When Does It Exist and How Is  
Income Allocated?*

- **Bob Giusti, International Tax Consulting Partner**  
*Ernst & Young*
- **Gary Sprague, Partner**  
*Baker & McKenzie*

5:15-7:30

*Twentieth Anniversary Celebration Cocktail Party  
Sponsored by Fenwick & West LLP  
Tax Magic Featuring World Class Close-Up  
Magician Brian Gillis - Sponsored by Deloitte LLP*

---

---



**TUESDAY**  
**NOVEMBER 9**

**7:30 - 8:00**

**REGISTRATION & COFFEE**

**8:00 - 9:45**

**HIGH TECH FEDERAL TAX UPDATE  
INCLUDING LEGISLATIVE AND REGULATORY  
DEVELOPMENTS, R&D, CAPITALIZATION**

- **Nicholas J. DeNovio, Deputy Chief Counsel (Technical)**  
*Internal Revenue Service*
- **Annette Nellen, Professor**  
*San Jose State University*

**9:45 - 10:00**

**BREAK**

**10:00 - 12:00**

**IRS AUDIT ISSUES: COST SHARING BUY-INS,  
PREFILING AGREEMENTS, FAST TRACK, TAX  
SHELTERS**

- **C. Cabell Chinnis, Partner**  
*Mayer, Brown, Rowe & Maw*
- **Hal Hicks, Associate Chief Counsel (International)**  
*Internal Revenue Service*
- **Larry Langdon, Partner**  
*Mayer, Brown, Rowe & Maw*
- **Frank Ng, LMSB Industry Director for Communications, Technology, and Media**  
*Internal Revenue Service*
- **John Peterson, Partner**  
*Baker & McKenzie*

**12:00 - 1:30**

**LUNCH & SPEAKER**

- **Greg Jenner, Assistant Secretary of Tax Policy**  
*U.S. Department of the Treasury*



**TUESDAY**  
**NOVEMBER 9**

**1:30 - 3:00**

**M&A TRENDS AND TECHNIQUES: SECTION  
382 MAXIMIZATION, BIGs, PUBLIC-PRIVATE  
ACQUISITIONS, INVESTING/DISINVESTING,  
LOSS DISALLOWANCE, SECTION 355**

- **Hal Hicks, Associate Chief Counsel (International)**  
*Internal Revenue Service*
- **Ian Hughes, Western Area M&A Tax Partner in Charge**  
*KPMG*
- **Ivan Humphreys, Partner**  
*Wilson Sonsini Goodrich & Rosati*
- **Eric Solomon, Deputy Assistant Secretary-Tax Regulations**  
*U.S. Department of the Treasury*

**3:00 - 3:15**

**BREAK**

**3:15 - 5:00**

**BREAKOUT SESSION #3:**

*Global Leveraged Financing: Hybrid, Thin Capitalization, Double and Triple Dipping, EU Tax Law Changes*

- **Nicholas J. DeNovio, Deputy Chief Counsel (Technical)**  
*Internal Revenue Service*
- **David Forst, Partner**  
*Fenwick & West*
- **David Gill, Senior Manager, International Tax Services**  
*Ernst & Young*
- **John MacArthur, Director of International Tax Services**  
*Ernst & Young*

**BREAKOUT SESSION #4:**

*FAS 109/5/23/Reserves/Contingencies and M-3, Listed Transactions, Reportable Transactions Disclosures (8886)*

- **Mary Boelke, Partner**  
*Deloitte*
- **John Brennan, Vice President U.S. Income Tax**  
*Hewlett-Packard Company*
- **Kathy McEligot, Partner**  
*Deloitte*

# SAN JOSE STATE UNIVERSITY TAX ADVISORY BOARD

**BILL BARRETT**  
*Applied Materials*

**GREG BENZ**  
*PG&E*

**JOHN C. BRENNAN**  
*Hewlett-Packard Company*

**JOHN BUCHANAN**  
*PricewaterhouseCoopers*

**PETER CAMPAGNA**  
*Intuit*

**C. CABELL CHINNIS JR**  
*Mayer, Brown, Rowe & Maw*

**JIM FULLER**  
*Fenwick & West*

**IVAN HUMPHREYS**  
*Wilson Sonsini Goodrich & Rosati*

**JIM JOYCE**  
*PricewaterhouseCoopers*

**STEWART KARLINSKY**  
*San Jose State University (Trustee)*

**ELLIE KEHMEIER**  
*Deloitte*

**GLEN KOHL**  
*Electronic Arts*

**LARRY KUECHLER**  
*Berger Lewis Accountancy Corp*

**LARRY LANGDON**  
*Mayer, Brown, Rowe & Maw*

**DEBORAH LANGE**  
*Oracle Corporation*

**BUFF MILLER**  
*Cooley Godward*

**JOE MORI**  
*San Jose State University (Trustee)*

**GERALD MUGNOLO**  
*Varian*

**JAMES MULHERN**  
*KPMG (Trustee)*

**NANCI PALMINTERE**  
*Intel Corporation (Trustee)*

**JAMES PARKS**  
*Grant Thornton*

**WENDY PEREZ**  
*Ernst & Young*

**JOHN PETERSON**  
*Baker & McKenzie (Trustee)*

**MICHAEL REICHERT**  
*Deloitte*

**UZI SASSON**  
*Sagent Management*

**STEPHEN SEDLER**  
*Seagate Technology*

**DOUGLAS SIROTTA**  
*BDO Seidman*

**CONSTANCE SKIDMORE**  
*PricewaterhouseCoopers*

# REGISTRATION AND ACCOMMODATIONS

*Tuition fee includes all sessions, materials, lunches and refreshment breaks.*

## TUITION FEES

On or before October 22.....	\$600
After October 22 .....	\$625
Special TEI Member/Guest of TEI member rate <u>before Oct. 22, 2004</u> (after, \$600) .....	\$550

## CPE CREDITS

The High Technology Tax Institute has been approved for Continuing Professional Education accreditation by California State Board of Accountancy and the California Board of Legal Specialization. CPAs and attorneys can receive 16 hours of CPE credit.

## HOTEL ACCOMMODATIONS

*The Crowne Plaza Cabana  
4290 El Camino Real  
Palo Alto, California 94306  
(650) 857-0787  
Hotel Room Rate: \$159/night*

Contact hotel by October 22, 2004, and identify yourself as a High Technology Tax Institute participant to qualify for the special rate.

## REFUND POLICY

The Institute will refund registration fees contingent on receipt of a written request postmarked by October 22, 2004. The Institute will retain a \$50 processing fee. No refund requests postmarked after October 22, 2004, will be accepted.