S-CORPORATIONS — FOUNDATION PACKAGE

S-Corp Set-Up, Implementation, Planning & Preparation

The election is the easy part. Setting the structure up right, running it correctly, and planning every year is what turns it into actual savings — and that is where we begin.

An S-corporation only delivers its benefits when it is operated the way the tax code expects: a reasonable salary run through payroll, distributions planned against basis, an accountable plan in place, and clean books behind it all. Skip those, and a missed reasonable-compensation position or an untracked basis schedule can erase the savings the election was supposed to create — or invite an audit. This package sets the structure up correctly from the first payroll, then keeps it running with year-round guidance and the annual returns.

WHAT THE PACKAGE COVERS

1 Set Up the Tax Structure

We build the operating foundation an S-corporation needs to be defensible and efficient:

- Confirm the election is valid and complete — Form 2553 timing, effective date, and IRS acceptance — and file a late election where relief applies
- Reasonable compensation analysis anchored to role, hours, and market data, with the wage figure set before the first payroll run
- Payroll setup and registration — federal and California accounts, officer W-2, and the quarterly filing calendar
- Opening shareholder basis and AAA established and recorded from day one
- Chart of accounts, books, and the business/personal separation an S-corp return requires
- Accountable plan adopted so home office, mileage, and business expenses reimburse tax-free rather than as wages

2 Ongoing Professional Guidance & Support

Year-round access to your CPA — not a once-a-year handoff. We keep the structure current as the business grows:

- Quarterly tax management — projections and estimated payments across the 1120-S and your 1040
- Direct access to answer questions before decisions are made, not after
- Retirement-plan design layered on W-2 wages — Solo 401(k), profit sharing, and cash balance as income supports it
- Annual reasonable-compensation review as profit, duties, and market data change
- Coordination with your attorney, financial advisor, and payroll provider so guidance is aligned, not fragmented

3 Tax Law, Distributions & Compliance

We advise on the rules that govern the entity and keep you on the right side of them — then prepare the returns that reflect the year's planning:

- Distribution planning coordinated with basis, reasonable compensation, and cash flow — kept within basis to avoid capital-gain surprises
- California PTET election and the SALT-cap workaround, including the strict June 15 prepayment
- QBI §199A optimization balanced against the wage figure and taxable-income levers
- Shareholder basis and AAA maintained; Form 7203 prepared with your individual return

- Preparation of Form 1120-S, California Form 100S, and your individual return — the final step of the year's plan

TWO WAYS OWNERS ARRIVE — AND WHERE THEY DIFFER

Some clients form a new corporation or professional corporation and elect S status; others already run an LLC and elect to have it taxed as an S-corporation. The destination is the same, but the setup differs at the start.

NEW CORPORATION / PC + ELECTION

- Corporation or professional corporation formed, then Form 2553 filed to elect S status
- Licensed professionals: a professional corporation (PC) is required in California
- Corporate formalities — minutes, officer roles — in place from the start
- Clean opening basis and capital structure recorded at formation

LLC ELECTING S-CORPORATION

- Existing LLC files Form 2553 (and Form 8832 where needed) to be taxed as an S-corp
- Single-class-of-stock and distribution proportionality confirmed
- Mid-year elections require short-period coordination and payroll from the effective date
- Basis carried over and re-established under S-corp rules

HOW WE WORK

You work directly with the principal — a licensed California CPA and AICPA member — not rotating staff. Fees are fixed and agreed in advance. The relationship is year-round and proactive: the goal is that the annual returns simply confirm the planning already done, with no surprises in April.

> **THE BOTTOM LINE**
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> The S-election is the easy part; the savings live in how the entity is run. A reasonable-compensation figure that holds up, basis and AAA tracked from day one, distributions planned against that basis, and the California PTET handled on time are what convert the election into real, defensible savings — and what keep it from unraveling under examination. Set the structure up right at the first payroll and the returns simply confirm it. Leave it on autopilot and the election can cost more than it saves.

Discuss your situation with Natalie C. Papagni, CPA

Let's get your S-corporation running right. If you'd like your reasonable compensation, basis, distributions, and California PTET set up correctly from the first payroll — and kept current year-round — a complimentary initial consultation is the natural first step.

Natalie C. Papagni, CPA — Tax, Planning & Advisory Services

Office	4275 Executive Square, Suite 200, La Jolla, CA 92037
Phone	(858) 754-8277
Email	service@lajollataxcpa.com
Web	www.lajollataxcpa.com