

GOERING CENTER FAMILY BUSINESS REPORT



Finding Solutions
Sharing Experiences



PROFESSIONALLY SPEAKING

A SUPPLEMENT TO THE BUSINESS COURIER MARCH 17, 2006



Dr. Sidney L. Barton
Founding Director

Ten Obstacles to Succession Planning

At the Goering Center, we focus on issues unique to family & private firms. One of the most obvious concerns is how family firms achieve successful succession from one owner generation to the other.

Thomas Hubler, a long time family business consultant from Minnesota, has described ten obstacles that have caused his clients to stumble in successfully navigating the succession process.

In this article we briefly share Tom's observations, starting with the least challenging and ending with the most difficult obstacle to overcome.

10. Poor expressions of feelings and wants – it all starts with communication.
9. When differences are seen as liabilities rather than assets – we just don't want to cause any problems by addressing potential conflicts.
8. Indirect communications. – talking to a third party and not directly when we have a problem with someone.
7. Entitlement – owners who feel they deserve to keep the leadership position and next generation folks who think they should be given the leadership position.

Continued on Page 4

Family Systems Versus Business Systems

Is There A Difference? You Bet There Is!!!!

We all know that men are from Mars and women are from Venus, or is it women are from Mars and men are from Venus. Whatever is the case, it's pretty clear that men and women are from different planets. If we are clear on that fact, then it probably would be fair to say that family and business systems are from opposite universes. A little exaggeration perhaps, but many family business owners I know would agree with that statement. Business systems exist to further the business with systems that are clear in definition and strictly followed, while family systems exist to help individual family members with many dimensions that are vague, and require compromise. When you bring these two systems together-Bingo-you create a very challenging environment.

What are some of the comparisons between an effective business system and a healthy family system that need to be clearly understood in order for families in business to overcome many of the challenges they face? **FIRST** - Membership. In a business system, individuals are included because there is a need and they are accountable for performance, while in a family system, membership is automatic and lasts forever. **SECOND** - Who's in Charge? In a business system there's a CEO and possibly a Board that has final authority, while in a family system leadership shifts among family members, and there's no overwhelming need for any one person to be in charge. **THIRD** - Decision Making. In a

business system decision making authority is clearly defined and is consistent, while in a family system decision making authority shifts according to the circumstance.

FOURTH - Reporting Relationships. In a business system reporting relationships are clear and consistent, while in a family system expectations regarding authority and accountability may shift according to specific situations. An example may be that aging parents become more accountable to their children for certain care. **FIFTH** - Job Definition. In an effective business system jobs are clearly defined based on the needs of the overall organization and the relationship between each job is clear, while in a healthy family system there are no real titles, but rather roles are taken in accordance with each person's capabilities. **SIXTH** - Priorities. In an effective business system there are long range goals established, and all individuals of the business work to achieve those goals and subjugate their own needs, while in a healthy family each person's long range goals have precedence so long as it does not undermine the needs or interests of other family members. **SEVENTH** - Goals and Performance Evaluation. In an effective business system, goals are clearly defined, accountability is present, evaluation takes place, and rewards or lack thereof are established, while in a healthy family system, goals may be informal or even if they are explicit, there is no rigid performance evaluation that takes place. Usually family goals focus on individual

and collective growth, rather than sub-serviently serving the family unit. **EIGHTH** - Rewards. In a business system rewards are related to greater compensation and/or authority, while in a healthy family system rewards emphasize love, nurturing, and self actualization. Finally, **NINTH** - Longevity. In an effective business system the organization exists only as long as the business exists, and the goal is usually to keep it going indefinitely, while in a healthy family system, the family will always exist as family, but the goal is to separate and have the children start their own nuclear family.

It becomes very apparent from these nine comparisons that the gap between an effective business system and a healthy family is very wide. When you blend the two into a family business or business family, you most certainly deal with family relationships, roles, issues, emotions, and history that impact the business's activities, while at the same time, participation in and/or ownership of a business by family members impacts the family relations. You simply cannot escape this reality. Healthy families systems and effective businesses systems learn to separate the two. We will address the HOW TO'S in future columns.



W. Kent Lutz,
Director

Until next time, don't forget to tune in, video tape, or tivo, every Sunday at 11am on channel 9 WCPO to our Fifth Third Bank Hometown Business Weekly TV program. We have great guests, and we know you will enjoy hearing these compelling stories about many of the great entrepreneurial family businesses in our region.....WKL.

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Helping Your Bank Lender Help You

By Chris Ramos, Vice President, Fifth Third Bank

Many businesses thrive with little or no debt. A generational transfer of the business often changes this situation. The value of the business and the selling generation's desire for liquidity typically result in an increase in the company's level of debt to finance the buyout. A likely source for this debt is a commercial bank loan.

Commercial lenders use primarily depositor money to fund loans earning a 2-4% net interest margin. With these relatively low expected returns, it is nearly impossible for a bank to succeed financially if it suffers a recurring series of loan losses. In addition, banks have a duty to protect their depositor's assets. Adherence to this duty is enforced by the various regulatory agencies that examine each bank's loan portfolio.

Thus, most banks try to select loan situations where risk can be minimized. Bank loan decisions are typically determined by assessing the expected level of future cash flow of the business, along with the collateral and/or guarantee(s) which provide additional support if the company defaults. Of course every situation is unique and there are no hard and fast rules for every loan. In addition to

the cash flow and collateral, the character of the company's leadership team and the conditions (industry, government regulations, competition etc.) under which the company operates must be carefully considered.



This process not only determines if a loan will be approved but also determines the terms and conditions for the loan. This includes key items like the interest rate and maturity date for the loan, as well as personal guarantee and financial cov-

enant requirements.

With so much riding on the subjective judgment of your bank, how well does your bank know you? How well do you know your bank? If you can answer "yes" to the following questions you have positioned yourself well to get the best financing package available for your company:

- 1.) Have you provided detailed historical financials and projections of future performance, including descriptions of the factors that influence past and future results?
- 2.) Do you understand the details of your bank's loan decision-making process?
- 3.) Does your bank have a credit commit-

tee or a signature system?

4.) Have you met all of the individuals involved in your company's credit decisions?

5.) Have you equipped these individuals with the knowledge and understanding of your business that allows them to be effective advocates for your loan?

The answers to these questions can also help you decide which bank is best for you. Most importantly, these questions will help you determine how your bank will react if your financial performance deteriorates.

The banking business is very competitive, with numerous banks providing low cost financing alternatives (especially for very high quality borrowers). The highest quality borrowers set goals and expectations for future performance, which they routinely meet or exceed. Throughout this process, they continuously keep their bank informed and involved in their challenges and triumphs. They help their lenders help them.

Chris Ramos is Vice President and Senior Relationship Manager in the Middle Market Commercial Banking Division of Fifth Third Bank. He can be reached at Christopher.Ramos@53.com



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Goering Center for Family & Private Business
Family Business Executive Luncheon
presents
Kim Sharp - FocusMark
March 28, 2006 - 11:30 - 1:30
Kenwood Country Club, 6501 Kenwood Road, Cincinnati, Ohio 45243

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How Family Businesses Can Predict Customer Behavior Through Data Mining
A Marketing Science That Can Help Grow Your Business

One of the most important strategic aspects of any family business is to understand the behavior of your customers. What does the customer really want? FocusMark and B&B Research are leaders in mining for data that family businesses can use to help better serve their customers. You won't want to miss this opportunity to learn more about the unique aspects of "Data Mining." Please join us on March 28th and gain some real insight into how you can improve your business's performance.

Name:	Phone, fax or e mail registration to (P) 513-556-7185, (F) 513-556-7090, e mail Goering@uc.edu. Mail registration and check to: Goering Center, University of Cincinnati, PO Box 210228, Cincinnati, Ohio 45221-0228 Cost - \$25.00 Members - \$30.00 Non-Members Due to catering contract, payment for reservations not cancelled by March 24, 2006 is due in full. Unpaid no-shows with reservations will be invoiced.
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Goering Center

For Family & Private Business

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The Family Business Report
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BUSINESS ESTATE PLANNING

How to Preserve Your Life's Work

By Thomas R. Binzer, CPCU, ChFC, CLU, USI Midwest

You've spent a lifetime building your business. Now, you need to take a few moments to make sure your hard work will survive after your death or the death of one of your partners.

As the owner of a closely held business, much of your wealth is probably tied up in the business. While returning earned income back into the business helps finance growth, it can cause severe liquidity problems for your estate when you die. There are ways to overcome these liquidity problems. Business-oriented planning tools may help reduce estate taxes and make the best use of the cash available. The most common business estate-planning strategies are buy-sell agreements, Section 303 stock redemptions, and Section 6166 estate tax deferrals.



Business-owned life insurance can be used to fund each of these planning methods.

Buy-Sell Agreements - Buy-sell agreements can establish the value of your business for estate-tax purposes and improve your estate's liquidity by assuring a ready market for your business upon your death. These agreements also protect business partners from sharing ownership with a deceased stockholder's family.

There are two main forms of buy-sell agreements: cross-purchase and stock redemption. In an insurance funded cross-purchase arrangement, each business owner buys an insurance policy on the other, naming themselves as beneficiary. At the death of one of the owners, the surviving owner receives tax-free insurance proceeds to use in purchas-

ing the deceased owner's stock from his or her estate.

A buy-sell plan that is funded with life insurance has these benefits:

Your Family

- Prevents conflict with surviving owners
- Helps ensure that your family receives a fair price for your business
- May set the value of your business for estate-tax purposes
- Provides needed cash

Your Business

- Keeps new and/or unwanted owners out of the business
- Prevents disputes
- Helps ensure continuity and orderly transfer of ownership
- May provide tax-free cash to purchase stock

Section 303 Redemptions

Section 303 of the Internal Revenue

Code gives your estate a one-time opportunity to remove cash or other property from your business, at little or no tax cost, through a partial redemption of your stock. This can provide the liquidity your survivors need to pay funeral costs, estate and administrative expenses, and state and federal death taxes.

To be eligible for a Section 303 Redemption, the stock value must exceed 35 percent of your estate.

The maximum amount that can be paid under such a plan equals the total amount of the federal estate tax, state death taxes, funeral and administrative expenses. Corporate-owned life insurance can be used to fund the redemption. Under this arrangement, your business purchases an insurance policy on your life and at your death uses the tax-free proceeds to buy enough stock from your estate to cover death expenses and taxes.



2006 TRI-STATE FAMILY BUSINESS OF THE YEAR AWARDS

Nomination Form: FBOY 2006

Simply fax this completed form to the Goering Center office at (513) 556-7090.

About the Nominee...

Company Name _____

Address _____

City/State/Zip _____

Phone _____

Fax _____ E-mail _____

Principal Owner _____ # Employees _____

Principal Product of Service _____

About the Nominator...

Name _____

Company _____

Address _____

City/State/Zip _____

Phone _____

Fax _____ E-mail _____

What is your association with the family business you are nominating? _____

Deadline for submitting nominations is April 30, 2006.

An application will be forwarded to the nominated business upon receipt of this completed nomination form.

Presented by:



&



August 29, 2006 • 6-9 pm • Music Hall

To honor the enormous positive contributions made by family companies, both large and small, the University of Cincinnati and the Goering Center for Family & Private Business are pleased to announce the 7th annual Tri-State Family Business of the Year Awards. The competition will work as follows: Nominees will be judged on the basis of positive family-business linkage, business success, multiple family member and/or multiple generation involvement, contributions to community and industry, and innovative business practices, products or strategies.

Awards will be granted in four categories:

- Under 100 employees
- Innovation (Products, Markets, Organizational)
- Over 100 employees
- Community Service

The nominations and judging will take place in two steps. Nominations may be submitted by anyone and businesses are encouraged to nominate themselves. Nominations are due by April 30, 2006. Once a nomination is received, a detailed application will be sent to the nominated businesses, which must be returned by June 30, 2006. All applications will be reviewed by a panel of independent judges from various professional disciplines.

Rules for Nominations

1. Businesses must be headquartered in Ohio, Kentucky or Indiana.
2. A business may be nominated by anyone, including employees or business associates, or by self-nomination.
3. All family businesses are eligible.
4. All nominations must be received by no later than April 30, 2006.

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Step 1 of 8 Forming The Foundation of A Successful Transition

By Mark A. Signorelli, Managing Partner, Cincinnati Growth Partners LLC

Without a thoughtful foundation to begin your succession planning process, you could end up in this unfortunate, but common situation:

Son: Hey dad, when are you going to retire and let me run the place?

Father: In a few years when I think you are ready.

Son: How will I know when I am ready?

Father: I'll let you know.

(Several months go by)

Son: I think I'm ready now, so how about I buy you out?

Father: Maybe... if you had enough money.

Son: How much do you want?

Father: Well, I have my heart and soul in this thing so I figure it's worth at least \$25 million.

Son: Where did you get that number?

Father: I saw what ABC Co. sold for, and we're surely worth more.

(More months go by)

Son: Dad, the bank says they will loan me \$10 million to buy you out, how about that?

Father: Where are you getting the other \$15 million?

Son: I can pay you over time.

Father: That sounds like a lot of risk for your Mom and me to take. I'm not sure I am ready to take that kind of risk, since you're not quite ready to take over yet.

Son: So when will I be ready?

Father: I'll let you know....

Feel the tension? You can cut it with a knife!

I'd like to say this conversation is fictional but, unfortunately, it happens all



too often. Conversations like this usually end in a flurry of frustration that not only can impact the entire family, but also bleed negativity to the company's employees, who always sense any underlying angst at the top. Per my last article in this series that outlined The 8 Steps to a Seamless Transition of Value and Control of Your Family Business, the first step in the pro-

Following the 8 Steps to a Seamless Transition of Value and Control will serve you well if completed in order

cess is both the most crucial and the most commonly overlooked.

There are basically three elements to forming a strong foundation for a Seamless Succession Plan;

1. Set a specific timeline for completion – starting a journey without an end in

sight can tear apart a family and damage the underlying business significantly.

2. Identify the capabilities and professional development plans for the next generation – these plans must include specific milestones that help define what “being ready” really means to avoid the ambiguity that causes conflict.
3. Enter the process together as a team – Avoid hiring advisors for “each side” and getting started off on adversarial footing. Find an experienced firm in Succession Planning to lead the family through the 8 steps to a Seamless Transition of Value and Control. This will preserve both the “family” and the value of the Family Business.

Following The 8 Steps to a Seamless Transition of Value and Control will serve you well if completed in order, while taking a shortcut can land you in a dead end...or worse. Other articles in this series summarizing all 8 Steps can be found at www.cincygrowth.com.

**Cincinnati
Growth
Partners**

Be Sure to Watch Fifth Third Bank Hometown Business Weekly Sundays at 11am on WCPO.

Professionally Speaking, Continued from Page 1

6. Scarcity - both of financial resources and emotional resources (i.e. lack of recognition and appreciation).
5. History – lack of learning from our past mistakes.
4. “Other oriented” with respect to change – expecting others to change for our benefit and not changing ourselves.
3. Control - no one wants to give it up
2. Lack of forgiveness – when we can't forgive when we are wrong.

1. Lack of appreciation recognition and love – everyone needs it – (both the senior generation as well as the next generation) but often don't receive it.

When I read through this list, the common thread is a lack of communication that is at the core of these obstacles. My own experience working with family firms is consistent with this observation. If only we could just talk honestly with the ones we love.

Goering Center Calendar of Events

March 2006

- 19th Fifth Third Bank Hometown Business Weekly 11:00 am, WCPO Channel 9
- 21st Next Generation Institute Steering Committee Meeting 8:00 - 9:00 am
- 26th Fifth Third Bank Hometown Business Weekly 11:00 am, WCPO Channel 9
- 28th Executive Luncheon Kenwood Country Club - 11:30 am - 1:30 pm Kim Sharp, FocusMark

April 2006

- 2nd Fifth Third Bank Hometown Business Weekly 11:00 am, WCPO Channel 9

- 9th Fifth Third Bank Hometown Business Weekly 11:00 am, WCPO Channel 9
- 11th Next Generation Institute - Session 7 7:30 am - 1:00 pm
- 16th Fifth Third Bank Hometown Business Weekly 11:00 am, WCPO Channel 9
- 18th Next Generation Institute Steering Committee Meeting 8:00 - 9:00 am
- 30th Family Business of the Year Nominations due

Please call Mary Beth at the Goering Center 513.556.7185 if you would like additional information, or visit our web site at www.Goering.uc.edu.