



ACCERTA
GROUP

Transitions, Legacy and Renewal for Business

What Now?



Our Guiding Principles:

Accerta Group was formed with a deep commitment to providing objective advice. Our approach is shaped by our guiding principles:

- We help business owners define and achieve their goals, not someone else's.
- We provide objective advice and focused assistance.
- We understand and value the importance of family participation when working with business owners.
- We structure our relationships with business owners to avoid conflicts of interest.
- We provide individualized advice, because each business is unique. There are no one-size-fits-all solutions, especially not "sell the business."
- We will admit what we don't know and find someone trustworthy who does.
- We will provide advice that makes sense, is practical, and is worth following.
- We see the best outcome as one that creates lasting benefit, not short-term gain.

What do I do Now?

When a business owner is at a crossroads, the path forward can seem distant or hard to define. The skills that helped to build a business and the people who helped to build it may not always be enough to find the right path. Being at a crossroads is a lonely place for many business owners. Yet, it's a time of opportunity and risk – the value of a business to its owners and stakeholders is most influenced by these moments of decision. At this critical moment a business owner has many questions.

Questions of Transition

"What other rewarding options do I have besides just selling my business? Every outsider I ask for advice tells me to do something different -- the thing that they can sell me. Who can I trust to give me independent advice on what's best for me?"

Questions of Legacy

"I want to preserve my business for my heirs. How do I preserve what I've built? I've enjoyed building a business. How can I enjoy what I've built?"

Questions of Renewal

"Doing the same thing isn't enough. How do I move my business forward? I'm tired of talking to myself about issues. Who's going to row the boat with me?"

The Right Answer for You

We formed Accerta Group to help business owners ask the right questions and get the right answers. Our team members have worked with business owners for years. In many cases, they have been business owners themselves and faced these questions when their own livelihoods and the well-being of their families were at stake. They have had to address family-related business issues, evaluate transaction alternatives, select outside business advisors and implement operational and managerial changes. Our team brings its multidisciplinary skills and experience to provide business owners with the most important thing any business owner needs: objective advice, coupled with proven execution and delivery in a way that works for business owners. They share one goal: helping a business owner correctly answer the question, "What do I do now?"

Transitions



Successful Transitions

A business is at its most fragile at a time of transition. When a business owner considers separating ownership from day-to-day management of his business, the best outcome is one that is arrived at through a careful consideration of the needs of both the owners and the business. We understand the importance of facilitating transitions and assisting the business owner in creating the right management to continue and implement the business owner's intentions for the business. Our goal is to ensure that the transition process considers all alternatives and takes a holistic approach to managing change. Too often, the process of transferring management responsibility, whether to an outsider or a family member, can appear to be so burdensome and difficult that the business owner decides that the *only* alternative is to sell his business.

We believe that a business should be sold when it is the right strategic decision and not merely because other alternatives have not been properly vetted. Our mission is to identify and help the business owner find viable alternatives, so that whatever decision is reached, it is made with confidence, with assurance that the decision was reached through a careful process with experienced and dedicated help. We believe that when we work on transition matters, we are providing a unique service orientation because we do not, and are not financially motivated to assume that the only correct outcome of transition planning is to sell the business.

Our team has helped many owners with transition planning; many of our team members have gone through transitions with their own businesses. We know that close attention to the connection between ownership and emotion is essential for a successful result.

Some areas where members of our team have provided transition planning services include:

- Corporate governance, including stockholder agreements and buy/sell arrangements.
- Coaching to assist in personal development and adoption to change.
- Wealth preservation and management strategies.
- Creation and execution of plans to create liquidity.
- Interim management.
- Identification and retention of permanent management.
- Financial controls.
- Generational planning and skill development.

The Importance of Family

In almost every closely-held business, the dynamics of families and the health and growth of the business are intertwined. The overlap exists where members of a single family own all of a business. It exists where the owner's immediate family shares the personal and financial sacrifice of starting a business and it is there when the fruits of the owner's labor are there to be distributed. We believe that to work with a business you must understand the ties of family, and the responsibilities and strength that comes from family relationships, to capture the spirit and reason for the business itself. Our team members have operated or established businesses within the context of family ownership, and we value the importance of family relationships.

Meeting the special challenges of family participation is one of the reasons why we started our company. Our largest frustration in working with outside advisors in our own businesses was that our "advisors" either ignored the importance of our families to our businesses, or attempted to focus only on our families to the exclusion of the business. Our view is that an effective partner for closely-held businesses must do both.

Legacy



Maximizing Value

Business owners are often most in need of independent multidisciplinary advice when a business contemplates a transaction. An owner needs to know what's best for the business, not what is best for the advisors.

Our team members have grown and sold many businesses over the years, and they have extensive and accessible expertise in the challenges of corporate finance, equity fundraising, alliance building and business mergers and acquisitions.

Our team members have completed billions of dollars of transactions, both as advisors and principals. We are not investment bankers or business brokers – we do not seek retentions merely to facilitate a business sale. Business owners look to us to help them analyze and effect transactions that allow them to meet their objectives, not ours.

We know how to work with outside advisors, such as bankers and attorneys to execute successful transactions that will meet the business owner's objectives and preserve the legacy of years of hard work.

Resolving Conflict

Businesses sometimes reach a deadlock when the business owners cannot agree on what action to take. Sometimes, the best and only alternative is to hire lawyers and use the legal process to resolve these matters. Our team members believe that using lawyers to resolve conflicts between business owners is a last, and not first, resort. Over the years, we have used mediation and other tools to avoid and resolve disputes that could have crippled or permanently harmed a business.

One distinct aspect of our approach is that, unlike offerings that focus on the psychological aspects of conflict or offerings that focus on structured mediation techniques, we bring both disciplines together. As we are assisting in resolving disputes and effecting change, we are also making sure that the outcome is positive for the business itself, because in most disputes it is the most important asset. Failure to preserve the business's value undermines the benefit of even the most successful dispute resolution. We seek to ensure that conflicts do not cause strategic decisions to be made simply to achieve peace, when they should be based on an objective consideration of all aspects of the business' prospects.

Preserving Value and Legacy

We believe that our highly integrated approach is unique and that it differentiates us from solutions that are generally available and more narrowly focused. It is an approach that many of our team members have wished was available when they were operating their own businesses. They are now proud to be able to offer it to business owners. Our approach to conflict resolution and its avoidance is based on our team members' experience in many business situations and brings together practical business expertise with proven clinical approaches to matters such as:

- Identification of personal goals and strategies to affect them.
- Resolution of conflicts resulting from differing business objectives among business owners.
- Mentorship and executive coaching.
- Dispute mediation and resolution.
- Generational coaching.

Renewal



Strategic Advice

Sometimes a business owner needs to address an immediate business issue. Sometimes the owner needs to take a broader look at the business as a whole. In either instance, our multidisciplinary team draws on its wide range of experiences and skills to identify and meet the challenges that a business faces. We are adept at delivering our services in the manner and level of detail that is most useful to the business owner.

Our services are calibrated to be consistent with the business's requirements. Some areas where our team members have provided strategic advisory services include:

- Operations and finance.
- Competitive positioning.
- Marketing and business development.
- Management development, executive coaching.
- Organizational development.
- Business planning and progress tracking.

Board of Directors and Advisors

Sometimes a business can benefit from regular oversight and participation by independent executives who bring a particular expertise or a fresh eye to the business. In these situations, Accerta Group helps business owners create informal Boards of Advisors or add selected individuals to an existing Board of Directors. Members of our team have extensive board experience, providing their business experience and mentorship to business owners. In keeping with our rule that, if we don't know the answer, we'll find someone who does, we will go outside the Accerta Group team when necessary to find the right match. We are able to access a wide range of business professionals with specific industry and business expertise through our Accerta Owners Council.

Our mission in creating a board or adding to an existing board is to reinforce and achieve the business owner's objectives. The business owner will feel he has added useful resources to his team, rather than just another layer of complexity.

Technology

The use of technology in business can be a great challenge. At its best, technology can help a business grow and expand. At its worst, technology can be expensive, unproductive and a nuisance for business owners. Our team has extensive experience identifying the right solutions for businesses, experience gained in many instances by using technology in our own business activities. Additionally, many of our team members have worked as managers in technology companies that focus on small business. We understand how to take technology – Internet, telecommunications and software – and apply it to reach business objectives. We help business owners bridge that gap – to get technology that helps and not hurts the business.

Some of the areas where we can help a business owner evaluate and successfully deploy technology include:

- Creating a compelling Internet presence.
- Designing and implementing an Internet strategy to drive profits.
- Creating a technology infrastructure that brings business and customers closer.
- Creating ways to enhance internal communication and information exchange.
- Enabling mobile communications.
- Assessing the value and likelihood of success of technology purchasing programs.

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