

## In this Issue

Cash to grow.

Being critical.

60 Day limit for tax pooling being extended.

10 Tips to maximise networking success.

Limiting trustee liability through the use of a corporate trustee.

Business interruption insurance.

“Without prejudice” – what does it mean?

Where are your business cards?

Get your business documentation right from the start.

ACC offers a discount

Rebates will be delayed.

IRD mileage rates.

Can you rely on your management reporting.

*It is no use saying, 'We are doing our best'. You have got to succeed in doing what is necessary.*  
Winston Churchill

## Cash to grow

We are seeing signs of business starting to pick up. We are all ready for it to happen. For many business owners cash reserves have been used up to survive the recent years of trading – money is tight. As business picks up, cash is needed to buy product and employ extra staff to cope with the increased workload. Traditionally some businesses who have survived an economic downturn fail as they enter a growth phase through lack of working capital to run their operations. These times require good planning (both financial and business planning) and excellent communication with your bank and your suppliers as



you reenter the growth phase.

Financial forecasts which highlight the working capital requirements are important to helping you plan, achieve finance and sleep at night.

If you are entering a growth phase, talk to your accountant about how to fund this growth. You may need to look at alternative working capital funding in conjunction with traditional bank finance to ensure you thrive through your next growth phase.

Source: *Sudburys*

## Being critical

Reputation rules, influencing every decision we make, day in and day out. Virtually every item in our daily newspapers, nightly TV news programmes, and magazines, revolves around reputation. A well-known rugby player is charged with assault. A company director is convicted of fraud. A company goes into receivership due to mismanagement and reckless trading. Stories like these are what make up the bulk of our news bulletins. Every one of them makes us reassess our opinion of the person or entity involved and calls their reputation into question.

We tend to judge people and things simplistically, deciding whether someone or something is good or bad, acceptable or unacceptable, based on our rules for determining good or bad. Even in fiction, superheroes and villains have reputations and are characterised by the way they behave. The hero almost always demonstrates qualities we admire, whilst the villain has 'bad-guy' qualities we find unacceptable or distasteful.

A reputation can take years to build but only seconds to damage or destroy. With as much effort as it takes to switch on a computer, anyone, anywhere in the world, can find out how someone 'rates' in the reputation stakes. Literally millions of pages on

the internet are full of people's opinions – mostly of other people. It has become far harder to control how the messages we put out are received by others as the number of available alternatives has exploded.

Source: *Hannah Samuel - 'The Reputation Champion'*

## 60 day limit for tax pooling being extended

Clients who are unable to pay their tax can buy it from a tax pooling company. This opportunity is available for up to 60 days after the due date for payment of the tax. There is a Bill before Parliament. This time limit is to be extended to 75 days. Thus a taxpayer with a 31 March balance date will have until about 21 June to pay the tax due on 7 April and still be able to avoid penalties.



## 10 tips to maximise networking success

Most members join the Chamber to network with other business owners – as a way to increase their sales, generate useful contacts, find mentors, and generally get engaged with the business community. It's time to supercharge your sales lifecycle, and get in front of the people that can help your business. The following are 10 tips to help maximise your networking success:

### 1. Get Busy.

Stop putting off networking opportunities. You know you need to get out and about – if you want to be one of the businesses thriving in the current environment you need to tell your story to as many people as you can. Ask yourself, who have you talked to today that can help your business?

### 2. Find a wingman.

Getting out with a networking buddy will not only motivate you to attend events, but by swapping notes afterwards you can increase your coverage and chances of finding useful contacts. Think about working the room as a tag-team by introducing your buddy to others to help break the ice.

### 3. Bring It!

Get your attitude right. No one wants to listen to you whine, complain, or whinge. Be positive, get enthusiastic, and keep your energy levels high. Project a persona that people want to be around.

### 4. Don't be shy.

Don't be afraid to introduce yourself to people. Find a gap in the conversation and make your approach – remember to be tactful by not rudely interrupting a conversation.

### 5. Execute a great handshake.

There is nothing worse than a limp handshake – but make sure you don't crush their hand either. Getting the right balance will let people know that you are confident, but also respect them. Make sure your hands are clean – sticky or wet hands send totally the wrong message.

### 6. Make an impression.

Every great business has a story – this is the opportunity to tell yours. Be memorable, be succinct, be charming. Don't forget to hand over a business card. Don't give them the hard sell. You are not there to make a sale on the night – you are there to find future opportunities.

### 7. Listen.

It's not all about you, so be prepared to small talk about anything from politics to sporting engagements. Find common interests. Remember to ask questions about their business, and listen to what they say. If necessary make notes on the backs of their business card so you don't forget.

### 8. Escape.

Don't be afraid to instigate an escape after the conversation has run its course. Just let the person know that you need to keep moving, but it was great to meet them

### 9. Follow-up.

Networking without follow-up is like doing business without golf. Give them a call. Send them an email. Take them out for a cup of coffee. Ask them if you can add them to your mailing list. Do something with the contacts you get when networking – otherwise you are wasting your time.

### 10. Ask the question.

Remember that it's not just about who's in the room – it's about who they know. Engaging this broader network is what distinguishes great networkers from mediocre ones. As part of your follow-up ask the question, who do you know that can help my business? And be prepared to answer that question – be generous with your contacts.

Source : Auckland Chamber of Commerce

## Limiting trustee liability through the use of a corporate trustee

A common response to the issue of trustee liability is for a person to act as the director of a trustee company, rather than as a trustee in a personal capacity. The trustee company in question will likely have no assets of its own to settle any claim against the trustee.

However, it is important to appreciate that a director, regardless of whether a company is a trustee company, must:

- Act in the best interests of the company;
- Exercise any power for a proper purpose;
- Not act, or agree to the company acting, in contravention of the Companies Act or the constitution;
- Not trade recklessly such that there is substantial risk to the company's creditors;
- Not incur an obligation unless the director believes on reasonable grounds at the time that the company will be able to perform the obligation when required;
- Exercise the care, diligence, and skill that a reasonable director would exercise in the same circumstances taking into account the nature of the company.

The extent of such duties on a director means that the careless use of a trustee company can leave the director of the trustee company liable to action for failure to act in accordance with the Companies Act.

When a corporate trustee is appointed, while the company acts as a trustee and as such has all the powers and discretions of a natural person trustee, the director of the corporate trustee is responsible to the company, not the trust, when it comes to matters such as reckless trading and failure to act in the company's best interests.

If you have any concerns about acting as a director of a trustee company you should seek legal advice.

Source : Ayres Legal

## Business interruption insurance

The Christchurch earthquakes have been a wake-up call to all business owners to ensure they have some form of business interruption insurance. Whilst many of us viewed this as something of a 'grudge purchase', recent events have shown that one can never be too prepared.

Talk to your broker or insurance company to ensure your business is covered in the event of a catastrophe.

Source : NZ Law

## “Without prejudice” – what does it mean?

The Court of Appeal has stated that the use of ‘without prejudice’ in communications is intended to encourage and facilitate negotiation and settlement of disputes. Its use can enable parties to make concessions and/or admissions to try to reach a settlement in the knowledge that, if the dispute cannot be settled, then those concessions/admissions will not be brought up in Court and used against the parties.

But this does not mean that any communication that is said to be ‘without prejudice’ will be privileged. Statements that have no bearing on settlement negotiations will not be protected. In order to obtain privilege/protection against later disclosure in Court the use of ‘without prejudice’ in communications must be as part of a genuine attempt to try to settle a dispute.

Source : Arron Heath

## Where are your business cards?

Many people leave their business cards in the office drawer. It's the least productive place for them. Have them with you wherever you go. If you wear a jacket, you probably have a small pocket located just over your heart. This pocket was, I assume, created specially for business cards! Make sure it is always well stocked. Oh, and what about the person you meet who doesn't have a card to give you? Keep some blanks in your pocket so you can get them to write down their contact details for you.

Distribute your business cards liberally. Don't overlook the potential to get customers through your suppliers. I have even seen a business card included with a Christmas card. It's debatable whether this is a good idea because it might mix the messages you want people to receive.

Joe Gerard, an American, is reputed to be the best car salesman in the world. When he goes to a football match and gets excited he flings a fistful of his business cards in the air. You can be sure it pays him to do this.



## Get your business documentation right from the start

Whether your business is new or existing, every business needs good foundation documents.

### Shareholder Agreements

Shareholder agreements are particularly important to record arrangements between shareholders on matters such as :

- Scope of business. It is important that all shareholders have a clear understanding between them of the focus of the business and future plans;
- The level of agreement between shareholders and directors required for decision making. Agreement on the types of resolutions required (e.g. majority or special majority) for the different types of decisions;
- Entry and exit arrangements for shareholders. These are important areas that need to be understood, particularly where it is proposed a new shareholder be introduced or if a shareholder wishes to exit the business. Arrangements need to be discussed concerning issues such as whether there is any obligation to buy an exiting shareholder's interest or whether an exiting shareholder has the right to require others to buy their shareholding;
- The minimum period for which a shareholder must commit to the company;

- The arrangements for the contribution of funds and how are the loans to be repaid;
- A dispute resolution procedure. If the shareholders disagree it is best to have an agreed dispute procedure recorded in the shareholders' agreement.

### Shareholder Incapacity or Death

If possible, shareholders should agree on how long the company should continue to fund sick shareholders and the arrangements concerning shareholders who become incapacitated or dies. Insurance arrangements will also need to be considered for incapacity and death.

### Shareholder Security for Loans to the Business

Where shareholders are providing loans to the company or other financial accommodation in the form of guarantees for bank security or premises, shareholders should take security over the company.

### Intellectual Property and Terms of Trade/Supply

Intellectual property needs to be protected. This may involve a patent application, trade marks and registered designs. These need to be addressed and registered as soon as possible.

### Trading Terms

These are crucial for any business, whether they be terms of trade, terms of supply or licence agreements relating to the use or operation by third parties of company intellectual property. Website terms of trade must be up to date.

These are only a brief summary of some key documents every business should consider.

Source : Greg Woodd (Simpson Western)

## ACC offers a discount

ACC will be giving small businesses with a blameless track record a 10% discount starting from the year ending 31 March 2012. It says 93% of all small businesses are expected to qualify. Bigger businesses are being offered a 35% discount for good performance. We ask, does this amount to discrimination?



## Rebates will be delayed

IRD will not release refunds of childcare, donations etc rebates until they have clients' IR 3 tax returns to check there is sufficient income to cover the rebates. Best thing to do is to file the IR526 and the IR 3 at the same time.

## IRD mileage rates

Starting from the 2011 tax year, IRD mileage rates are 74c per km. The rate applies to all petrol and diesel fuelled vehicles regardless of their cc capacity. This does not include motor cycles.



## Can you rely on your management reporting

Businesses now commonly use financial software to produce regular reports as the basis for measuring profitability throughout the financial year. No longer is an annual set of financial statements prepared by your accountant sufficient to run your business.

Business administrators spend considerable time entering data into this financial software. However the information being produced is frequently inaccurate due to poor set up of the software and inadequate training. We regularly encounter:

- Administrators process the information but do not provide any reports to the owners.
- Initial set up is inadequate resulting in incorrect GST payments and profit reporting.
- Administrators are not trained

to check the information before producing the reports.

- Inadequate liaison with the company's external accountant to ensure that costs such as loan interest and depreciation are accounted for each month.
- Business owners receiving little or no coaching on what the reports are telling them about their business.
- Administrators do not check the invoices processed to the suppliers statement therefore overpaying suppliers and incorrectly reporting the business profit.

Accountants spend up to 7 years training to prepare an accurate set of financial statements. The information you use to monitor your business is vital. Talk to your accountant about what your reports mean, what information you should be looking at and whether the information you are producing can be relied upon.

Source: Sudburys

*"Even when opportunity knocks, a man still has to get up off his seat and open the door."*

Anonymous

## Members of NZ CA Limited

Accountants Hawkes Bay Limited	- Napier	(06) 843-4868
Barnes Mossman Limited	- Hastings	(06) 876-7159
	- Waipawa	(06) 857-8901
Bavage Chapman Knight Ltd	- Warkworth	(09) 425-9836
Brophy Knight Limited	- Ashburton	(03) 308 5104
Campbell Tyson Cooper White	- Pukekohe	(09) 238-9219
Capper Macdonald King Limited	- Stratford	(06) 765-6178
Candy Gillespie	- Matamata	(050) 888-7089
Cooper Aitken & Partners Limited	- Morrinsville	(07) 889-7153
Duns Limited	- Christchurch	(03) 365-0768
Focus Chartered Accountants	- Whakatane	(07) 307-1141
Fraser Accounting	- Tauranga	(07) 578-7133
Gambitsis Crombie Ltd	- Lower Hutt	(04) 939-1975
G S McLauchlan & Co	- Dunedin	(03) 477-8192
	- Queenstown	(03) 477-8192
Gyde Wansbone		
Chartered Accountants Ltd	- Te Awamutu	(07) 872-0585
Harris Taylor Ltd	- Hawera	(06) 278-5058
Iles Casey	- Rotorua	(07) 348-7066
Marshall Heaphy Ltd	- Greymouth	(03) 768-7186
Martin Wakefield Ltd	- Christchurch	(03) 343 4012
	- Timaru	(03) 687-7122
McIntyre Dick & Partners Limited	- Invercargill	(03) 211-0801
McDonald Vague	- Auckland	(09) 303 0506
Midgley Partners	- Christchurch	(03) 365-6900
Naylor Lawrence	- Palmerston North	(06) 357-0640
nsaTax Limited	- Auckland	(09) 309-6505
RHB Chartered Accountants Limited	- Tauranga	(07) 571-6280
	- Te Puke	(07) 571-6280
	- Auckland	(07) 571-6280
RSM Prince	- Auckland	(09) 379-5324
	- East Tamaki	(09) 271-4527
	- North Harbour	(09) 414-6262
Strettons	- Taupo	(07) 376-1700
Sudburys Limited	- Whangarei	(09) 430-4888
Tararua Chartered Accountants Ltd	- Pahiatua	(06) 376-7476
Vazey Child	- Hamilton	(07) 838-2169
Whitelaw Weber Limited	- Kaikohe	(09) 401-0991
	- Kerikeri	(09) 407-7117
	- Mangonui	(09) 406-2173
Winstanley Kerridge	- Blenheim	(03) 578-0180

### Changes in Particulars

Please remember to let us know of any changes in:

\* Physical address \* E-mail address \* Phone and/or fax numbers \* Shareholdings \* Directorships \* Trustees  
Or anything else that may be relevant.

### Disclaimer

All the information published in Trial Balance is true and accurate to the best of the author's knowledge and should not be a substitute for professional advice. No liability is assumed by the authors or publisher for any losses suffered by any person relying directly or indirectly on this newsletter. Views expressed are the author's own. Articles appearing in Trial Balance may not be reproduced without prior approval from the editor and credit being given to the source.