

(7/17/19)

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**Tuesday, July 23, 2019**

12:00 p.m. – 7:30 p.m.	<b>Registration</b>
1:00 – 1:15 p.m. <i>Golden Gate Room</i>	<b>Welcome and Introductions</b> Doug Lindholm, COST, Washington, DC Nikki Dobay, COST, Portland, OR Charles Drury, COST, Washington, DC
1:15 – 2:30 p.m. <i>Golden Gate Room</i>	<b>Wayfair, the State of the States, and Other National Trends and Issues Impacting Technology Companies</b> It's been just over a year since the U.S. Supreme Court decided <i>Wayfair</i> , in which it laid to rest the long-standing physical presence nexus threshold. With that decision, the states received the gift of otherwise non-collectable revenues just in time to help their ever-expanding budgets. Thus, we will kick the meeting off with a discussion of the holding in <i>Wayfair</i> as well as the various ways in which the states have absorbed the holding into their nexus determinations. Finally, the panel will discuss other state legislative trends and potential federal legislation that might impact technology companies.  Moderator: Doug Lindholm, COST, Washington, DC Speakers: Sue Haffield, PwC*, Minneapolis, MN Nicole Johnson, Morrison & Foerster*, New York, NY Dan Thompson, Thompson Tax*, Sacramento, CA
2:30 – 3:30 p.m. <i>Golden Gate Room</i>	<b>Technology – Constantly Evolving – Changing Everything</b> The panelists in this session will discuss how platforms, marketplace, and different/evolving go-to-market strategies are changing how business operates both internally and with external clients. They'll also discuss how the "next big thing" (who knows what that is!) will "shift the sand" under technology companies as well as under any company that uses technology.  Moderator: Fred Nicely, COST, Washington, DC Speakers: Michele Borens, Eversheds Sutherland (US)*, Washington, DC Christopher Lutz, Horwood Marcus & Berk*, Chicago, IL James Nason, Deloitte*, Parsippany, NJ
3:30 – 3:45 p.m.	Refreshment Break / Networking
3:45 – 4:45 p.m.	<b>Choice of Two Breakouts</b>
<i>Presidio Room</i>	<b>State and Local Tax Issues for Tech Start-Ups—Part 1</b> All new businesses face the daunting task of identifying the countless possible tax obligations their new business potentially faces and how to comply with those obligations. Technology companies face an even bigger challenge as their operations and goods/services often do not fit within the legislated descriptions of taxable operations or

	<p>taxable goods. States and localities are doing their best to adapt to this situation but ever-changing technology means the states are often a step, or a mile, behind. The panelists in this session will provide an overview of all the different types of state and local taxes to lay the foundation that an emerging or pre-IPO company will need to determine where it has nexus and a potential filing obligation. The panel will also provide an overview of the credits and incentives that apply to start-ups, including the R&amp;D and California Competes Tax Credit.</p> <p>Speakers:  Nicole Brown, Thompson Tax*, Sacramento, CA  Daniella Caldwell, PwC*, San Francisco, CA  Christopher Lutz, Horwood Marcus &amp; Berk*, Chicago, IL</p>
<i>Golden Gate Room</i>	<p><b>Market-Based Sourcing for Tech Companies: Identifying "Customers" and Locating Their "Benefits"</b></p> <p>Because tech companies use complex infrastructure and connect with multiple parties in cutting edge transactions, implementing new market sourcing rules presents unique questions in the technology space. During this session, the presenters will provide insight as to how states determine where a "customer" receives "benefits," where intangibles are "used," what constitutes "reasonable approximation" for identifying market locations, and more. This presentation is tailored to the tech industry and will provide essential insight to help tech companies maximize the chance of great apportionment results.</p> <p>Speakers:  Mary Carlson, Crowe*, Chicago, IL  Michael Martens, Ryan*, Dallas, TX  Marc Simonetti, Pillsbury Winthrop Shaw Pittman*, New York, NY</p>
4:50 – 5:50 p.m.	<b>Choice of Two Breakouts</b>
<i>Presidio Room</i>	<p><b>State and Local Tax Issues for Tech Start-Ups—Part II</b></p> <p>Okay, you've attended the first session on tax types and nexus, and you're aware of potential areas of concern you may need to remedy. Now, what do you do to make that happen? In this session, the panelists will discuss the options available to you to become properly compliant – especially if you need to “fix” several past tax periods. Many jurisdictions are understanding of a start-up's failures to comply, others are not. Find out what the best methods are to bring your operations into full conformance with the laws of the various states.</p> <p>Speakers:  Will Gorrod, Morrison &amp; Foerster*, San Francisco, CA  Carolynn Kranz, Industry Sales Tax Solutions*, Washington, DC  Michael Shaikh, Baker &amp; McKenzie*, Los Angeles, CA</p>
<i>Golden Gate Room</i>	<p><b>ITFA—Technology's BFF</b></p> <p>The Internet Tax Freedom Act (ITFA) prevents discrimination against internet based delivery and other internet technologies – but do you know the scope of those protections? This session will cover how ITFA can be deployed in audit defense, pursuing refund claims, and litigation where taxpayers can and should assert their federally established protections. Know how ITFA can protect you from tax base, sourcing, and other discrimination.</p> <p>Speakers:  Will Ault, Crowe*, San Francisco, CA  Stephen Kranz, McDermott Will &amp; Emery*, Washington, DC  Priscilla Parrett, Reed Smith*, San Francisco, CA</p>
6:00 – 7:30 p.m.	<p><b>Welcome Reception</b></p> <p>Take this opportunity to start your tax networking with friends and colleagues in a casual atmosphere. Compare notes on what was presented today.</p>
<b>Wednesday, July 24, 2019</b>	
7:30 a.m. – 5:00 p.m.	<b>Registration</b>
7:30 – 8:00 a.m.	<b>Continental Breakfast / Networking</b>

8:00 – 9:15 a.m.	<b>Choice of Two Breakouts</b>
<i>Presidio Room</i>	<p><b>How Does A State Characterize the Item You Are Selling?</b></p> <p>It may seem like a simple question, but states characterize the same item sold, whether it's goods or services, differently (sometimes this even happens within the same state – depending on the tax in question). The panel will first provide an overview of how and why the state may classify an item as a good and another state will classify the same item as a service. These characterizations are important as they determine how an item will be taxed. The panel will then get deep into the weeds on characterization, providing a framework for how to analyze this issue for different products and discussing how they differ between the states. Finally, the panel will engage in a lively discussion regarding the characterization of specific technology products and services (including in the telecom arena)—war stories included!</p> <p>Speakers:  Carolynn Kranz, Industry Sales Tax Solutions*, Washington, DC  Audra Mitchell, KPMG*, Kansas City, MO</p>
<i>Golden Gate Room</i>	<p><b>Beware of the Locals—They Might Take You by Surprise</b></p> <p>San Francisco, Mountain View, Portland, Seattle—what are these cities thinking? Each has aggressively targeted businesses (and, in many situations, exclusively tech businesses) for new revenue. This panel will provide an overview of several of these new local taxes as well as some of the more established local taxes to beware of. They can sneak up on you if you don't keep an eye on them and can be especially important if your company is planning an IPO anytime soon!</p> <p>Speakers:  Jordan Goodman, Horwood Marcus &amp; Berk*, Chicago, IL  Carley Roberts, Pillsbury Winthrop Shaw Pittman*, Sacramento, CA</p>
9:20 – 10:30 a.m.	<b>Choice of Two Breakouts</b>
<i>Presidio Room</i>	<p><b>Where Does the Taxable Event Takes Place?</b></p> <p>Once you figure out “what” you are selling for purposes of sales and use tax, the next question is where do you “source” it. And, it should be no surprise that the states are not uniform in the determination of where a taxable transaction takes place. The panelists in this session will provide real-world examples of this issue illustrating the difficulties in making the determination and showing the inconsistencies between the states. They will provide guidance on dealing with the difficulties and highlight opportunities to obtain the best tax treatment of your transactions.</p> <p>Speakers:  Kathy Saxton, Deloitte*, Atlanta, GA  Andres Vallejo, Reed Smith*, San Francisco, CA</p>
<i>Golden Gate Room</i>	<p><b>The TCJA and Its Impact on Tech Companies</b></p> <p>The TCJA impacted technology companies in numerous ways. Repatriation of overseas income, changes in depreciation, the usage of NOLs and R&amp;D credits, <i>etc.</i> all have a potential impact on tech companies. The speakers in this session will discuss those changes and explain how to maximize the benefits and minimize the negative impacts of the TCJA and any future legislation.</p> <p>Moderator:  Karl Frieden, COST, Washington, DC</p> <p>Speakers:  Greg Abbott, Alvarez &amp; Marsal Taxand*, Atlanta, GA  Todd Betor, Eversheds Sutherland (US)*, Washington, DC  Dana Lance, Grant Thornton*, San Jose, CA</p>
10:30 – 10:50 a.m.	Refreshment Break / Networking
10:50 – 11:50 a.m.	<b>Choice of Two Breakouts</b>
<i>Presidio Room</i>	<p><b>All Things Property Tax for Tech Companies</b></p> <p>Although not as sexy as some of the other taxes, property tax is by far the largest tax type paid by businesses. And, whether you are just getting started or have been around for decades, you must pay it if you own property. The panelists will provide an in-depth discussion of property tax issues that impact the tech industry. The panel will primarily</p>

	<p>focus on California property tax issues but will also hit on other unique property tax issues that impact tech companies in other states as well as highlight any specific property tax credits and incentives that might be available for the tech industry.</p> <p>Speakers:  Craig Becker, Pillsbury Winthrop Shaw Pittman*, Palo Alto, CA  Charles Moll, McDermott Will &amp; Emery*, San Francisco, CA</p>
<i>Golden Gate Room</i>	<p><b>Taking Advantage of Technology and Automation</b></p> <p>Technological advances are occurring rapidly and continually change the way we do business. These advances not only improve and streamline operational processes, they can also be used to enhance audit documentation and presentation. In this session, the speakers will discuss the use of technology to improve and simplify the way business is done.</p> <p>Speakers:  Wade Adeogun, PwC*, San Jose, CA  Seth O'Hara, Grant Thornton*, Atlanta, GA</p>
12:00 – 1:00 p.m.	Lunch – Networking
1:00 – 2:00 p.m.	<b>Choice of 2 Breakouts</b>
<i>Presidio Room</i>	<p><b>Audits, Audits Everywhere—How to Prepare for and Manage Them Successfully</b></p> <p>Managing audits can be burdensome in the best of circumstances, but the technology industry presents its own unique set of challenges. During this session, the panelists will discuss best practices for managing audits in this space, providing best practices as to how to drive and manage the audit from the start. Additionally, the panel will discuss how to demonstrate that your product/service are not taxable, how to properly substantiate that determination as well as the sourcing of your product/service, strategies for minimizing the audit sample, and how to successfully negotiate closing agreements.</p> <p>Speakers:  Trisha Fortune, Ryan*, San Jose, CA  Stephen Long, Baker &amp; McKenzie*, Dallas, TX</p>
<i>Golden Gate Room</i>	<p><b>What Gigs?: SALT Issues for the Gig Economy</b></p> <p>The "gig economy" has created new business models for old industries—and states and tax authorities have taken notice. This presentation will integrate tax topics from other areas and tailor them to businesses in the gig economy space. Specifically, the presentation will touch on issues from both the income and sales tax arenas that are prevalent for gig economy businesses: business characterization; payment processing; market sourcing; marketplace facilitator issues and more.</p> <p>Speakers:  Jeff Friedman, Eversheds Sutherland (US)*, Washington, DC  Richard Heller, Deloitte*, Parsippany, NJ</p>
2:00 – 2:15 p.m.	<b>Refreshment Break / Networking</b>
2:15 – 3:30 p.m. <i>Golden Gate Room</i>	<p><b>IPOs, Mergers, Acquisitions, Divestitures, &amp; Restructurings: A Deep Dive into Transactional SALT Issues for Tech Companies</b></p> <p>In the fast-paced technology landscape, businesses must change form and structure as fast as the ever-changing world around them. Technology companies need SALT strategies that can keep pace with their most important investments and purchases, align tax outcomes with operations, and maximize post-tax benefits for major sales and other shareholder transactions. This presentation will target technology company issues in mergers &amp; acquisitions, spin-offs, split-ups, asset distributions, and internal restructuring and entity rationalization projects.</p> <p>Moderator:  Nikki Dobay, COST, Portland, OR</p> <p>Speakers:  Carolynn Kranz, Industry Sales Tax Solutions*, Washington, DC  Brian Pedersen, Alvarez &amp; Marsal Taxand*, San Jose, CA  Liezl Walker, KPMG*, New York, NY</p>

<p>3:30 – 5:00 p.m. <i>Golden Gate Room</i></p>	<p><b>Ask The Experts</b> Really, free advice from practitioners? That’s right! This is your chance to question practitioners and get their views on state and local tax issues related to your technology operations and issues. The panel will answer questions that have been submitted by attendees as well as discussions they’ve had with attendees during the Workshop that would be of interest to other attendees. Finally, the panel will address trends they expect to see in 2019 and beyond, as they apply to the technology industry as well as the use and impact of technology in general.</p> <p>Moderators: Nikki Dobay, COST, Portland, OR Doug Lindholm, COST, Washington, DC</p> <p>Panelists: Mary Carlson, Crowe*, Chicago, IL Jeff Friedman, Eversheds Sutherland (US)*, Washington, DC Jordan Goodman, Horwood, Marcus &amp; Berk*, Chicago, IL Rick Heller, Deloitte*, Parsippany, NJ Nicole Johnson, Morrison &amp; Foerster*, New York, NY Lindsay LaCava, Baker &amp; McKenzie*, New York, NY Dana Lance, Grant Thornton*, San Jose, CA Audra Mitchell, KPMG*, Kansas City, MO Brian Pedersen, Alvarez &amp; Marsal Taxand*, San Jose, CA Gregg Roberts, Reed Smith*, New York, NY Diann Smith, McDermott Will &amp; Emery*, Washington, DC Dan Thompson, Thompson Tax*, Sacramento, CA Jeffrey Vesely, Pillsbury Winthrop Shaw Pittman*, San Francisco, CA</p>
<p>5:00 – 6:30 p.m.</p>	<p><b>Reception</b> All attendees are welcome to attend a closing reception to network with other attendees and sponsors and speakers. Please take advantage of this opportunity to round out your Workshop experience.</p>
<p>6:30 p.m.</p>	<p><b>Workshop Adjourns</b></p>

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