

2004 Guide to Starting a Small Business

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INTRODUCTION

Starting a business can be a complex and difficult process. It takes persistence and diligence, and investments of time and capital. Knowledge about state regulations, support programs for businesses and other opportunities can certainly aid and accelerate the process of getting a business started.

A key activity of the Michigan Economic Development Corporation (MEDC), and of state government in general, is to help businesses open and grow. This guide is designed to ease a person's entry into the business world, outlining as clearly as possible many of the issues and questions facing prospective entrepreneurs.

Information included in this guide is both general and Michigan-specific; from outlining the different forms of business organization and establishment of a basic business plan to complying with federal, state and local tax obligations and obtaining necessary licenses and permits. Though this guide is not a substitute for legal counsel, it is an information source and quick reference designed to facilitate and expedite the process of starting a business in Michigan.

Even though this information was current at the time of publication, it is subject to change due to revisions in law and administrative policies. However, there are a variety of sources available for starting a business in Michigan: the Michigan Small Business & Technology Development Centers (MI-SBTDCs) and the Service Corps of Retired Executives (SCORE) program are good starting points.

Further, a wealth of information, assistance and counseling is available from local economic development organizations, trade associations, local chambers of commerce, schools, community colleges, universities and public libraries. To overlook such an abundance of resources could be both foolish and, ultimately, costly.

A BUSINESS PLAN

INTRODUCTION

Why should anyone go through the trouble of creating a written business plan? There are several reasons:

- The process of putting a business plan together, including the thought put in before beginning to write it, forces one to take an objective, critical, unemotional look at the business project in its entirety.
- A business plan is an operating tool, which, if properly used, will help manage the business and work effectively toward its success.
- Lenders require one. A completed business plan communicates ideas to others and provides the basis for a financial proposal.

The importance of planning cannot be over-emphasized. Taking an objective look at the business plan will identify areas of weakness and strength, pinpoint needs that might otherwise be overlooked, spot opportunities early. One can then begin planning on how best to achieve a business goal.

Your business plan is a working document, use it. Don't put it in the bottom drawer of a desk and forget it. Going into business is rough—over half of all new businesses fail within the first ten years. A major reason for failure is the lack of planning. The best way to enhance chances of success is to plan and follow through on that plan. Your business plan provides benchmarks and milestones for you to use as measures of your success.

A business plan will help avoid going into a business venture that is doomed to failure. If the proposed venture is marginal, the business plan will show why and may help avoid paying the high tuition of learning about business failure. It is far cheaper not to begin an ill-fated business than to learn by experience what a business plan would have taught at the cost of several concentrated work hours.

The business plan also provides the information needed by others to evaluate a venture, especially if seeking outside financing. A thorough business plan will quickly become a complete financing proposal that will meet the requirements of most lenders.

FRAMEWORK

Business planning does not offer solutions to business problems. Rather, business planning is the framework in which to structure concepts and information about a project. A well-written business plan will determine the feasibility of a project and lay out the action necessary to complete it.

Several adjectives can be used to describe the business planning process: logical, rational and regimented. A business plan organizes, directs, coordinates, controls and facilitates the development of a project from its inception to its completion. No matter how the process of the plan is described, basic business planning is a systematic methodology for reducing risk and enhancing success for any type of business operation.

There is no exact formula for putting a business plan together. There are, however, a number of "specific topics" that should be covered:

- **Executive Summary:** This is an overview of the business plan. Even though it will be at the beginning of the plan, write it after the rest of the plan is completed. It brings together the significant points and should convey excitement.
- **General Description:** Explain the type of company. If this is an existing business, give its history. If it is a new start-up business, note some of the qualifications to start this business. Why is this business needed and what is its chance for success?
- **Products and Services:** Describe the product and/or service. What are its unique features? Why will customers come to this business?
- **Marketing:** Identify your target market. There should be specific target markets that will need your products or services and be willing to pay for them. These have similar characteristics that can be identified and used in your marketing efforts. Outline your marketing strategy – a competitive edge – to draw customers to you rather than your competition. List your primary competitors and provide an honest appraisal of their strengths and weaknesses and how you will compete successfully against them.
- **Management:** Identify the people who will be active in this business. Describe their skills and experiences.

- **Legal:** Describe the type of legal organization; sole proprietorship, partnership, "S" corporation, limited liability company, corporation. Are patents or trademarks involved?
- **Finances:** State the business' financial requirements and where these funds will come from. Project revenues, costs, and profits. Your efforts in developing the financial statements will help you understand the cash flow of your business, your break-even point and the sensitivity of your business to fluctuations in business levels.
- **Operations:** Explain any systems or processes that will be used. What facilities will be used? What supplies will be needed and where can they be obtained? Who will provide the labor and how will it be accessed? What are the hours of operation of the business?

Remember that the summary, which starts your plan, is the single most important part. Many people will not read past the summary. It must enthusiastically present enough information so readers will continue. How long will the plan be? Probably not much more than ten pages. The complexity of a business plan will vary with the type of business, and the size will reflect that complexity.

Everyone needs help in putting a business plan together. There are several well-written brochures and books available at libraries and bookstores for assistance. Most large accounting firms have manuals available. If more assistance is required, contact your local MI-SBTDC (see Appendix C) or visit their web site at <http://www.misbtcd.org>. Various legal and financial consultants are listed in the Yellow Pages.

A business plan is a prediction of the future based on current abstractions, assumptions and estimates. This is unavoidable – if you could see into the future, there would be no need for a business plan. When a business plan is implemented, the plan comes in contact with reality. This could be a nasty shock for many business entrepreneurs causing a good deal of doubt about their business plan. However, reality is the feedback necessary to reinforce or adjust the business plan to achieve project completion. If a plan is not working, change items in the plan. The plan itself will show what impacts a change will have on other areas of a business. A business plan is never cast in stone – it is a working document. Use it as a management tool.

GOALS/OBJECTIVES

A business plan forces a business entrepreneur to establish written goals and objectives:

- Achievable
- Quantifiable
- Prioritized
- Coordinated
- Realistic
- Both short- and long-term
- Action oriented
- Scheduled, i.e., time related

Once goals and objectives are set they must be translated into strategies and paths of action.

INFORMATION

For a new business or operation, a business plan is the first piece of information that is brought together in one document. The information contained in a business plan will be the basis for both the entrepreneur's decisions and those of lenders, creditors, etc., who will review the business. After implementing a business plan, measure the performance against the facts and figures in the plan. This will help evaluate where the weaknesses and strengths lie.

COMMUNICATIONS

One of the most important aspects of a business is communication. A business plan is one of the easiest and most reliable communication tools you can possess. The plan will relay to the reader information about the business.

A business plan can be used to communicate information to a variety of people. Lenders and creditors will obviously want to read it. A decision on whether to extend credit will be based on the information in the business plan.

Internally, the business plan can be used to communicate the goals of the business and how the firm operates. This will help define the roles in the business and may improve the efficiency of an operation. It could certainly improve the coordination among various sections of a business.

MANAGERIAL SKILLS

Most business plans are written to acquire capital from lenders. However, a business plan is a very useful management tool, and will help develop managerial skills.

Developing a business plan provides a set of decisions and assumptions about the business and the economy. Comparing actual events to your decisions and assumptions provides the basis for a day-to-day decision-making process. The plan will help evaluate the effects of alternatives before a decision is implemented. It will assist in balancing important issues, and also give the owner a sense of perspective relating one area of activity to another. The business plan will also assist in fitting the skills of the employees to specific jobs.

PROBLEMS/OPPORTUNITIES

The business plan gives a structure within which unforeseen problems can be solved.

Many problems can be avoided, as the business plan will bring them to your attention before they become critical. If necessary, safeguards can be written in the business plan to avoid unforeseen problems. The importance of avoiding problems cannot be over-emphasized. If a problem becomes serious enough and impacts on the business balance sheet and income statements (i.e., the track record of the company), this can have a disastrous impact on the business' ability to raise funds and receive future credit.

RESOURCES

All businesses have limited resources, which can apply to competing business operations. The business planning process will help differentiate among competing operations and allocate resources to optimize profits.

When writing a business plan, concentrate on the amount of resources (i.e., capital, expertise, etc.) that will be required to bring a project to bear fruit and not what can be collected. It is far better to postpone a project than have it fail due to lack of resources.

ORIENTATION

A business plan should be oriented to creating a business, which will satisfy the wants and needs of future customers, rather than producing a product or providing a service. A market orientation will help avoid the pitfalls of opening a business to satisfy the desire of owning a business. The best possible situation is where skills and abilities mesh with the wants and needs of the customer to form an efficient high demand business.

SUGGESTED OUTLINE OF A BUSINESS PLAN

1. Cover Sheet

Name of business, address, telephone number and the name(s) of principal(s). Include any pertinent contact information (cell phone, fax, etc.).

2. Executive Summary – Statement of Purpose

A summary of the business covering at least the following items: the name of the business, its legal structure, the amount and purpose of a loan request, a repayment statement, the business concept; product information; current stage of business (start-up, developing or existing); and anticipated financial results and other benefits.

3. Table of Contents

4. The Business

- a. Description of business: What product or service will you provide?
- b. Historical development: List the name, date of information, legal structure, subsidiaries and degrees of ownership of your business.
- c. Product/service lines: What is the relative importance of each product/service? Include sales projections based on research conducted to identify the market.
- d. Market segment: Who will buy your product? How many of them are there and why will they want what you are offering?
- e. Competition: Describe competing companies and how your business compares. Remember to include all substitute product/service providers.
- f. Location: Where will you locate and why?
- g. What will be your hours of operation?
- h. Marketing: What marketing methods will you use?

5. Management

- a. Business format: Is your business a sole proprietorship, partnership, limited liability company or corporation? Explain why you chose this form of business compared to others.
- b. Organizational chart: What is the personnel structure? Who are the key individuals and planned staff additions? How many and of which type will you need at the different stages of the business cycle?
- c. Personnel: What are the responsibilities and past experiences of partners and employees? How will they contribute to the success of the company?

6. Finance

- a. Description of the project.
- b. Total estimated project cost. Do NOT expect the lender to tell you how much money you can borrow. Explain how much money you need and WHY.
- c. Breakdown of the proposed uses of project funds. Consider presenting the total project in stages or phases of development to better identify cash requirements.
- d. Lending institution participation, including terms and conditions.
- e. Equity participation of the owners and investors.
- f. Projections and assumptions for:
 - (1) two years of both Profit and Loss Statements and Balance Sheets
 - (2) one year of company Cash Flow, month-by-month
- g. Personal financial statement of owner.

7. Production

- a. Description: How will production or delivery of services be accomplished?
- b. Capacities: What physical facilities, suppliers, patents, labor and technologies exist or will be used?
- c. Capital equipment: What type and amount of machinery and durable equipment is needed to operate the business?
- d. Supplies: Where and how will you obtain your components and day-to-day supplies and services?

8. Supporting Documents

Include personal resumes; personal financial statements; cost of living budget; letters of reference; letters of intent; job descriptions; copies of leases, contracts and other legal documents that help convey an accurate picture of the business. Also include descriptive drawings to identify proposed site plan of facility and floor plan of operations.

Contact the nearest MI-SBTDC (See Appendix C) if you have additional questions about writing a business plan.

BUSINESS START-UP CHECKLIST

Have you determined the type of business structure your organization will assume?

To learn more about the advantages and disadvantages of various legal structures, refer to section "Ways To Legally Structure A Business and Registering A Business Name." An attorney, accountant or business counselor at the nearest MI-SBTDC (See Appendix C) may be able to help determine which business structure is best for the business.

Have you followed the appropriate procedures to register your business name?

There is no central agency where all businesses must register. Depending on the legal structure chosen, the business entity may be required to file with the local county clerk's office (See Appendix A) or the State of Michigan. In addition to checking with both agencies to determine if the name is available, it is also advisable to check state and federal trademark registrations and registered Internet domain names. To check on name availability for sole proprietorships and partnerships, contact the county clerk's office. To check name availability for corporations, limited liability companies or limited partnerships, contact the Bureau of Commercial Services, Corporation Division, Online Services, Department of Labor & Economic Growth at (517) 241-6470 or visit their web site at <http://www.michigan.gov/cis>.

An individual doing business as a sole proprietorship using a name other than his or her own name must file with the county clerk the name under which the person will do business, commonly referred to as a DBA (doing business as). A general partnership must file a certificate of co-partnership with the county clerk. Contact the local county clerk's office to check the availability of sole proprietorship and partnership names and to obtain required forms.

To create a corporation, limited partnership or limited liability company, contact the Bureau of Commercial Services, Corporation Division, of the Department of Labor & Economic Growth. To check name availability, you may call customer service at (517) 241-6470 or fax your request to (517) 334-8329. For information about filing requirements, please call (517) 241-6400. Forms may also be obtained via the Corporation Division website under Forms and Publications at <http://www.michigan.gov/cis>.

To obtain forms by fax call (517) 334-6905. To request that forms be mailed to you, call (517) 241-6470, fax your request to (517) 334-8329, or mail your request to Post Office Box 30054, Lansing, Michigan 48909-7554.

For information about how a corporation receives Subchapter S status, contact the Internal Revenue Service (IRS) at (800) 829-3676 or at their web site <http://www.irs.gov/> for specific forms and information.

Have you determined if the business or profession is subject to any special licensing or permit requirements?

Some occupations, professions and business activities require certification or licensing. You may access the licensing, certification and permit information on-line at <http://www.michigan.gov/license>. Check with the county/city/township clerk to determine if any local licenses or registrations are required and obtain the necessary forms.

Have you registered for a federal Employer Identification Number (EIN)?

Generally, an EIN number is required by the IRS if:

1. The business will have employees; and/or
2. The business operates as a corporation or partnership.

If operating the business as a sole proprietorship and you answered no to the above questions, there is no need for an EIN number at this time. Taxes are reported by using your Social Security number. You may apply for an EIN either by faxing your SS-4 (Application for Employer Identification Number – EIN) to (859) 669-5760 or by calling (800) 829-4933. For more information, visit the IRS web site at <http://www.irs.gov/>.

Have you registered with the IRS for payment of federal taxes?

All businesses are required to pay taxes to the federal government. The legal structure, whether there are employees or one is self-employed, and the type of business determines which taxes apply and time-line of payment. Most businesses are required to make regular payments of estimated tax throughout the year. For more information, visit the IRS web site at <http://www.irs.gov/>. If you have questions about determining your federal tax liability or your payment schedule, contact the IRS at (800) 829-1040.

Have you registered with the Michigan Department of Treasury for payment of state taxes?

Depending on the type of business conducted; whether or not there are employees; the amount of gross receipts; selling or leasing a product, etc., the business may be required to pay Michigan taxes. To determine your liability and to register for Michigan taxes, a Registration for Michigan Taxes Form 518 is required to be completed and returned to the Michigan Department of Treasury. You may obtain Form 518 and instructions for filing online at <http://www.michigan.gov/treasury>. Be aware that individuals with income from sources other than wages may be required to make estimated tax payments on a quarterly basis to the Michigan Department of Treasury as well as federal tax authorities. Contact the Michigan Department of Treasury at (800) 367-6263 or (517) 636-4660 or access the forms and information online at <http://www.michigan.gov/treasury>.

Will the business hire employees?

If employees are hired, there are responsibilities with both the state and federal government. NOTE: If the business is a corporation, anyone who performs services for the corporation or receives remuneration—including an “owner”—is considered an employee. There are many tax, insurance and regulatory requirements of which one must be aware. Refer to the “Hiring Employees” section to learn more about an employer’s obligations.

Have all environmental regulations been checked to ensure that the business will meet all air, water, and solid waste standards?

To ensure that the business meets all of the environmental regulations that apply to a specific type of business, contact the Michigan Department of Environmental Quality at (800) 662-9278 or access the environmental permit online at <http://www.michigan.gov/deq>.

Are you purchasing an existing business? Be aware of hidden liabilities.

As the purchaser of even a portion of a business, you may be held responsible for the previous owner’s liabilities, regardless of any contractual language to the contrary. As the purchaser of the business, you should make sure that the seller of the business provides proof that there are no hidden liabilities. The seller of the business should contact the Michigan Department of Treasury at (517) 636-5260 to obtain Form 514 to request a Conditional Tax Clearance Request letter, or you may access the information online at <http://www.michigan.gov/treasury>. As the purchaser of a business, it is wise to obtain a copy of this Conditional Tax Clearance Request letter from the seller prior to the closing date or signing any purchase agreements. Also, contact the Unemployment Insurance Agency (UIA) at (800) 638-3994 or online at <http://www.michigan.gov/uia> to obtain information on successor liability.

Has careful consideration been given to the business location and is the operation consistent with current zoning and building codes?

Make sure the location that has been chosen is zoned appropriately for your type of business and that all state and local building codes and barrier free design rules are met. A Certificate of Occupancy is also required from the local government. Contact the local government authorities, including the building department, for pertinent information. Some inspections and alterations may be required to meet state and/or city codes. When operating a business out of your home, check with the county/city/township clerk’s office about a zoning variance.

Have arrangements been made for utility service?

Check with the utility companies to ensure prompt delivery of service and to obtain the cost of service extensions, the amount of any required deposits, and written price and supply agreements.

Is the business adequately insured?

Contact an insurance agent to determine the types of insurance the business should purchase. Shop around. Insurance rates and types of coverage vary greatly among insurance carriers. **Contact the nearest MI-SBTDC (Appendix C) for additional information or questions about starting a business.**

WAYS TO LEGALLY STRUCTURE A BUSINESS AND REGISTERING A BUSINESS NAME

In choosing the legal structure for your business, a number of considerations may affect your decision. The following definitions show the advantages and limitations of the most common legal structures.

The size of the business is perhaps the biggest factor in selecting the legal structure. If you personally are the business, then sole proprietorship is most likely the legal structure of choice. If your business consists of two or more persons and you want the business to be relatively simple and unregulated, then a partnership may be your choice.

Incorporation should be undertaken if the business has: assets sufficient to warrant the costs of incorporation; stockholders needing the provision of limited liability; and the ability to profitably withstand the added governmental regulation and related reporting requirements.

Such decisions should not be made without obtaining all needed information. You, your partners, or potential stockholders may or may not be able to provide this. If necessary, the professional advice of an attorney and an accountant should be obtained.

NOTE: Choose the structure that meets the needs of the business now or in the immediate future. Do not undertake a more complex legal structure than is currently necessary. You can always choose another structure as the business expands or changes.

CHOOSING A BUSINESS NAME

Filing your business name with a local county clerk's office or the Bureau of Commercial Services, Corporation Division, creates no substantive rights to a name. You may wish to exercise care in selecting a name, however, to avoid infringing on names filed by other businesses or being used by another entity as a trademark, service mark or trade name. To protect any rights a business claims to its name, the business entity must police its name and respond to anyone who infringes on its rights. To learn more about selecting a business name, refer to the "Choosing a Business Name" publication of the Department of Labor & Economic Growth online at <http://www.michigan.gov/cis> or call (517) 241-6470.

SOLE PROPRIETORSHIP

A sole proprietor is an individual who owns and operates the business. There is no legal separation between the individual and the business. A person benefits from 100 percent of the profits and is personally responsible for 100 percent of all the debts and liabilities of the business. A sole proprietor who wishes to conduct business under a name other than the real name of the person must file a

Certificate of Assumed Name in each county where the business is located. **For more information about an assumed name or "DBA" (doing business as) contact the local county clerk's office (see Appendix A).**

Advantages

- Easy to establish
- All profits retained by owner
- Owner controls decision making
- Low start-up costs
- Tax advantages
- Easy to terminate business

Disadvantages

- Unlimited liability
- Difficult to raise capital
- Inexperience of single owner
- Limited continuity in case of illness/ death of owner

GENERAL PARTNERSHIP

A partnership exists when two or more persons join together in the operation and management of business for profit. Partnerships, like sole proprietorships, are subject to relatively little regulation and are fairly easy to establish. A formal partnership agreement is recommended in order to address potential conflicts before they arise. Under a general partnership, each partner is liable for all debts of the business. All profits are taxed as income to the partners based on their percentage of ownership. A general partnership, like a sole proprietorship, must file an assumed name certificate with the county clerk's office in the counties in which the business is located. For more information, contact your local county clerk (see Appendix A).

Advantages

- Easy to establish
- Larger pool of expertise
- More sources of capital
- Partners control decision-making
- Tax advantages

Disadvantages

- Unlimited liability for at least one partner
- Partnership terminates with incapacity or withdrawal of a partner
- Difficult to raise capital
- Divided authority
- Difficulty finding suitable partners

LIMITED PARTNERSHIP

Like a general partnership, a limited partnership has two or more participants. In a limited partnership, there are two types of partners. A general partner has the same rights, powers, and restrictions as a partner in a general partnership. A limited partner is typically not liable for the obligations of the partnership. General partners may receive cash or other assets as provided in the partnership agreement and also incur unlimited liability. Limited partners can only receive a share of profits based on the

allocation in the partnership agreement, and they do not have a voice in the management of the business. Limited Partnerships are registered with the Bureau of Commercial Services, Corporation Division of the Department of Labor & Economic Growth. To form a limited partnership, contact the Corporation Division at (517) 241-6400 or refer to the Online Services information available at the Corporation Division web site at <http://www.michigan.gov/cis>.

Advantages

Easier to establish than a corporation

Lower start-up costs

Not liable for associates negligence or malpractice

Tax advantages

Disadvantages

Partners personally liable for contractual obligations and debts

LLP not available in all states

"C" CORPORATION

A corporation is a legal entity having its own rights, privileges and liabilities, apart from those of the persons forming or owning the corporation. It is the most complex form of business organization and is comprised of three groups of people – shareholders, directors, and officers. The corporation can own assets, borrow money, and perform business functions without directly involving the owner(s) of the corporation. The corporation is subject to more government regulation than proprietorships or partnerships. Corporate earnings are subject to "double taxation" when they are passed through as stockholder dividends. However, corporations have the advantage of limited liability. In order to form either a profit or nonprofit corporation, "Articles of Incorporation" must be filed with the Bureau of Commercial Services, Corporation Division, at (517) 241-6400. Additional information and assistance is available at the Corporation.

Division of the Department of Labor & Economic Growth web site under Forms and Publications at <http://www.michigan.gov/cis>. Copies of forms, statutes, and publications are available at that site.

Advantages

Limited liability

Easier to raise capital

Ownership is transferable

Business continues if owners incapacitated

Large pool of expertise

Disadvantages

Closely regulated

Extensive record keeping

Expensive to organize

Double taxation

SUBCHAPTER "S" CORPORATION

A special section of the IRS Code permits a corporation to be taxed as a partnership or sole proprietorship, with the profits taxed at the individual rather than the corporate rate. To qualify as a Subchapter "S" Corporation, a business must meet certain requirements. For information about this status and how to apply, contact the IRS at (800) 829-3676 or online at <http://www.irs.gov/> for the appropriate forms. The Articles of Incorporation are filed with the Bureau of Commercial Services,

Corporation Division of the Department of Labor & Economic Growth at (517) 241-6400 or under Online Services at the following web site - <http://www.michigan.gov/cis>.

Advantages

Avoids double taxation
Losses can be offset against income by owners

Disadvantages

Some restrictions
Must operate on calendar year for reporting
Fringe benefits to stockholders are treated as taxable income

PROFESSIONAL SERVICE CORPORATION (PC)

A PC, as the name implies, is a corporation made up exclusively of licensed professionals. Licensed professionals are those people who have been legally authorized to provide such a professional service. The professional service corporation may be formed by one or more persons to render professional services.

These entities are formed by filing Articles of Incorporation with the Department of Labor & Economic Growth. The annual information update filed by a professional service corporation must list the shareholders and attest that all are licensed or authorized to provide the professional service.

Professional service corporations are formed to give professionals the benefits of a corporation, while not altering the law involving liability of the individual licensed person.

Advantages

Owners protected from negligence of associates

Disadvantages

Ownership restricted to licensed practitioners of a specific occupation
Higher start-up costs and more paperwork than a sole proprietorship or partnership

LIMITED LIABILITY COMPANY (LLC)

The LLC may be treated as a partnership for U.S. income tax purposes and also provides the limited liability of a corporation. This option may be the preferred choice for certain new operations and joint ventures. Owners of LLCs are called "members." These are comparable to stockholders in a corporation or limited partners in a limited partnership. To create a LLC, Articles of Organization are filed with the Bureau of Commercial Services, Corporation Division, of the Department of Labor & Economic Growth at (517) 241-6400. If the LLC has two or more members, the members may wish to execute an operating agreement, which defines the relationship between the company and its members. If an LLC fails to adopt an operating agreement, they will be unable to take full advantage of the benefits of forming an LLC and default provisions in the act will determine distribution and voting rights. Additional information

and assistance is available online at the Corporation Division web site along with copies of forms, statutes, and publications.

Advantages

Limited liability

Tax advantages

Lower start-up costs than a corporation

Greater flexibility in management than a corporation

Less formal than a corporation

No restriction on number or type of members

Disadvantages

Transfer of ownership more difficult than a corporation

Filing procedures vary from state to state

Business dissolution by date set forth in articles, occurrence of events outlined in agreement, consent of two-thirds of members, or as indicated by state procedures

NONPROFIT CORPORATIONS (NPCS)

NPCs are a type of corporate entity that limits payment or distribution of any part of its assets, income, or profit except in conformity with the purposes of the corporation. Members of the corporation may only receive profits in conformity with the purposes of the corporation. Generally, a NPC is created under the Michigan Nonprofit Corporation Act. However, there are many special acts that permit the formation of a wide variety of NPCs. Some purposes for which nonprofits are commonly formed are those involving religious, educational, and charitable activities. To create a NPC, contact the Bureau of Commercial Services, Corporation Division, of the Department of Labor & Economic Growth. To check name availability, you may call customer service at (517) 241-6470 or fax your request to (517) 334-8329. For information about filing requirements, please call (517) 241-6400. Forms may also be obtained via the Internet at <http://www.michigan.gov/cis>. To obtain forms by fax call (517) 334-6905. To request that forms be mailed to you, call (517) 241-6470, fax your request to (517) 334-8329, or mail your request to Post Office Box 30054, Lansing, Michigan 48909-7554.

Some NPCs may be eligible for exemption from federal income taxes. Contact the IRS at (800) 829-3676 or access Publication 557 "Tax Exempt Status for your Organization" on-line along with the accompanying package "Application for Recognition of Exemption" (Form 1023 under Section 501© (3)) at <http://www.irs.gov>.

An application for exemption from the Michigan sales tax may be obtained from the Michigan Department of Treasury at (517) 636-4660. Please note that the sales tax exemption, if approved, applies only to purchases made by the exempt organization for their own use. Sales of products by the exempt organization to the general public are NOT tax exempt. More information on nonprofits and the sales tax exemption is available at the Department of Treasury web site at <http://www.michigan.gov/treasury>. You may also wish to contact the Department of Treasury, Single Business Tax Division, at (517) 636-4700 to determine if your organization will be exempt from the state Single Business Tax.

If a nonprofit organization is soliciting charitable contributions from the public, it may need to be registered with the Attorney General's Charitable Trust Division, Post Office Box 30213, Lansing, Michigan 48909; telephone (517) 373-1152. When contacted, the Attorney General's Office will mail you (at no charge) an "Initial Charitable Trust/Charitable Solicitation Questionnaire," or you may download it from the Attorney General's web site at <http://www.michigan.gov/ag/>.

The Volunteer Accounting Service Team of Michigan (a private organization) has a start-up packet (for a fee of \$25.00, plus \$5.00 for shipping and handling). To order your copy, contact: Director of the Nonprofit Services Program at (313) 647-9620, ext. 205 or email www.vastmi.org. VISA and MasterCard accepted. Contact the Volunteer Accounting Service Team of Michigan, 18145 Mack Avenue, Detroit, Michigan 48224.

LICENSES, PERMITS AND OTHER REGULATIONS

The State of Michigan does not have a generic "business license." Several "occupations" and "types" of businesses are required to be licensed by the State of Michigan. Michigan has several hundred licensed occupations and services ranging from doctor to manicurist to wildlife exhibitor to consulting. These occupations and the "types" of businesses connected with these occupations often require specific regulations as well as legal, education, and examination requirements. In several cases, there are also licensing fees that are required for a specific occupation or profession.

Depending on the specific type of business or manufacturing operation, some type of certification, license or permit may be required. Access the Michigan licensed occupations information online at <http://www.michigan.gov/mdcd> and click on Finding a Job. Check with the city/county/township clerk (See Appendix A) to determine if any local licenses or registrations are required and to obtain the necessary forms.

ENVIRONMENTAL CONSIDERATIONS

Small businesses operate in an increasingly complex legal environment. Concerns about consumer protection and environmental preservation have received increased attention in recent years. As these concerns are brought forth to be interpreted into laws and regulations by the government, it is often translated into a maze of paperwork and restrictions for many business owners. Take heart – government provides a wide-range of assistance to businesses. One key to surviving the "regulatory jungle" is to be aware of the environment in which your business operates. No one is expected to become a legal expert. However, you should know which laws affect the business.

A business involved in activities that may affect the environment (incinerators, boilers, spray paint booths, coat processes, certain manufacturing processes and solvent cleaning, and other water, sanitary sewage and cooling water; solid waste generated by the business) may need one or more permits issued by the Department of Environmental Quality at (800) 662-9278 or online at the web site <http://www.michigan.gov/deq>. Of particular interest are businesses that are involved in:

- Air emission
- Solid waste disposal/processing
- Hauling of hazardous waste
- Major alterations to the landscape
- Building near waterways or wetlands

Resources:

Michigan Clean Air Assistance Program call (800) 662-9278 or e-mail at: www.michigan.gov/deq (click on "Air" then "Clean Air Assistance").

Michigan Manufacturers' Guide to Environmental, Health and Safety Regulations (a general and informational reference that provides an overview of three regulatory programs that apply to many businesses – not just manufacturers.) at: www.michigan.gov/deq/0,1607,7-135-3307_3668_4148-15820--,00.html.

Permit Applicability Checklist -(an easy to use checklist for determining if your project requires environmental permitting.) at: www.deq.state.mi.us/documents/deq-ead-permits-eqp3580.pdf.

Environmental Permit Guidebook at: www.deq.state.mi.us/documents/deq-ess-permits-permitguidebook.pdf.

Business owners should also check with county and local authorities about permits and licensing. Even though the costs of adhering to regulations can be burdensome for a business owner, the cost of noncompliance including fines, penalties and even closures can be much greater.

ZONING AND BUILDING CODES AND ORDINANCES

It is important for start-up and expanding businesses to make sure that the occupied facility is in compliance with all the local laws and regulations. Contact the city assessor, township or village clerk to assure compliance with all the local zoning codes. Also, contact the local building inspector to assure compliance with regulations affecting construction (e.g., building, electrical, mechanical and plumbing codes; rules about construction, alterations, demolitions, occupancy and use of buildings).

A home-based business is subject to many of the same local laws and regulations. There are some general areas to check out. You may wish to consult an attorney.

Be aware of your city, county and village zoning regulations. If the business operates in violation of the local government's laws and regulations, you could be fined or closed down.

Certain products cannot be produced in the home. Most states outlaw the home production of fireworks, drugs, poisons, explosives, sanitary or medical products and toys. Strict rules apply to the processing of food/drinks and the manufacturing of clothing.

For information about the laws and regulations at the city, county or village level you should contact your local government agency.

BARRIER FREE DESIGN

A special part of the building code, Barrier Free Design, has been public policy in Michigan since 1966. In 1992, the Americans with Disabilities Act (ADA) mandated federal requirements concerning barrier free design. These regulations are intended to ensure that public facilities and facilities used by the public are accessible to and usable by all citizens, including elderly persons, wheelchair users and individuals with permanent or temporary conditions that reduce coordination, mobility or make walking difficult or insecure. While local units of government have the option of either enforcing the state construction code or adopting and enforcing another acceptable code, businesses must conform to the barrier free design requirements of the state code. Only the Barrier Free Design Board can make exceptions to the state requirements. The Board has established guidelines that describe the conditions under which it may grant exceptions. A person requesting an exception must demonstrate reason, either technical or economic, to warrant the exception. For additional information and a publication providing more detail about barrier free design requirements, contact the Department of Labor & Economic Growth, Bureau of Construction Codes, Plan Review/Barrier Free Design Division at (517) 241-9328 or online under Construction Codes and Fire Safety at <http://www.michigan.gov/cis>.

TRADE AND SERVICE MARKS

A trademark is the "brand name" by which products are identified by a particular manufacturer or distributor. A trademark is a word, phrase, symbol or device, or any combination other than a trade name adopted and used to identify products and to distinguish them from similar products made or sold by others. A service mark is similar to a trademark and is used to identify and distinguish between services sold or advertised by a person from similar services of others.

Registration of a mark used in Michigan gives the owner of the mark certain limited legal protection. Trademarks and service marks adopted and used in Michigan are registered with the Bureau of Commercial Services, Corporation Division, of the Department of Labor & Economic Growth at (517) 241-6450. The registration fee is \$50 and is in effect for ten years. Trademarks and service marks may also be registered for use throughout the United States with the U.S. Patent and Trademark Office, USPTO Contact Center (UCC) Crystal Plaza 3, Room 2C02, P. O. Box 1450, Alexandria, VA 22313-1450 or by telephone at (800) 786-9199 or (703) 308-4357 or available online at <http://www.uspto.gov/>.

COPYRIGHTS

A copyright enables its owner to exclude others from reproducing certain works, such as books, musical compositions, technical drawings and computer programs, for the author's life plus 50 years. A copyright may be obtained by filing an application with the U.S. Copyright Office, Library of Congress, 101 Independence Avenue SE, Washington, D.C. 20559-6000; telephone (202) 707-3000 or online at <http://www.copyright.gov/>.

BUSINESS TAXES

Understanding your tax obligations and preparing taxes can be very confusing and complicated. If returns are neglected or filed improperly, penalties and excess payments may be levied. You may wish to consult with a tax advisor or an accountant to help you understand your obligations and/or prepare your returns.

EMPLOYER IDENTIFICATION NUMBER (EIN)

An EIN identifies the business for federal and state tax purposes. Many financial institutions will not open a commercial banking account under an assumed name without the EIN. **Sole proprietorships with no employees DO NOT require an EIN.** This type of business uses the owner's social security number for tax purposes.

An EIN must be obtained if the business is set up as a partnership, a corporation for profit or nonprofit, limited liability company, trust or estate, or a sole proprietorship that pays wages to one or more employees. Remember: if services are performed for a corporation, the owner is an employee of the corporation and subject to all employment taxes. An EIN is required on any return, statement, or other document if you are an employer. Individuals who file Schedule C or I (Form 2040) must use EINs when filing excise, employment, alcohol, tobacco or firearms returns.

It is important to note:

- Becoming the new owner of a business, you cannot use the EIN of the previous owner.
- An existing business adding, opening or acquiring a second operation of similar type may use its current EIN for both the existing and the new operations. However, the new establishment must obtain its own EIN if its line of business is different from the existing operation.

An EIN form (SS-4) can be obtained at the IRS website at <http://www.irs.gov/>. The application should be completed early enough to allow processing time for an EIN number to be issued. To obtain an EIN immediately, call (866) 816-2065.

EMPLOYER TAXES

Any employer of one or more persons must withhold federal, state and possibly local income taxes from the wages paid to employees. Employers are also responsible for paying into the Social Security and Medicare systems as well as withholding a matched amount from the employee's wages. State and federal unemployment insurance payments must be paid entirely by the employer. No deduction is allowed from an employee's wages. For detailed information about hiring employees and your obligations, **refer to the "Hiring Employees" section.**

SELF-EMPLOYMENT TAXES

Just as employers must withhold tax and report it to various government agencies, so must individuals who work for them or are self-employed. You are self-employed if you operate a trade, business, or profession, either by yourself or as a partner. To learn more about your obligations, **refer to the "Being Self-Employed" section.**

PERSONAL INCOME TAX

As a sole proprietor or a general partner, the owner pays taxes on the income from the business on a personal income tax return with the state and federal governments. You will also file an additional schedule that identifies income and expenses of the business. Partners file a partnership return in addition to the personal income tax return that distributes profits and losses between the partners according to the partnership agreement. Corporations pay taxes on the business income at corporate tax rates. Shareholders and employees (including paid corporate officers) pay individual income tax on any salary and dividends received from the corporation.

Most businesses are also required to make "Estimated Tax" payments on a quarterly basis for Michigan income tax, federal income tax and self-employment tax.

For more information about your tax obligations and the proper forms, contact the Michigan Department of Treasury at (800) 487-7000 and the IRS at (800) 829-1040 and online at <http://www.irs.gov/>.

STATE BUSINESS TAXES

In Michigan, it is easy to register for taxes. Fill out one form—Registration for Michigan Taxes (Form 518). This form allows a business to register for sales, use or withholding taxes, the single business tax, motor fuel or tobacco products tax. It can be obtained by contacting the Michigan Department of Treasury, (517) 636-4660 or (800) 367-6263 or access the tax information online. Questions and answers about registering a business can also be accessed online at <http://www.michigan.gov/treasury>.

SALES, USE AND WITHHOLDING TAXES

Anyone who engages in the retail sales of tangible personal property (defined as any good that one can possess or exchange) from a Michigan location needs a sales tax license. The Michigan sales tax is 6 percent of retail sales receipts.

When selling or leasing tangible personal property to a Michigan customer from an out-of-state location and the business has no retail location in Michigan one must register for use tax, which is also 6 percent. Also, register with the Michigan Department of Treasury if a Michigan resident buys or rents tangible property from an out-of-state source or when selling telephone, telegraph or other leased wire communication services.

Every business in this state that employs one or more employees is required to withhold federal income tax under the IRS Code. Businesses must also withhold Michigan income tax from wages paid to employees.

When liable for sales, use or withholding tax, an application should be filed with the Michigan Department of Treasury. This application for registration can be accessed online at http://www.michigan.gov/documents/518_4858_7.pdf. This document is the Michigan Business Tax booklet and contains information and various forms. As of June 1, 2002 no fee is required. For further information about sales, use and withholding taxes, contact the Department of Treasury at (517) 636-4660 or access the business tax information online.

SINGLE BUSINESS TAX (SBT)

The SBT is a modified value-added tax administered by the Michigan Department of Treasury. It was enacted to replace several business taxes, including a corporate net income tax, franchise tax, personal property tax on business inventories and others. While the SBT is Michigan's only general business tax, 58 percent of Michigan businesses pay \$1,000 or less in SBT, and 45 percent of all businesses pay no SBT. A business with annual gross receipts of less than \$350,000 has no liability under the SBT.

Questions and answers about the Single Business Tax can be found online at <http://www.michigan.gov/treasury> or by calling Michigan Department of Treasury at (517) 636-4660.

MOTOR FUEL TAXES

Motor fuel tax is levied on highway, marine, and aviation fuel. International Field Tax Agreement (IFTA)/Intrastate Motor Carriers should contact the Department of Treasury, Special Taxes Section at (517) 636-4600, or email at http://www.michigan.gov/documents/notice_to_ifta_carriers_59981_7.pdf. For additional information, please refer to the Department of Labor & Economic Growth, Public Service Commission, Motor Carrier Division website at: <http://www.michigan.gov/mpsc/0,1607,7-159-16397---,00.html>.

LOCAL TAXES

Local governments in Michigan levy property taxes. Recent reforms have slashed business property taxes by an average of 33 percent. Since property tax rates vary by locality, it is important to consult your local city, township or village treasurer's office. The local treasurer's office can also provide information about other local taxes that may apply along with information about registration and payment requirements.

BEING SELF-EMPLOYED

The majority of people who pay into Social Security work for someone else. Their employer deducts Social Security taxes from their paycheck, matches that contribution, and sends wage reports and taxes to the Internal Revenue Service and Social Security. But self-employed people must fill out the forms and pay the taxes directly to the government.

You are self-employed if you operate a trade, business, or profession, either by yourself or as a partner. You report your earnings for Social Security when you file your federal income tax return. If your net earnings are \$400 or more in a year, you must report your earnings on Schedule SE.

PAYING SOCIAL SECURITY AND MEDICARE TAXES

The Social Security tax rate for 2003 is 15.3 percent (the same as 2002) on self-employment income up to \$87,000. If your net earnings exceed \$87,000, you continue to pay only the Medicare portion of the Social Security tax, which is 2.9 percent, on the rest of your earnings. There are two income tax deductions that reduce your tax liability. The deductions are intended to make sure self-employed people are treated in much the same way as employers and employees for Social Security and income tax purposes.

First, your net earnings from self-employment are reduced by an amount equal to half of your total Social Security tax. This is similar to the way employees are treated under the tax laws in that the employer's share of the Social Security tax is not considered income to the employee.

Second, you can deduct half of your Social Security tax on the face of the IRS Form 1040. This means the deduction is taken from your gross income in determining adjusted gross income. It cannot be an itemized deduction and must not be listed on your Schedule C.

If you have wages as well as self-employment earnings, the tax on your wages is paid first. But this rule is important only if your total earnings are more than \$87,000. For example, if you have \$20,000 in wages and \$30,000 in self-employment income in 2003, you pay the appropriate Social Security taxes on both your wages and business earnings. However, if your 2003 wages are \$70,000 and you have \$20,000 in net earnings from a business you do **not** pay dual Social Security taxes on earnings above \$87,000. Your employer will withhold 7.65 percent in Social Security and Medicare taxes on your \$70,000 in earnings. You must pay the 15.3 percent in Social Security and Medicare taxes on your first \$17,000 in self-employment earnings and 2.9 percent in Medicare tax on the remaining \$3,000 in earnings

EARNINGS CREDITS

You need earnings credits to qualify for Social Security benefits. The number of credits you need depends on your date of birth, but no one needs more than 40. You can earn up to four credits per year.

If your net earnings are \$3,560 or more, you earn four credits--one for each \$890 of earnings. (If your net earnings are less than \$890, you still may earn one or more credits by using the optional method described later.)

All of your earnings covered by Social Security are used in figuring the amount of your Social Security benefit. So, it's important that you report all of your earnings up to the maximum as required by law.

FIGURING YOUR NET EARNINGS

Net earnings for Social Security are your gross earnings from your trade or business, minus all of your allowable business deductions and depreciation. Some income does not count for Social Security. Do not include the following in figuring your net earnings:

1. Dividends from shares of stock and interest on bonds, unless you receive them as a dealer in stocks and securities.
2. Interest from loans, unless your business is lending money.
3. Rentals from real estate, unless you are a real estate dealer or regularly provide services mostly for the convenience of the occupant; or
4. Income received from a limited partnership.

OPTIONAL METHOD

If your actual net earnings are less than \$400, your earnings can still count for Social Security under an optional method of reporting. The optional method can be used if your gross earnings are \$600 or more or when your profit is less than \$1,600. You can use the optional method **no more than five times**. Your actual net must have been \$400 or more in at least two of the last three years, and your net earnings must be less than two-thirds of your gross income.

Here's how it works:

If your gross income from self-employment is between \$600 and \$2,400, you may report two-thirds of your gross or your actual net earnings if \$400 or more; or,

If your gross income is \$2,400 or more and the actual net earnings are \$1,600 or less, you report **either** \$1,600 **or** your actual net.

Special Note for Farmers: If you are a farmer, you can use the optional method every year. You do not need to have had actual net earnings of at least \$400 in any preceding year.

HOW TO REPORT EARNINGS

You must complete the following federal tax forms by April 15 following any year in which you have net earnings of \$400 or more:

Form 1040 (U.S. Individual Income Tax Return)

Schedule C (Profit or Loss from Business)

Schedule F (Profit or Loss from Farming) as appropriate

Schedule SE (Self-Employment Tax)

These forms can be obtained from the IRS web site at <http://www.irs.gov/> and most banks and post offices. Send the tax return and schedules along with your self-employment tax to the IRS. Even if you do not owe any income tax, you must complete Form 1040 and Schedule SE to pay self-employment Social Security tax. This is true even if you already get Social Security benefits.

FAMILY BUSINESS ARRANGEMENTS

Family members may operate a business together. A husband and a wife may be partners or joint venturers. If you operate a business together as partners, you should each report your share of the business profits as net earnings on separate self-employment returns (Schedule SE), even if you file a joint income tax return. The amount each of you should report depends upon your agreement.

MORE INFORMATION

For more information about being self-employed, visit Social Security online at <http://www.socialsecurity.gov> or call them at (800) 772-1213 or TTY at (800) 325-0778. To speak with a representative, please call between 7:00 a.m. and 7:00 p.m. any business day.

BUYING A BUSINESS

Buying a business can give a person a head start over starting a new business. It provides an established market, trained employees, proven profit potential, and on and on. **But, are there any "hidden liabilities?"**

Obtaining sound professional assistance, from an accountant, an attorney, and even a local MI-SBTDC (see Appendix C), can be helpful in identifying pitfalls to be avoided when buying a business. Remember, professional help will not necessarily make a purchase free of obstacles. If you know what to look for, and how to protect yourself, an educated buyer can save time and money.

Many experts will advise the purchaser to require a statement from the seller stating that all taxes have been paid and that the buyer assumes no liability for any unpaid taxes. As the purchaser of even a portion of a business, you may be held responsible for the previous owner's liabilities, regardless of any contractual language to the contrary. You should also make sure that the seller of the business provides proof that there are no hidden liabilities. The seller of the business should contact the Michigan Department of Treasury at (517) 241-5072 to obtain a form to request a Conditional Tax Clearance letter or access the information online at <http://www.michigan.gov/treasury>. The Department of Treasury will only provide the Conditional Tax Clearance Letter to the existing business owner. As the buyer, you may not request the letter yourself. However, it is wise to obtain a copy of this Conditional Tax Clearance letter from the seller prior to the closing date or signing any purchase agreements. If you are in a hurry to purchase the business, request that the seller obtain the Conditional Tax Clearance Letter and escrow sufficient monies to cover any potential tax liability until the letter is received.

Does the business have employees? Has the business had employees (payroll) at any time over the last two years? If there are or were employees, the purchaser may soon encounter, "successorship." What does this mean to an entrepreneur? MONEY...potentially, a lot of money over the next FIVE YEARS. New employers (those who do not buy an existing business) pay an unemployment tax rate in their first two years of liability of 2.7 percent of the first \$9,500 of every employee's wages in a year—except for a new construction employer, which may be higher. A successor employer (one who buys an existing business), however, "inherits" the account of the predecessor (or former owners). If benefits have been paid over the last five years, or if the account has a "negative balance," chances are the successor will have a rate in excess of 2.7 percent—in fact, as much as 10 percent. Since the annual rate is based on the benefits charged over the last five years, and the balance in the account, it is possible that the rates will be high for five years.

How can you avoid this? You can request from the seller a "disclosure of account" and then contact the Unemployment Agency at (800) 638-3994 and ask for the amount of the benefits charged over the past five years and the reserve balance (positive or negative). The request should be in writing and should be accompanied by some form of commitment to purchase the business (a purchase order contingent on the report from the Unemployment Agency, for example). Once the purchaser has received the information from the Unemployment Agency, what do they do? If the report is bad, should you look for another business? Not necessarily. The higher costs should be included in the cash flow and profit projections. If

the business still looks like a winner, buy it! But, you may want to offer less since the purchaser will be assuming a long-term liability.

One more note—any benefits currently being paid, or those resulting from the sale, will be charged to the successor's account. Find out from the seller if any employees are, or will be, collecting benefits. If possible, hire these employees! The purchaser will get employees who already know the job and will save money. For further assistance, call the Unemployment Agency at (800) 638-3994 or a local MI-SBTDC (See Appendix C). Both of these agencies have information and advice that can be very valuable in buying a business.

HIRING EMPLOYEES

Employees add another layer of complexity to your business that requires careful consideration and planning. It is important to hire the right people, train them well, keep them happy so they will stay, and be aware of taxes and legal requirements. It is wise to consult an accountant and attorney to ensure that good record keeping systems are in place, all the necessary paperwork is completed and legal requirements are met before hiring employees. Hiring outside contractors or temporary help is also an option. However, be sure to satisfy IRS requirements for contractors.

EMPLOYEES VS. CONTRACT LABOR

Individuals may provide services to a business as either an employee or a contractor. Whatever status an individual has as an employee affects the taxes, liability, benefit costs and many other areas of a business. The question of an employee vs. contractor is a very critical issue and is NOT a simple task. There are many different tests the IRS may apply to determine whether an individual is an employee or contractor. Improperly classifying someone whom the IRS considers an employee as a contractor can result in very stiff penalties. When using contractors instead of employees for your business, it is important that you consult with a competent tax advisor prior to making a decision.

PLAN YOUR HIRING

Hiring employees is expensive and should not be approached casually. Make sure your decision to hire employees fits in with your goals as outlined in the business plan. Write out a job description that indicates exactly what is expected of each employee. Interview several people and select the one you feel has the best qualifications. The majority of employers consider attitude of potential employees as the number one trait in their hiring decision. It is a good idea to have a 30- or 90-day trial period before taking someone on permanently. The wrong employee can cause a great deal of damage to your business. You may wish to order a copy of the publication, "Employees: How to Find and Pay Them" available through the federal Small Business Administration's (SBA) On-Line Library at <http://www.sbaonline.sba.gov/library/pubs.html>.

TRAINING AND WORKING WITH EMPLOYEES

Training is expensive but necessary. You want well-qualified employees who will do things the way you need them done. A well-defined company policy handbook plus a job description outlining duties, responsibilities, ethical standards, and criteria for success will be valuable. You may want to invest in your employees by sending them to special training. Small business owners should pay special attention to cross-training employees in areas other than those specifically defined in their individual job descriptions. Open lines of communication are necessary to keep employees motivated and involved with the business. Many business owners find it beneficial to allow employee participation in the goals setting process of the business. They then follow up with employees with constructive feedback – positive as well as negative – on the employee's progress toward those goals.

Employers have a legal as well as ethical obligation to provide a safe and equitable workplace. You may wish to contact the Department of Labor & Economic Growth, Bureau of Safety & Regulation,

Consultation, Education and Training Division (CET) at (517) 322-1809 or online at their web site <http://www.michigan.cis>. Listed below is additional information about other programs:

AMERICANS WITH DISABILITIES ACT (ADA)

The ADA protects people with disabilities from discrimination in employment, government services and public accommodations. To order ADA publications, call (800) 514-0301 or TDD (800) 514-0383 or order online at <http://www.ada.gov/publicat.htm>. For information about ADA rules and regulations visit the web site at <http://www.ada.gov/newregs/htm>.

DRUG-FREE WORKPLACE

Many employers are becoming interested in issues involving employees' use of drugs and alcohol and its relationship to work. For additional information about programs to make the workplace drug and/or alcohol free, contact the Substance Abuse and Mental Health Services Administration (SAMHSA) at (301) 443-4795 or online at <http://www.samhsa.gov/>.

AFFIRMATIVE ACTION (AA) AND EQUAL EMPLOYMENT OPPORTUNITY (EEO)

The goal of these programs is to provide equal opportunities for all qualified people in employment. To learn more contact the Michigan Department of Civil Rights at (313) 226-7636 or (313) 961-1552 (TDD) or online at <http://www.michigan.gov/mdcr>.

WELLNESS PROGRAMS

Programs that encourage mental and physical health such as exercise, stress reduction, personal counseling, smoking cessation, etc. are becoming popular as a way to keep employees healthy and working. Participating employers have seen many benefits including, higher morale, reduced workers' compensation costs and less on-the-job accidents. To learn more about worksite wellness programs, including grants that may be available to get started, contact the Michigan Department of Community Health at (800) 537-5666 or online at <http://www.michigan.gov/mdch>.

PAYROLL TAXES

Any business with employees of any type must comply with federal and state payroll requirements. This is true even if you are the sole employee of a corporation that you own. It is critical that you understand the various deadlines and requirements, or that you use the services of someone who does. The major types of payroll taxes in Michigan are:

- Income Tax Withholding (federal, state, and, if applicable, local)
- Federal Social Security Tax (FICA)
- Federal Unemployment Tax Act (FUTA)
- Michigan Unemployment Tax

UNEMPLOYMENT INSURANCE (UI)

UI protects workers who lose their jobs through no fault of their own. The funds used to pay workers who are covered under this type of insurance are accumulated from taxes on the wages of employees during their employment. Both state and federal unemployment taxes are paid by employers. No deductions can be made from an employee's wages to cover these taxes.

Any business that employs one or more persons in Michigan is required to register with the Unemployment Insurance Agency (UIA) at (313) 456-2180, (800) 638-3994 by the end of the month following the month in which it becomes an employing unit. All employers must register, although not all employers are liable under the law. Liable employers are required to pay state unemployment taxes quarterly at a rate based on a "required reserve" balance and any unemployment insurance benefits paid to employees. A new business will pay 2.7% of the first \$9,000 of every employee's wages for the first two years of liability (new employers in the construction industry may pay a higher rate). When buying a business, or buying the assets of an existing business, the rate may be significantly higher.

The Unemployment Agency (UIA) produces an **Employer Handbook** with information about a variety of subjects. To obtain a copy of this publication, mail a \$15 check or money order made payable to the State of Michigan (UIA) to: Unemployment Insurance Agency Handbook, 7310 Woodward Avenue, Room 606, Detroit, Michigan 48202 or you may call (800) 638-3994. All orders must be prepaid. A handbook order form can be found at the Unemployment Agency website at <http://www.michigan.gov/uia>.

FEDERAL UNEMPLOYMENT INSURANCE ACT (FUTA)

FUTA is collected by the IRS for the U.S. Department of Labor to pay administrative expenses of operating the state unemployment systems. When filing an "Application for Employer Identification Number" with the IRS, indicate that employees will be hired. The IRS will mail a packet of information – there will be coupon forms for FUTA tax deposits and an Annual Report form. For more information about the FUTA tax, forms and deposit requirements, contact the IRS at (800) 829-3676 or online at <http://www.irs.gov/>.

INCOME TAX WITHHOLDING

Any employer of one or more persons must withhold federal and state income taxes from wages paid to employees. A city income tax may also apply.

Each employee should complete the following forms: a withholding exemption certificate (W-4) from the IRS (800) 829-3676 and a MI-W4 from the State of Michigan Department of Treasury (800) 367-6263. Based on the certificate's information, a certain amount of taxes are withheld from the employee's wages.

You may be required to deposit the federal taxes collected. One must file quarterly returns with the IRS and file an annual reconciliation of the quarterly returns. If returns are neglected or filed improperly, penalties and excess payments may be levied. For more information about federal income tax withholding, contact the IRS at (800) 829-1040 or online at <http://www.irs.gov>.

In addition to federal income taxes, federal law also requires that employers withhold (and deposit) Social Security taxes from employees' wages. The employer must also pay an equal amount. Tax rates and maximum earnings subject to tax may vary from year-to-year, so employers should contact the IRS at (800) 829-1040 for the latest information.

State filing requirements may vary based on the amount of state taxes withheld. An employer must file Form 518, an "Application for Registration" with the Michigan Department of Treasury if employees are hired. They will then notify the employer of filing deadlines and provide the needed forms. An annual return is also required. Michigan's withholding tax tables are available from the Michigan Department of Treasury at (517) 636-4660 or online at <http://www.michigan.gov/treasury>.

Contact the City Treasurer to determine if a city income tax is applicable for the new employees. If the City does have an income tax, the City Treasurer can provide the required registration forms and any information that is needed.

WORKERS' COMPENSATION (WC)

There are a number of organizations involved in WC. It is important to understand who they are and what they do. First of all, WC benefits ordinarily are **not** paid by the State of Michigan. WC is the responsibility of an employer. Benefits are paid either directly by an employer or through an insurance company on behalf of an employer.

All employers that regularly employ three or more part-time employees at one time, or employed one or more persons for at least 35-hours per week for at least 13-weeks during the preceding 52-weeks, are required to have WC insurance.

The majority of employers in Michigan obtain WC through policies sold by commercial insurance companies. Self-insurance is an alternative for large companies that have been granted the privilege of paying WC benefits from general company operating funds. Companies with \$200,000 or more in an annual premium program frequently investigate the self-insurance approach as a possible coverage alternative.

The premium rates for WC insurance are competitively determined. Insurers use about 500 different rating classifications based on the type of business an employer operates. **Since premium rates for a given classification vary widely among insurers, it pays to shop carefully.** Insurers also have different merit and experience rating plans, schedule-rating plans, and premium discount tables, which can affect an employer's final premium cost.

There are two excellent publications available to help new business owners understand Michigan's WC system. The "Michigan Business Guide to Workers' Compensation" and "General Information Regarding Rights and Responsibilities Under the Act" provide an easy to understand overview of Michigan's WC system. Additional information and assistance is also available at the Bureau of WC of the Department of Labor & Economic Growth at (888) 396-5041 or online at <http://www.michigan.wca>.

ALIEN EMPLOYEE

The Immigration Reform and Control Act of 1986 not only makes hiring or recruiting “unauthorized aliens” illegal, but it also places the responsibility for enforcing the law on the employer. The law applies to **ALL employers**, no matter what the size of the business. Under the law, an employer is required to check the citizenship status of every employee and to have proper documentation for those employees with temporary residency. Contact the Immigration and Naturalization Service at <http://www.ins.gov/graphics/index.htm> or call (800) 375-5283 for more information or (800) 870-3676 to obtain forms.

It should be noted that many of the visas that authorize entrance to the United States do not authorize the holders of those visas to accept employment here. Usually these visas must be obtained from the U.S. State Department in the country of origin, though in some cases an application for a change in status can be secured from within the United States. The visas vary in eligibility requirements and in the duration of their viability. It is the employer’s responsibility to ascertain whether employees are legally entitled to work. Consult an attorney who specializes in immigration matters or call the Immigration and Naturalization Service for assistance at (800) 375-5283 or TTY (800) 767-1833. Additional information may also be found at Michigan’s Alien Labor Certification Program web site at <http://www.michalienlaborcert.org/>.

NEW HIRE REPORTING

A provision of the Federal Welfare Reform Act requires employers to report to the Michigan Department of Treasury basic information on all newly hired or rehired employees within 20 days of hiring. The purpose of collecting the information is to build a strong partnership between employers and child support programs across the country, with the intent of obtaining better compliance with child support orders. Employers may report electronically or by mail. Required information includes: the business name, address and Federal Employer Identification Number; employee name, address and Social Security number. For further information or to obtain forms, contact the Michigan New Hire Operations Center at (800) 524-9846 or online at <http://www.new-hires.com/MI/>.

Refer to Appendix B for a quick list of employer information and information regarding required workplace posters.

FINANCING A BUSINESS

When starting a business or expanding an existing business, the owner needs money to pay rent and utilities; acquire inventory, equipment, and fixtures; pay employees' salaries; make payments for vehicles; market/advertise products and service; pay taxes and needed insurance; and most importantly to pay his or her own salary.

There are several options available for obtaining money to start a new business or expand an existing one. Most businesses begin with the owner's own capital or loans from friends and family. Some are successful in obtaining bank financing or using a government sponsored loan program. Regardless of the path you choose, it is wise to take time out to put together a credible business plan.

SHORT-TERM DEBT FINANCING

Short-term financing/credit sources are usually grouped into two basic categories: unsecured and secured.

Unsecured credit is obtained without the borrower's pledge of specific assets to serve as collateral. Examples include:

- Personal credit cards, savings, stocks and bonds, and/or cash value of life insurance policies. Funds borrowed from family members and/or friends.
- A short-term, unsecured transaction loan is a direct, single payment financing arrangement with a bank. The maturity on this type of loan is usually between one and six months, but may extend up to a year.
- A company's line of credit is a commitment from a bank to its regular credit worthy business customers to provide a stated maximum amount of short-term financing for a specified time period. The credit line is often granted with a compensating balance requirement, and the floating or variable rate method of interest payment is used.
- Trade credit is credit extended by one firm to another in conjunction with the sale of goods or services that are used in the normal course of business. For the purchasing firm, using trade credit is the equivalent of a consumer charge account at a department store – goods are purchased but payment can be delayed to the extent of the specified credit terms.
- Accruals are services that are provided for a business on a continuing basis but are not paid for at the time the services are rendered. For example, employees provide services to the business each day they work, however, they are not paid until some specified future payroll date.

Secured short-term credit for new/existing businesses, businesses with a marginal credit rating, or businesses that have exhausted unsecured collateral may offer a financing opportunity that would otherwise not exist.

The primary sources of secured short-term financing for business borrowers are:

- Commercial banks
- Commercial finance companies
- Factoring accounts receivables*
- U.S. Small Business Administration (SBA) "guaranteed" loan obtained through a private lending institution, (The SBA does not make direct loans.)

VENTURE CAPITAL FINANCING (VC)

Venture capital is the financing made available for investment in promising firms but with a risk of exposure greater than what is acceptable to traditional institutional lenders. Financing is provided by sophisticated investors who seek investments that hold the prospects for large capital gains.

Such investors are referred to as venture capitalists. Venture capitalists may be a) privately owned firms licensed and regulated by the U.S. Small Business Administration or b) non-regulated firms. The former group is known as Small Business Investment Companies (SBICs). SBICs provide financing in the form of equity capital, debt financing with an equity sweetener, and in some cases, straight long-term loans. The non-regulated firms, which specialize in equity financing, are referred to as Venture Capital Companies (VCCs).

Businesses with the following investment characteristics are attractive candidates for financing by VCCs:

- Large potential. The business has the opportunity and is capable of exploiting a clearly defined market niche, or has an advantage over competitors. The products/services should: 1) represent a new or revolutionary idea (i.e., computer mouse); 2) be evolutionary, that is, represent the next version in a series (i.e., anti-lock breaks); or 3) be a better or lower cost substitute product (i.e., universal remote control).
- Low cost. The business should have a product/service with low production cost.
- Large margins. The product/service should have a large profit margin.
- Competent management. The business should have an experienced and capable management team.
- The Venture Capital Company should be able to easily withdraw at a given future date from a business and liquidate its investment.

The Michigan Early Stage Venture Capital Investment Corporation is a board that will be responsible for approving investments in venture capital firms which benefit Michigan's early stage, growth companies.

* Factoring is a financial institution that purchases "at a discount" the accounts receivables of a business, assumes the title and risk of those receivables and in return provides that business with funds.

This Board will help ensure that venture capital and hi tech start-ups grow in the State of Michigan, creating jobs and economic growth by offering loans or equity investment.

Venture Capital firms can be found on the web at www.michigan.org.

STATE LOAN PROGRAMS

There are a variety of financing programs available to aid Michigan businesses with growth and expansion. These programs are generally used to provide the private sector with tools for financing and to encourage the formation of new types of private institutions to address unmet financing needs. This "private institutions" approach makes it possible to use limited public resources to leverage large amounts of private capital.

Bank financing is usually the least expensive source of funds therefore you should begin your search for financial assistance with your local bankers. However, you should not approach your banker or any other financing organization for assistance until you have developed a business plan. For information about putting together a business plan – **refer to "A Business Plan"** section. There are also MI-SBTDCs located throughout the state that may be of assistance in preparing a business plan.

INDUSTRIAL DEVELOPMENT REVENUE BOND PROGRAM (IDRB)

IDRB's are tax-exempt bonds issued on behalf of the borrower by the Michigan Strategic Fund (MSF) and purchased by private investors. These loans can be made for manufacturing and not-for-profit corporation projects and solid waste facilities. Bond proceeds can only be used to acquire land, building and equipment. Working capital and inventory are not eligible for this type of financing. These bonds are generally used when financing of \$1 million and higher is required. The company for which the bond is issued must be credit worthy enough to attract a buyer for the bonds, because the state does not guarantee the bonds. For more information call the Michigan Economic Development Corporation at (517) 373-2778.

U. S. SMALL BUSINESS ADMINISTRATION (SBA) COMMONLY USED PROGRAMS

The U. S. SBA offers a variety of loan guarantee programs to businesses when financing is unavailable on reasonable terms through normal lending channels. The SBA **does not provide direct loans or grants**. For more information about SBA programs, contact a commercial lender, or call the SBA at (313) 226-6075 or (800) 827-5722 and also online at <http://www.sba.gov/>.

SBA 7(A) GUARANTY PROGRAM

The 7(a) Loan Guaranty Program is one of SBA's primary lending programs. It reduces risk to lenders by guaranteeing major portions of loans made to small businesses. The program operates through private-sector lenders that provide loans that are, in turn, guaranteed by the SBA. The 7(a) loan can be used to expand or renovate facilities; purchase machinery, equipment, fixtures and leasehold improvements; finance receivables; augment working capital; refinance existing debt with compelling reason; finance seasonal lines of credit; construct commercial buildings and/or purchase land or buildings. **The agency has no funds for direct lending or grants.** Most lenders are familiar with SBA loan programs. Interested applicants should contact their local lender for further information and assistance in the SBA loan application process.

LOW DOCUMENTATION LOAN (SBALOWDOC)

The SBALowDoc was designed to increase the availability of loans under \$150,000 by streamlining the loan review process. All that is required is that the lender submit a simple two-page application form which is processed within 36 hours. SBA may guarantee up to 85% of the loan up to \$150,000. Proceeds may not be used for repay certain types of existing debt.

PREQUALIFICATION LOAN PROGRAM

The PreQualification Loan Program uses intermediary organizations to assist prospective borrowers in developing viable loan application packages and security loans. This program targets low income borrowers, disabled business owners, new and emerging businesses, veterans, exporters, rural and specialized industries.

The job of the intermediary is to work with the applicant to make sure the business plan is complete and that the application is both eligible and has credit merit. If the intermediary is satisfied that the application has a chance for approval, it will send it to the SBA for processing. To find out whether there is a prequalification intermediary operating in your area, contact your local SBA office. Note: MI-SBTDCs serving as intermediaries do not charge a fee for loan packaging. For-profit organizations charge a fee.

Policies specific to the Prequalification Program - the maximum loan amount for this pilot program is \$250,000. Interest rates, maturities, collateral policy, and guaranty percentages all follow the standard 7(a) loan program.

WOMEN PRE-QUALIFICATION LOAN INTERMEDIARIES:

- Center for Empowerment & Economic Development (Statewide)(734) 677-1400
- Community Capital and Development Corporation (Flint area).....(810) 239-5847
- Cornerstone Alliance (Benton Harbor area).....(269) 925-6100
- Project Invest (Traverse City area)(231) 929-5000

MINORITY PRE-QUALIFICATION LOAN INTERMEDIARIES:

- Center for Empowerment & Economic Development (Statewide)(734) 677-1400
- Community Capital and Development Corporation (Flint area).....(810) 239-5847
- Cornerstone Alliance (Benton Harbor area)(269) 925-6100

DISABILITY PRE-QUALIFICATION LOAN INTERMEDIARY:

- Project Invest (Statewide)(231) 929-5000

CAPLINES

CAPLines is a revolving line of credit designed to help small business owners meet their short-term and cyclical working capital financing needs. There are five loan programs under the CAPLines umbrella which may be used to finance seasonal working capital needs; finance direct costs for construction, service and supply contracts; finance purchase order by obtaining advances against existing inventory and accounts receivable; and consolidate short-term debt.

SBA EXPRESS

SBAExpress is available for loans up to \$250,000. The SBA guarantees up to 50% of the loan, and loans under \$25,000 do not require collateral. Like most 7(a) loans, maturities are usually five to seven years for working capital and up to 25 years for real estate and equipment. Revolving lines of credit are allowed for a maximum of five years.

EXPORT WORKING CAPITAL PROGRAM (EWCP)

The EWCP provides pre- or post- shipment working capital financing for export activities. It is transaction based and can be a revolving line of credit or structured for each purchase order, shipment, or contract. The loan may not be used for refinancing, fixed assets, marketing, or setting up operations abroad. Contact the SBA Detroit District for more information at (313) 226-6075 or www.sba.gov/.

INTERNATIONAL TRADE LOAN

This program provides short- and long-term financing to small businesses involved in exporting, as well as businesses adversely affected by import competition. The SBA can guarantee up to \$1.25 million for a combination of fixed-asset financing and working capital. Loans for facilities or equipment can have maturities of up to 25 years. The working capital portion of a loan has a maximum maturity of three years. Interest rates are negotiated with the lender and can be up to 2.25% over the prime rate.

SBA 504 PROGRAM

The SBA 504 Program provides healthy small- and medium-sized businesses with long-term, fixed rate financing for the acquisition or construction of fixed assets. The SBA has certified the Michigan Certified Development Corporation (MCDC) to offer SBA 504 financing throughout Michigan. Projects are financed through a unique public/private partnership that involves private lenders financing 50% of project costs, the MCDC covering up to 40% of project costs, and small businesses investing at least 10% of project costs. By taking a secondary collateral position on project assets, SBA provides a "collateral cushion" for the primary lender and reduces the amount of equity normally required of the borrower.

The SBA 504 Program is a "take out" financing program. The SBA offers an up-front commitment to finance a project. The participating private lender provides interim financing, advancing the full amount of project funds during the construction/acquisition period. After the project is completed, the SBA

reimburses or "takes out" the participating lender by the amount of the original loan commitment. The loans are actually funded by the sale of 100% federally guaranteed debentures on the open market.

Projects in the \$300,000 to \$3,000,000 range are preferred. Generally the maximum dollar amount the SBA may contribute to any single project or borrower is \$1,000,000, however, this may be increased by \$1,300,000 for projects achieving a Public Policy Goal. Projects must create one new job for each \$50,000 of debenture. The interest rate is below market fixed and is determined at the time the debentures are sold. Loan terms are offered for 10 to 20 years, depending on the type of assets financed.

For more information, contact the Michigan Certified Development Corporation, 822 Centennial Way, Suite 180, Lansing, Michigan 48917 or call at (517) 886-6612.

MICROLOAN PROGRAM

The MicroLoan Program was developed to increase the availability of very small loans to prospective small business borrowers. Under this program, the SBA makes funds available to nonprofit intermediaries, who in turn make loans to eligible borrowers in amounts that range from under \$100 to a maximum of \$35,000. The average loan size is \$10,000. Loans may be used to finance the purchase of machinery and equipment, furniture and fixtures, inventory, supplies and working capital, but not to pay existing debts. Start-up, newly established, and growing small businesses are eligible.

Depending on the earnings of the business, the loan maturity may be as long as six years. Interest rates may not be higher than 4% percent over the prime rate.

For more information about the program, contact one of the following approved lenders:

CENTER FOR EMPOWERMENT & ECONOMIC DEVELOPMENT

2002 Hogback Road, Suite 12

Ann Arbor, MI 48105

Phone: (734) 677-1400

Fax: (734) 677-1465

Service Area: Washtenaw County, Livingston, Macomb, Oakland, and Wayne (except the City of Detroit) counties

NORTHERN INITIATIVES

228 West Washington Street

Marquette, MI 49855

Phone: (906) 226-1662 or (800) 254-2156 ext. 662

Fax: (906) 228-5572

E-mail: ni@northerninits.com

Service Area: Upper Peninsula

RURAL MICHIGAN INTERMEDIARY RELENDING PROGRAM, INC.

121 East Front Street, Suite 201

Traverse City, MI 49684

Phone: (231) 941-5858

Fax: (231) 941-4616

Service Area: Emmet, Charlevoix, Antrim, Leelanau, Benzie, Grand Traverse, Kalkaska, Manistee, Wexford, Missaukee, Cheboygan, Presque Isle, Otsego, Montmorency, Alpena, Crawford, Oscoda, Alcona, Roscommon, Ogemaw, Iosco, Osceola, Mason, Lake counties

SAGINAW ECONOMIC DEVELOPMENT CORPORATION

301 East Genesee Avenue

Saginaw, MI 48601

Phone: (989) 759-2059

Fax: (989) 754-1715

Service Area: Saginaw County

KENT AREA MICROBUSINESS LOAN SERVICES

233 East Fulton, Suite 101

Grand Rapids, MI 49503

Phone: (616) 771-6880

Fax: (616) 771-8021

Service Area: Kent County

LENAWEE COUNTY MICRO LOAN FUND

400 West South Street

Adrian, MI 49221

Phone: (517) 263-7861 or (800) 438-1845

Fax: (517) 263-6531

Service Area: Lenawee County

MANAGING A BUSINESS

PROFESSIONAL ASSISTANCE

The importance of professional assistance cannot be overstated. There is no substitute for professional services to keep a business going and growing. There are professionals available to assist with every aspect of a business and able to determine what will best serve specific business needs. The costs incurred in hiring professional consultants often discourage business people from obtaining professional assistance, which can be a fatal business mistake. The expense of using skilled professional consultants is insignificant when compared to the costly after effects of poorly prepared or incomplete documents. Listed below is a "core group" of professionals most business people need.

PROFESSIONAL	SERVICE PROVIDED
Accountant	Bookkeeping, taxes, cash flow
Attorney	Legal form of business organization, contracts, agreements, general consultation.
Banker	Loans, billing services, credit systems
Insurance Agent	Needs evaluation and packaging of insurance.

RECORD KEEPING

Accurate and complete records help monitor the business and plan for the future based on factual financial knowledge rather than guesswork. There are a variety of records and record keeping systems a business can maintain. Trade associations can often provide guidelines or simple accounting records tailored to a particular business.

Professional accountants can be indispensable to a new or growing business. An accountant not only provides a record keeping service for a business, but can also provide important advice on taxes, cash

flow, credit and systems management. Every business should have up-to-date records, which provide the following information:

- Accurate and thorough statements of sales and operating results, fixed and variable costs, profit or loss, inventory levels and credit and collection totals;
- Comparisons of current data with prior years' operating results and budget goals;
- Financial statements suitable for use by management or submission to prospective creditors and investors;
- Tax returns and reports to regulatory agencies; and
- A method of uncovering employee theft, material waste or record keeping errors.

Have a formal accounting system that produces monthly reports. Compare the reports to the finance plan and adjust the business activity accordingly. If the business is more profitable than the business plan predicts, adjust the business plan.

MARKETING

The best product or service in the world will not guarantee success for your business. Potential customers must purchase your product or service in order for you to survive and grow. Developing and implementing a marketing strategy is a necessary process for a successful business. This process begins as you start your business, and it must remain an ongoing process throughout the life of your business.

Marketing is neither sales nor advertising, although both of these may be part of a marketing strategy. Instead, marketing is the thought process by which you:

- Identify the product or service you **really** sell.
- Identify potential customers for your product or service.
- Identify your competitors in selling to these customers.
- Understand the basis on which those potential customers make buying decisions.
- Know why customers will choose to purchase your product or service instead of your competitor's.
- Determine the most efficient and effective methods to reach these buyers before they make their purchasing decisions.
- Identify methods to deliver your product or service.
- Develop an action plan.

IDENTIFY THE PRODUCT OR SERVICE

The key is to identify your “market niche,” not only in terms of the services provided, but in terms of needs fulfilled. For instance, a residential lawn service provides lawn cutting, fertilization, etc. One need this business fills is for convenience on the part of “time poor” homeowners.

IDENTIFY POTENTIAL CUSTOMERS

A potential customer is one whose needs may be filled by your product/service, and who may reasonably be expected to consider your business as a source of this product/service based on price, location and other factors. Everyone in the world is not a potential customer; you must focus on an attainable and realistic portion of the market.

IDENTIFY YOUR COMPETITORS

A competitor is a business who does the same service, or sells the same product as your business; they may or may not have a similar business. For instance, companies providing guard services to warehouses and those selling alarm systems to warehouses are to some extent competitors, even though they are not in the same industry.

UNDERSTAND WHY CUSTOMERS BUY YOUR PRODUCT OR SERVICE

Customers buy different products or services for several reasons, including:

- Price
- Quality
- Convenience
- Prestige

Also, understand the basis on which customers make buying decisions related to your type of product or service.

KNOW WHY CUSTOMERS WILL CHOOSE YOUR BUSINESS

Based on why customers buy your product or service, you must determine the nature of your competitive advantage. If your potential customers buy solely on the basis of price, are your prices the lowest? If not, how will you compete? Be cautious in this analysis. Your potential customers probably have established buying patterns that do not include your business. You must give them sufficient reason to break these established patterns and buy from you if your business is to succeed.

DETERMINE THE MOST EFFICIENT METHODS TO REACH BUYERS

Having determined why potential customers buy your type of product or service and why they will choose you, you are in a position to identify how they make their buying decisions. Do they typically buy because they've seen an advertisement in the telephone book or because they have driven by your place of business? Is this type of product or service generally purchased on the recommendation of another individual? Knowing how people "will" find you ensures that your marketing dollars are spent in the most productive way possible.

DETERMINE EFFECTIVE DELIVERY METHODS

The most enthusiastic purchaser is unlikely to become a repeat customer if the product or service does not live up to his/her expectations or if it is not delivered in a timely fashion.

DEVELOP AN ACTION PLAN

You know what you need to do. Now you must develop specific, deliverable steps that will enable you to do it. For assistance in developing your own marketing plan, contact your local MI-SBTDC (see Appendix C). You may wish to request a copy of the "Small Business Guide to Effective Marketing Communications."

GETTING FREE PUBLICITY

Carefully read the publications in your area from front to back every day for a week. (Don't forget the magazines, newsletters, throwaway papers and other publications that cross your desk.) After a while you will begin to see a pattern of reporting that repeats on some periodic basis.

For example, Internet on Monday, stocks on Tuesday, franchise information on Wednesday, staff promotions on Thursday and so on. Select those sections in which you feel your business information might fit and start a collection. Ask yourself questions like: "Why is this here?" Or "For what audience is this written?" Or "Why is this important to the reader?" (While doing this, note how much space is given to each section and the length of each article or bit of information.)

Write a submission: Don't try to write the article for the publication, you're not in that business. Write information that fits the publication and leave the rest to the editor of the publication. Be sure you tell: who, what, when, why, where, how and how much.

Use a paragraph for each: Include one or more quotes from you, the president of your company, the person you are writing about or an authority in the field. Make sure their comment is relevant, and keep it short and simple. This way, the editor can pick and choose.

Format: Double space everything and leave at least a one-inch margin on both sides. Number the pages, and center the word "more" at the bottom of each page. Put "end" at the end. At the top of the

page write the name of the person from whom more information can be gathered, and be sure you let your staff know to notify that person immediately if they get a call.

If the information is time-dependent, put the date and time of the event at the top. Write today's date there as well. Don't forget the company name, address and phone. When you meet with the editor for the first time ask how he/she would like the information presented, and follow their guidelines to the letter.

Newspapers have very tight deadlines, and if a critical bit of information is needed and you're not available, your article may not get published. Don't bother to include photos unless they are dynamic action photos. Most publications have a staff photographer that will visit your place of business if a photo is required.

SMALL BUSINESS ADMINISTRATION (SBA) RESOURCES

The United States SBA has a wealth of information and services for the small business owner. The SBA website has the "Small Business Classroom" which has several classes on starting and managing a business available for free. These classes are designed to be easy to use and available 24 hours a day with topics on most in demand by small business clients. SBA's On-Line Library provides nearly 60 downloadable publications covering a variety of business topics including starting a business and business plans. The SBA website also maintains a "Calendar of Events" listing training and other programs by state with details and contact information. For more information regarding the SBA, please refer to Appendix F.

INSURANCE

It is prudent for any business to purchase a number of basic types of insurance. Some types of coverage required by law, others simply make good business sense. The types of insurance listed below are among the most commonly used and are merely a starting point for evaluating the needs of your own business. To learn more about the coverage that is best for your specific business, please contact an insurance agent who writes business insurance. Insurance is a very competitive business. Be sure to contact more than one agent. Shop around to get the best coverage for the lowest price.

LIABILITY INSURANCE

Businesses may incur various forms of liability in conducting their normal activities. One of the most common types of liability is product liability, which may be incurred when a customer suffers harm when using the business' product. There are many other types of liability, which are frequently related to specific industries. Liability law is constantly changing. An analysis of your liability insurance needs by a competent professional is vital in determining an adequate and appropriate level of protection for your business.

PROPERTY

There are many different types of property insurance and levels of coverage available. It is important to determine the property you need to insure for the continuation of your business and the level of insurance you need to replace or rebuild. You must also understand the terms of the insurance, including any limitations or waivers of coverage.

WORKERS' COMPENSATION (WC)

Most employers are required to provide WC coverage for their employees. This coverage applies to injuries incurred by workers in the course of their job duties. A WC policy is purchased from a private insurance company.

BUSINESS INTERRUPTION

While property insurance may pay enough to replace damaged or destroyed equipment or buildings, how will you pay costs such as taxes, utilities and other continuing expenses during the period between when the damage occurs and when the property is replaced? Business interruption (or "business income") insurance can provide sufficient funds to pay your fixed expenses during a period of time when your business is not operational.

"KEY MAN"

If you (and/or any other individual) are so critical to the operation of your business that it cannot continue in the event of your illness or death, you should consider "key man" insurance. Banks or

government loan programs frequently require this type of insurance. It can also be used to provide continuity in operations during a period of ownership transition caused by death or incapacitation of an owner or other "key" employees.

AUTOMOBILE

It is obvious that a vehicle owned by your business should be insured for both liability and replacement purposes. What is less obvious is that you may need special insurance (called "non-owned automobile coverage") if you use your personal vehicle on company business. This policy covers the business' liability for any damage that may result for such usage.

OFFICER AND DIRECTOR

Under certain circumstances, officers and directors of a corporation may become personally liable for their actions on behalf of the company. This type of policy covers this liability.

HOME OFFICE

If you are establishing an office in your home, it is a good idea to contact your homeowner's insurance company to update your policy to include coverage for office equipment. This coverage is not automatically included in a standard homeowner's policy.

SELLING TO GOVERNMENT AND EXPORTING

Obtaining government contracts can be the key to expanding both the marketing and income potential of any business. Government agencies at all levels contract for the majority of goods and services needed.

To become eligible for state contracts, a business must complete a vendor payee registration packet with the Department of Management and Budget. To obtain a packet, call (517) 373-4111 or visit online at <http://www.michigan.gov/doingbusiness>.

The vendor registration packet includes a list of commodities and services required by state government. When completing the vendor registration form, indicate which products or services you are interested in providing to the state. Once the registration information is processed, the business will appear on bidder's lists for those commodities/services indicated.

PROCUREMENT TECHNICAL ASSISTANCE CENTERS (PTACs)

The Michigan Economic Development Corporation provides support to PTACs located throughout the state. This network of thirteen locally based offices provides government contract and export assistance. Highly skilled professionals assist businesses in acquiring federal and state government contracts, as well as identifying international product or service markets for exporting.

GOVERNMENT CONTRACT SUPPORT

The federal government is a multi-billion dollar buyer of goods and services—more than \$150 billion is spent annually. State and local governments are also major purchasers of products and services. PTAC support includes, but is not limited to, the following:

- Orientation to the procurement system
- Bid preparation assistance
- Targeting government markets
- Daily listings of government bids
- Subcontracting opportunities
- Government specifications for bidding
- Training seminars and conferences

- Procurement resource library
- Bid history and contract award results
- Placement of your firm on vendor lists
- Electronic Data Interchange (EDI) assistance.

EXPORTING SUPPORT

In today's competitive worldwide economy, many companies have found that exporting improves its competitive position. PTAC supports the export needs of businesses through the following:

- Export counseling and marketing planning.
- Analysis of your firm's readiness to export.
- Identifying countries that buy your product or service.
- Listings of export trade leads.
- Assistance preparing export documents.
- Payment and finance options.
- Government regulations necessary for exporting.
- Training seminars and trade show opportunities.
- Extensive export resource library.

To learn more about selling to the government or exporting abroad, call your nearest PTAC center.

PROCUREMENT TECHNICAL ASSISTANCE CENTERS

1. N.W. MICHIGAN COUNCIL OF GOVERNMENTS - Traverse City
(231) 929-5036
FAX (231) 929-5042

2. N.E. MICHIGAN CONSORTIUM
Onaway
(989) 733-8548
FAX (989) 733-8069

3A. MICHIGAN WORKS! WEST CENTRAL
Big Rapids
(231) 796-4891 or (800) 442-8521 Ext. 15
FAX (231) 796-8316

3B. MICHIGAN WORKS! WEST CENTRAL
Muskegon
(800) 528-8776 or (231) 722-7700
FAX (231) 722-6182

4. MICHIGAN WORKS!
Marlette
(989) 635-3561
FAX (989) 635-2230

5. SAGINAW FUTURE, INC. - Saginaw
(989) 754-8222
FAX (989) 754-1715

6. FLINT GENESEE ECONOMIC GROWTH ALLIANCE - Flint
(810) 238-8364
FAX (810) 238-7866

7. S.W. MICHIGAN TAC
Kalamazoo
(269) 372-3941
(269) 353-5569

8. TAC OF SOUTH CENTRAL MICHIGAN - Jackson
(517) 788-4680
FAX (517) 782-0061

9. DOWNRIVER COMMUNITY CONFERENCE - Southgate
(734) 362-3477
FAX (734) 281-6661

10A. WARREN/CENTER LINE/ STERLING HEIGHTS CHAMBER OF COMMERCE
Warren - (586) 751-3939
FAX (586) 751-3995

10B. ECONOMIC DEVELOPMENT ALLIANCE OF ST. CLAIR COUNTY
Port Huron - (810) 982-9511
FAX (810) 982-9531

11. SCHOOLCRAFT COLLEGE BUSINESS DEVELOPMENT CENTER
Livonia
(734) 462-4438
FAX (734) 462-4439

12. WAYNE STATE UNIVERSITY (CITY OF DETROIT) - Detroit
(313) 577-2241
FAX (313) 577-4354

13. STATE OF MICHIGAN-PTAC PROGRAM
Michigan Economic Development Corporation
Lansing (517) 241-2471 FAX (517) 241-3689

NOW WHAT?

You've taken the time to read this information and probably learned a lot about starting a business, but where should you go from here?

Take the time to prepare a comprehensive business plan. Think about what you want out of your business. How do you intend to meet your goals? What will you need to get started—tax advice, financing, management assistance, legal advice? Then use your business plan when you meet with your banker, lawyer, or accountant.

Don't hesitate to contact your local MI-SBTDC (see Appendix C), or other resources listed. Helping you get your business off to a good start is our number one priority.

APPENDIX A

MICHIGAN COUNTY CLERK OFFICES

Alcona , Post Office Box 308, Harrisville, MI 48740.....	(989) 724-5374
Alger , 101 Court Street, Munising, MI 49862	(906) 387-2076
Allegan , 113 Chestnut Street, Allegan, MI 49010.....	(269) 673-0450
Alpena , 720 West Chisholm, Alpena, MI 49707.....	(989) 356-0115
Antrim , Post Office Box 520, Bellaire, MI 49615	(231) 533-6353
Arenac , Post Office Box 747, Standish, MI 48658	(989) 846-4626
Baraga , 16 North Third Street, L'Anse, MI 49946.....	(906) 524-6183
Barry , 220 West State Street, Hastings, MI 49058	(269) 945-1285
Bay , 515 Center Avenue, Bay City, MI 48708.....	(989) 895-4280
Benzie , Post Office Box 377, Beulah, MI 49617	(231) 882-9671
Berrien , 811 Port Street, St. Joseph, MI 49085.....	(269) 983-7111x8241
Branch , 31 Division Street, Coldwater, MI 49036	(517) 279-4306
Calhoun , 315 West Green, Marshall, MI 49068.....	(269) 781-0718
Cass , 120 North Broadway, Rm. 123, Cassopolis, MI 49031-1301.....	(269) 445-4464
Charlevoix , 203 Antrim Street, Charlevoix, MI 49720	(231) 547-7200
Cheboygan , Post Office Box 70, Cheboygan, MI 49721	(231) 627-8847
Chippewa , 319 Court Street, Sault Ste. Marie, MI 49783	(906) 635-6300
Clare , Post Office Box 438, Harrison, MI 48625	(989) 539-7131
Clinton , Post Office Box 69, St. Johns, MI 48879	(989) 224-5140
Crawford , 200 West Michigan, Grayling, MI 49738.....	(989) 348-2841
Delta , 310 Ludington, Escanaba, MI 49829	(906) 789-5105
Dickinson , Post Office Box 609, Iron Mountain, MI 49801.....	(906) 774-0988
Eaton , 1045 Independence, Charlotte, MI 48813	(517) 543-7500x225
Emmet , 200 Division Street, Petoskey, MI 49770.....	(231) 348-1744
Genesee , 1101 Beach Street, Flint, MI 48502.....	(810) 257-3282

Gladwin , 401 Cedar, Gladwin, MI 48624.....	(989) 426-7351
Gogebic , 200 North Moore, Bessemer, MI 49911.....	(906) 663-4518
Grand Traverse , 400 Boardman Avenue, Traverse City, MI 49684	(231) 922-4760
Gratiot , Post Office Drawer 437, Ithaca, MI 48847	(989) 875-5215
Hillsdale , 29 North Howell, Hillsdale, MI 49242	(517) 437-3391
Houghton , 401 East Houghton, Houghton, MI 49931	(906) 482-1150
Huron , 250 East Huron, Huron Co. Bldg., Rm. 201, Bad Axe, MI 48413	(989) 269-9942
Ingham , Post Office Box 179, Mason, MI 48854.....	(517) 676-7204
Ionia , 100 Main Street, Ionia, MI 48846.....	(616) 527-5322
Iosco , Post Office Box 838, Tawas City, MI 48764	(989) 362-3497
Iron , 2 South 6 th Street, Crystal Falls, MI 49920.....	(906) 875-3221
Isabella , 200 North Main, Mt. Pleasant, MI 48858	(989) 772-0911x259
Jackson , 312 South Jackson Street, Jackson, MI 49201	(517) 788-4268
Kalamazoo , 201 W. Kalamazoo Ave., 1 st Fl., Kalamazoo, MI 49007	(269) 383-8840
Kalkaska , Post Office Box 10, Kalkaska, MI 49646.....	(231) 258-3300
Kent , 300 Monroe Avenue, NW, Grand Rapids, MI 49503	(616) 336-3550
Keweenaw , HC1 Box 607, Eagle River, MI 49950.....	(906) 337-2229
Lake , Post Office Box B, Baldwin, MI 49304.....	(231) 745-4641
Lapeer , 255 Clay Street, Lapeer, MI 48446	(810) 667-0356
Leelanau , 301 East Cedar Street, P. O. Box 467, Leland, MI 49654.....	(231) 256-9824
Lenawee , 425 North Main Street, Adrian, MI 49221	(517) 264-4594
Livingston , 200 East Grand River, Howell, MI 48843	(517) 546-0500
Luce , 407 West Harrie, Newberry, MI 49868	(906) 293-5521
Mackinac , 100 South Marley Street, St. Ignace, MI 49781	(906) 643-7300
Macomb , 40 North Main, Mt. Clemens, MI 48043	(586) 469-5120
Manistee , 415 Third Street, Manistee, MI 49660	(231) 723-3331
Marquette , 234 West Baraga, Marquette, MI 49855.....	(906) 225-8330
Mason , 304 East Ludington Avenue, Ludington, MI 49431.....	(231) 843-8202
Mecosta , 400 Elm Street, Big Rapids, MI 49307	(231) 592-0784

Menominee, 839 10th Avenue, Menominee, MI 49858 (906) 863-9968

Midland, 220 West Ellsworth, Midland, MI 48640 (989) 832-6739

Missaukee, 111 S. Canal Street, P.O. Box 800, Lake City, MI 49651 (231) 839-4967

Monroe, 106 East First Street, Monroe, MI 48161 (734) 240-7020

Montcalm, 211 West Main Street, P.O. Box 368, Stanton, MI 48888 (989) 831-7339

Montmorency, 11265 M 32, Post Office Box 789, Atlanta, MI 49709 (989) 785-8022

Muskegon, 990 Terrace Street, 2nd Floor, Muskegon, MI 49442 (231) 724-6221

Newaygo, Post Office Box 885, White Cloud, MI 49349 (231) 689-7235

Oakland, 1200 North Telegraph, Pontiac, MI 48341 (248) 858-0581

Oceana, Post Office Box 653, Hart, MI 49420 (231) 873-4328

Ogemaw, 806 West Houghton Avenue, West Branch, MI 48661 (989) 345-0215

Ontonagon, 725 Greenland, Ontonagon, MI 49953 (906) 884-4255

Osceola, 301 West Upton, Reed City, MI 48677 (231) 832-3261

Oscoda, Post Office Box 311, Mio, MI 48647 (989) 826-1110

Otsego, 225 West Main, Gaylord, MI 49735 (989) 732-6484

Ottawa, 414 Washington, Room 301, Grand Haven, MI 49417 (616) 846-8310

Presque Isle, Post Office Box 110, Rogers City, MI 49779 (989) 734-3288

Roscommon, 500 Lake Street, P. O. Box 98, Roscommon, MI 48653 (989) 275-5923

Saginaw, 111 South Michigan Avenue, Saginaw, MI 48602 (989) 790-5251

Sanilac, 60 West Sanilac Avenue, Room 203, Sandusky, MI 48471 (810) 648-3212

Schoolcraft, 300 Walnut, Room 164, Manistique, MI 49854 (906) 341-3618

Shiawassee, 208 North Shiawassee Street, Corunna, MI 48817 (989) 743-2279

St. Clair, 201 McMorran, Port Huron, MI 48060 (810) 985-2200

St. Joseph, 125 West Main, P. O. Box 189, Centreville, MI 49032 (269) 467-5532

Tuscola, 440 North State, Caro, MI 48723 (989) 672-3780

Van Buren, 212 Paw Paw Street, Paw Paw, MI 49079 (269) 657-8218

Washtenaw, 101 E. Huron, P.O. Box 8645, Ann Arbor, MI 48107 (734) 222-6700

Wayne, Coleman A. Young Memorial Center, 2nd Floor Room 201 (313) 224-6262

Wexford, 437 East Division, Cadillac, MI 49601 (231) 779-9450

APPENDIX B

INFORMATION FOR EMPLOYERS

HIRING EMPLOYEES

There are several responsibilities to both the state and federal governments that must be met when hiring employees. **NOTE:** If the business is a corporation, anyone who performs services for the corporation or receives remuneration (including any "owners") is considered an employee. This list of responsibilities may apply for a start-up or existing business owner.

STATE AND FEDERAL TAXES

Employers are required to register with the IRS, call (800) 829-3676 for Social Security tax, Medicare and federal income tax withholding forms.

The employer is also required to register and file forms for state income withholding with the Michigan Department of Treasury, at (800) 367-6263.

These taxes are withheld from each employee's wage and paid to the appropriate taxing agency. Employers are required to pay a portion of the Social Security tax for the employee. Some cities levy a city income tax. Contact the local City Treasurer's Office for further information.

STATE UNEMPLOYMENT INSURANCE

Employers are required to register with the Michigan Unemployment Agency (UIA) for unemployment taxes. Contact the Unemployment Insurance Agency, Employer Tax Teams, 7310 Woodward Avenue, Second Floor, Tax Office, Detroit, Michigan, 48202; call (800) 638-3994. The employer pays unemployment taxes. No deductions can be made from an employee's wage to cover these taxes.

FEDERAL UNEMPLOYMENT INSURANCE

Employers are required to pay federal unemployment taxes. No deduction can be made from an employee's wage to cover these taxes. Contact the IRS for the proper tax forms at (800) 829-3676 or visit website at <http://www.irs.gov>.

WORKERS' COMPENSATION (WC)

All employers that regularly employ three or more part-time employees at one time, or employ one or more persons for at least 35 hours per week for 13 weeks during the preceding 52 weeks, are required to

have WC insurance. For further information about WC, contact the Workers Compensation Agency of the Department of Labor & Economic Growth at (888) 396-5041 or visit website at <http://www.michigan.gov/wca>.

NEW HIRE REPORTING

A provision of the Federal Welfare Reform Act requires employers to report to the Michigan Department of Treasury, Post Office Box 85010, Lansing, Michigan, 48908-5010 for basic information on all newly hired or rehired employees within 20 days of hiring. For further information or to obtain forms, contact the Michigan New Hire Operations Center at (800) 524-9846, or fax (517) 318-1659.

HEALTH AND SAFETY STANDARDS

Employers are required to comply with federal and state health and safety standards and laws throughout the Michigan Occupational Safety and Health Act (MIOSHA). For a complete set of safety and health standards, contact the Bureau of Safety and Regulation, Department of Labor & Economic Growth, Box 30643, Lansing, Michigan, 48909-8143, at (517) 322-1814.

IMMIGRATION LAW COMPLIANCE

All employers are required to verify the employment eligibility of all employees hired after November 6, 1986, by reviewing the employees' documents and then recording the information on a verification form. For further information, contact the Immigration and Naturalization Service (INS) at (800) 375-5283 for ***Michigan use only*** or (800) 870-3676 for INS Forms Request. Additional information may also be found at Michigan's Alien Labor Certification Program web site at <http://michalienlaborcert.org/>.

AMERICAN DISABILITIES ACT (ADA)

Employers are required to comply with the ADA. For informational publications contact the U. S. Department of Justice at (800) 669-3362 – for legal information about the Act call (202) 663-4900.

MINIMUM WAGE

Minimum wage and overtime standards are regulated by the federal and state government. For federal information contact the U.S. Department of Labor, 211 West Fort Street, Room 1317, Detroit, Michigan, 48226, at (313) 226-7447 or 2920 Fuller, NE, Suite 100, Grand Rapids, Michigan 49505 at 616-456-2004. For state information, contact the Wage and Hour Division of the Department of Labor & Economic Growth, Box 30476, Lansing, Michigan 48909, at (517) 322-1825.

AGE RESTRICTIONS

When hiring an employee who is younger than 18, an employer should be aware of restrictions on the type of work, hours that can be worked, and the need for a work permit. Contact the Wage and Hour Division of the Department of Labor & Economic Growth, Box 30476, Lansing, Michigan 48909 at (517) 322-1825.

EQUAL EMPLOYMENT OPPORTUNITY (EEO)

Contact the U.S. EEO at (800) 669-3362 for federal forms. Contact the Michigan Department of Civil Rights, 110 West Michigan Avenue, Suite 800, Lansing, Michigan 48913, or call (517) 335-3165 for public information posters and literature. Any other information about enforcement or to make a complaint about EEO, call (517) 334-9335.

EMPLOYEE POLYGRAPH PROTECTION ACT

To inquire about the Act, contact the U.S. Department of Labor, Wage and Hour Division, 211 West Fort Street, Room 1317, Detroit, Michigan 48226, at (313) 226-7447.

MICHIGAN EMPLOYMENT SECURITY ACT NOTICE TO EMPLOYEE

Contact the Unemployment Insurance Agency, Customer Service Office, 7310 Woodward Avenue, Detroit, Michigan, 48202, at (800) 638-3994 for information about the Act.

EMPLOYEES VS CONTRACT LABOR

Individuals may provide services to your businesses as either employees or a contractor. There are many different tests the IRS may apply to determine whether an individual is an employee or contractor. Improperly classifying someone whom the IRS considers an employee or a contractor can result in very stiff penalties. If you wish to consider using contractors instead of employees in your business, it is important that you **consult with a competent tax advisor** prior to making a decision.

REQUIRED WORKPLACE POSTERS

The State of Michigan, Department of Labor & Economic Growth, requires employers to display the following posters at the workplace.

Annual Summary of Injuries and Illnesses Form 300A (Form 300A is required to be posted from February 1 to April 30)	(517) 322-1848
Occupational Safety and Health Posters	(517) 322-1809
Notice to Employees (UIA).....	(800) 638-3994
Wage and Employment Standards Posters*	(517) 322-1825

*If gross annual sales are less than \$500,000 per year, State of Michigan workplace posters are required to be posted for all employees. And, if sales are more than \$500,000 per year, the Fair Labor Standard Act workplace posters are required to be posted in an accessible area for all employees.

The State of Michigan, Department of Civil Rights, requires employers to display the following posters at the workplace.

Michigan Law Prohibits Discrimination in Employment	
Education, Housing, Public Accommodation or Public Service	(800) 482-3604

The U.S. Government, U.S. Department of Labor, requires employers to display the following posters at their workplace.

Notice to Workers with Disabilities	(800) 669-3362
Equal Employment Opportunity Act	(800) 669-3362
Employee Polygraph Protection Act.....	(800) 669-3362
Family & Medical Leave Act.....	(313) 226-6935

Fair Labor Standards	(313) 226-6935
Minimum Wage.....	(313) 226-6935
Federal Job Safety & Health Protection	(202) 693-1888
Michigan Relay Center (Voice Mail and TDD)	(800) 649-3777

APPENDIX C

MICHIGAN SMALL BUSINESS & TECHNOLOGY DEVELOPMENT CENTER (MI-SBTDC)

MI-SBTDCs are business management assistance and training centers located throughout the state to assist people interested in starting a business as well as existing businesses with less than 500 employees.

The MI-SBTDCs provide no-cost business management consulting and low-cost training to Michigan's businesses. On a daily basis, certified counselors assist businesses in handling cash flow problems, developing sound accounting practices, producing marketing materials, packaging loan proposals, addressing personnel issues, and referring clients to experts who partner with the MI-SBTDC network.

These consultants include CPA, loan counselors, attorneys and marketing specialists. Firms interested in exporting, research and development, manufacturing, and technology transfer may receive specialized assistance from the MI-SBTDCs.

The program also links resources of federal and local governments with community colleges, university, and the private sector to produce practical solutions to business problems.

For more information, contact the MI-SBTDCs online at www.misbtcd.org or call your regional office for information about one of over 60 locations nearest you:

MI-SBTDC HOSTED BY

Alpena	Alpena Community College	(989) 358-7383
Detroit	Eastern Michigan University	(734) 487-0355
Escanaba	1 st Step, Inc.	(906) 786-9634
Flint	University of Michigan – Flint Campus	(810) 767-6494
Grand Rapids	Grand Valley State University	(616) 331-7370
Kalamazoo	Kalamazoo College	(269) 337-7350
Lansing	Lansing Community College	(517) 483-1921

Mt. Clemens	Macomb County Planning & Economic Development	(586) 469-5118
Harrison	Mid Michigan Community College	(989) 802-0993
Traverse City	Northwest Michigan Council of Governments	(231) 946-1596
Ypsilanti	Washtenaw Community College	(734) 547-9170

BIZ RESOURCE CENTERS (BRCs)

The Biz Resource Centers offer:

- One-stop locations where current and future small business owners can receive business assistance and advice.
- The latest computer technology, hardware and software, and extensive small business reference library of hard copy books and publications.
- Clients of all types the use of software for a variety of business applications, addressing diverse business needs.

BRC Statewide Locations:

- Michigan Works! Service Center - Escanaba (Region 1)
- Finlandia University – Hancock (Region 1)
- Michigan Works! Service Center – Hancock (Region 1)
- Michigan Works! Service Center – Sault Ste. Marie (Region 1)
- Michigan Works ! Little Traverse Bay Bands of Odawa – Petoskey (Region 2)
- Northwest Michigan Works! Service Center - Traverse City (Region 2)
- Alpena Community College - Alpena (Region 3)
- Mid Michigan Community College M-TEC -Harrison (Region 4)
- Michigan Works! Service Center – Bay City (Region 5)
- Michigan Works! Service Center – Midland (Region 5)
- Michigan Works! Service Center – Saginaw (Region 5)
- Michigan Works! Service Center Region 7B Consortium – Standish (Region 5)
- Lansing Regional Chamber of Commerce - Lansing (Region 8)
- Schoolcraft College – Livonia (Region 9)
- Michigan Works! Service Center - Clinton Township (Region 10)
- Lake Michigan College - Benton Harbor (Region 11)
- Eastern Michigan University College of Business/Washtenaw Comm. College - Ypsilanti (Region 12)



Hours open and contact numbers are available through: <http://www.misbtcdc.org/> - click on "Biz Resource Centers" or by calling toll free (877) 873-4567.

APPENDIX D

SERVICE CORPS OF RETIRED EXECUTIVES (SCORE)

SCORE is a non-profit association dedicated to entrepreneur education and the formation, growth and success of small businesses nationwide. SCORE is a resource partner with the SBA. SCORE volunteers serve as "Counselors to America's Small Business." Working and retired executives and business owners donate their time and expertise as volunteer business counselors and provide confidential counseling and mentoring free of charge. SCORE was founded in 1964 and assists approximately 300,000 entrepreneurs annually.

You can visit Michigan SCORE on the Internet at www.scoremichigan.org or call toll-free at 800-634-0245.

Michigan SCORE Locations

Adrian.....	(517) 265-5141
Ann Arbor	(734) 665-4434
Battle Creek	(269) 962-4076
Big Rapids.....	(231) 796-7649
Birmingham.....	(248) 644-1700
Brighton.....	(810) 227-5086
Cadillac	(231) 775-9776
Detroit – Meyers Road.....	(313) 862-6300 x254
Detroit – Michigan Avenue.....	(313) 226-7947
Detroit – W. Grand Boulevard	(313) 965-1100
Escanaba	(906) 786-2192
Flint.....	(810) 232-7909
Frankfort.....	(231) 352-7251
Grand Rapids.....	(616) 771-0305
Holland	(269) 637-5171
Kalamazoo	(269) 381-5382
Lansing.....	(517) 487-6340

Lapeer	(810) 667-0080
Livonia	(734) 427-2122
Madison heights.....	(248) 542-5010
Manistee	(231) 723-2575
Midland.....	(989) 839-9901
Monroe	(734) 242-3366
Mt. Clemens	(586) 463-1528
Muskegon	(231) 722-3751
Petoskey	(231) 347-4150
Pontiac.....	(248) 858-0783
Port Huron	(810) 985-7101
Rochester.....	(248) 370-3258
Royal Oak	(248) 547-4000
Sault Ste. Marie	(906) 632-3301
South Haven.....	(269) 637-5171
Southfield.....	(248) 204-3053
Southgate	(734) 281-0700
Traverse City	(231) 947-5075
Troy	(248) 641-8151
Warren	(586) 751-3939
West Bloomfield.....	(248) 626-3636
Ypsilanti	(734) 482-4920

APPENDIX E

INDEX OF STATE AND FEDERAL GOVERNMENT WEB SITES

STATE GOVERNMENT

Michigan Department of Civil Rights

Web site: <http://www.michigan.gov/mdcr/>

Information on compliance with Civil Rights laws.

Michigan Department of Labor & Economic Growth

Web site: <http://www.michigan.gov/cis/>

Information, forms, and publications related to health, safety, economic/cultural well being. Composed of nineteen regulatory and service agencies.

Consultation Education & Training (CET)

Web site: <http://www.michigan.gov/cis/>

Heading: Consultation Education & Training

Information about training programs to provide a safe and equitable workplace for employees

Corporation Division

Web site: <http://www.michigan.gov/cis/>

Heading: Commercial Services & Corporations

Forms for registering as a corporation (Articles of Incorporation), limited partnership or limited liability company, and information about trademarks & service marks

Office of Occupational Health

Web site: <http://www.michigan.gov/cis/>

Heading: Workplace Safety & Health

Information about safety and health standards and access to required workplace posters – Michigan Safety & Health Protection on the job, and Right to Know Material Safety Data Sheets.

Workers' Compensation

Web site: <http://www.michigan.gov/wca/>

Heading: Workers Compensation Agency

Information about the Workers' Disability Compensation Act of 1969, Act 317 of 1969, an Overview of Workers' Compensation in Michigan, and the pamphlet – A Summary of Your Rights and Responsibilities under Workers' Disability Compensation.

Michigan Department of Management & Budget

Web site: <http://www.michigan.gov/doingbusiness/>

Access to information about doing business with the State of Michigan and the Vendor Registration Form.

Michigan Department of Treasury

Web site: <http://www.michigan.gov/treasury/>

Forms to register for Michigan business taxes, i.e. Sales, Use & Withholding, and Single Business Tax.

Michigan Economic Development Corporation

Web site: <http://www.michigan.org/>

All information contained in this booklet, along with access to Michigan Careersite where job openings can be posted, and Travel Michigan.

Michigan New Hire Operations Center

Web site: <http://www.new-hires.com/MI/>

Michigan Employer Guide to New Hire Reporting, along with the New Hire Reporting Form.

Michigan Unemployment Insurance Agency

Web site: <http://www.michigan.gov/uia/>

Information on unemployment insurance services.

FEDERAL GOVERNMENT

Internal Revenue Service

Web site: <http://www.irs.gov/>

Information, forms, and publications regarding business and personal taxes.

SS4 – Application for Employer Identification Number – EIN

Web site: <http://www.irs-tax-id-number.com/>

Social Security Administration

Web site: <http://www.ssa.gov/>

Information about the Social Security Administration, their services to employers (including a guide to wage reporting for employers), and information about being self-employed.

U. S. Department of Labor

Web site: <http://www.dol.gov/osbp/sbrefa/poster/matrix.htm>

Summary of federally required workplace posters.

U. S. Patent and Trademark Office

Web site: <http://www.uspto.gov/>

Registration forms for trademarks and service marks.

U. S. Copyright Office

Web site: <http://www.copyright.gov/>

Information, forms, and publications regarding United States Copyright laws.

Small Business Administration (SBA)

Web site: <http://www.sba.gov/>

Information about the services and programs available through the SBA.

OTHER ORGANIZATIONS

Michigan Small Business & Technology Development Centers

Web site: <http://www.misbtdc.org/>

Information about the services provided by the Michigan Small Business & Technology Development Centers (MI-SBTDCs), and a list of the Regional and Satellite Centers.

Michigan SCORE

Web site: <http://www.scoremichigan.org/>

Information about the Service Corps of Retired Executives, a listing of regional chapters, and a schedule of available workshops.

APPENDIX F ABOUT THE SMALL BUSINESS ADMINISTRATION (SBA)

U.S. Small Business Administration

Michigan District Office

477 Michigan Avenue, Room 515

Detroit, Michigan 48226

Phone: (313) 226-6075

Fax: (313) 226-4769

Web site: <http://www.sba.gov>

E-mail: Michigan@sba.gov

The U.S. Small Business Administration helps people get into business and stay successful. The agency accomplishes this mission by providing new and existing small businesses with loan guarantees, management counseling and training, and assistance in obtaining government contracts. The SBA also acts as an advocate for small business interests.

WHAT IS A SMALL BUSINESS?

- Independently owned and operated
- For-profit business
- Meets SBA size standards (maximum) that are based on either number of employees or average annual sales. In general they are as follows:

Manufacturing	500 employees
Mining	500 employees
Wholesaling	100 employees
Retail and Service	\$6 M sales
Construction	\$12 M sales

SBA provides small business assistance in four major areas: advocacy, procurement, business development, and financial assistance.

ADVOCACY

The SBA espouses the cause of and explains the role of small business in our society and economy, and advocates programs and policies that help small firms. SBA's Office of Advocacy maintains a hotline to assist callers with their small business questions at (800) 8-ASK-SBA.

GOVERNMENT CONTRACTING

SBA helps small businesses obtain a representative share of federal contracts through a variety of programs including assistance locating government contracts; subcontracting to small businesses; entry into PRO-Net, a computerized database which is accessed by all federal agencies and prime contractors; issuing certificates of competency to help qualify small businesses for government contracts, and more. SBA programs include:

8(a)-Minority Enterprise Development Program: a business development program for small businesses at least 51% owned, managed, and controlled by individual(s) who are socially and economically disadvantaged, and which have the capacity and capability to sell products and services directly to the federal government. Through the 8(a) program, SBA acts as a prime contractor and negotiates subcontracts with 8(a) companies at prices that enable the firms to perform the contract and earn a profit.

Central Contractor Registration (CCR): an electronic gateway of procurement information, for and about small businesses. It is a search engine for contracting officers, a marketing tool for small firms and a "link" to procurement opportunities and important information. It is designed to be a "virtual" one-stop procurement shop.

Small Disadvantaged Business Certification (SDB) Program: to qualify as an SDB, a firm must be owned and controlled by one or more individuals who are socially and economically disadvantaged. Under the new rule, before a small business concern can become eligible to receive benefit as an SDB, it must be certified as an SDB by SBA.

Historical Underutilized Business (HUB) Zones: were created to encourage economic development through establishment of preferences for award of federal contracts to small businesses located in these areas. There are over 400 HUBZones in Michigan with over 200 in the City of Detroit. To see whether your business is located within a HUBZone, visit SBA's web page.

Very Small Business (VSB) Set-Aside Pilot Program: this pilot program improves access to federal government contract opportunities for businesses with 15 or fewer employees and average

annual receipts that do not exceed \$1 million by reserving certain procurements for competition among such businesses. Procurement requirements estimated to be between \$2,500 and \$50,000 must be reserved for eligible VSB businesses.

ENTREPRENEURIAL DEVELOPMENT

Through its resource partners, the SBA offers free, one-on-one counseling, and no/low cost training, conferences, and seminars. Major resource partners in Michigan include the following.

Michigan Small Business & Technology Development Centers: Help to foster small business concerns by providing “one-stop” guidance, assistance, and counseling to small business owners. There are 12 regional centers and over 70 satellite and affiliate centers in Michigan. To find the location closest to you, please call (616) 331-7480 or refer to Appendix C.

Service Corps of Retired Executives (SCORE): This association is comprised of volunteer, retired business executives who share their management and technical expertise with small business owners. There are nine SCORE chapters in Michigan with over 40 locations. Please call (313) 226-7947 to locate the SCORE office closest to you or refer to Appendix D.

U.S. Export Assistance Centers: A cooperative effort between the SBA, U.S. Department of Commerce and Export-Import Bank to provide, free trade counseling and advise on all facets of the export process. There are four USEACs in Michigan: Detroit (313) 226-3650, Pontiac (248) 975-9600, and Grand Rapids (616) 458-3564.

Women Business Centers (WBCs): provide a wide range of services to women entrepreneurs at all levels of business development, including the principles of finance, management and marketing, as well as specialized topics such as government contracting and certification. There are four WBCs in Michigan and one affiliate center: Detroit (313) 961-8426, Grand Rapids (616) 458-3404, Ann Arbor (734) 677-1400, Traverse City (231) 929-5000, and Flint (810) 239-9250.

Business Information Centers (BICs): A wealth of resources including computer hardware and software, books, videos, and CD-ROMs are available for small business owners. The centers also provide one-on-one counseling from SCORE and the MI-SBTDC. There are two BICs in Michigan: Detroit (313) 965-1100 and Grand Rapids (616) 771-6880.

FINANCIAL ASSISTANCE

The SBA provides financial assistance by guarantying loans made by lending institutions. In most cases, the maximum amount the SBA may guaranty is \$1,000,000. Loans of \$150,000 or less carry a maximum 85% guaranty rate. Loans exceeding \$150,000 have a maximum guaranty of 75%. The maximum interest rate permitted is 2.75% over prime with higher rates permitted on loans \$50,000 and under.

The SBA offers a variety of loan programs to meet nearly every financing need. Programs include:

LowDoc loans: For loans up to \$150,000. While the dynamics are the same for the borrower, the lender submits less paperwork to the SBA thereby reducing turn-around time for approval.

CAPLines: This program offers a variety of lines of credit to help small businesses meet financing needs. This program includes contract loans to help finance labor and materials for a project; seasonal lines of credit; asset-based loans for revolving lines of credit; and contractor loans to finance renovations of buildings for resale.

Export Working Capital Program: Helps to finance labor, materials, and export expenses during any stage of the export process.

International Trade Loans: To finance facilities, equipment, or working capital for international sales.

Prequalification Loans: Intermediary organizations work with minority, women, and disabled business owners to present a loan application for \$250,000 or less for SBA review prior to submitting the proposal to a bank. If SBA's review is favorable, it will issue a letter of pre-commitment that states if a bank will do the deal, SBA will guaranty it.

Microloans: this program provides small loans ranging from under \$500 to \$35,000. Under this program, the SBA makes funds available to nonprofit intermediaries that, in turn, make the loans directly to entrepreneurs. Proceeds can be used for typical business purposes such as working capital, machinery and equipment, inventory and leasehold improvements. Interest rates are negotiated between the borrower and intermediary. The average loan size is \$10,000.

Michigan Certified Development Corporation (MCDC)-504 Program: this program provides long-term, fixed-rate, subordinate mortgage financing for acquisition and/or renovation of capital assets including land, buildings, and equipment. Projects are financed through a cooperative effort by the lender, the SBA, and a development company that is SBA-certified.

Small Business Investment Company Program (SBIC): licensed and regulated by SBA, SBICs are privately owned investment firms that make capital available to small businesses through investments or loans. SBICs use their own funds plus funds obtained at favorable rates with SBA guarantees and/or selling their preferred stock to SBA. SBICs are for-profit firms whose incentive is to share in the success of a small business.

ESMALL BUSINESS:

Tools to help businesses understand and participate in the Internet economy – <http://www.sba.gov>.

HOW TO GET ON-LINE

SBA's on-line classroom – <http://www.sba.gov/classroom>

Internet Essentials is a series of online courses – available 24/7 that provide everything you need to know to succeed in the new Internet economy. You'll learn how to market effectively on the Web, implement e-commerce and how to participate in the Internet economy! The course content is divided into brief modules viewable in any order you choose. You'll get answers to questions most business owners like you want to ask about e-business. Modules include:

1. **The Internet Economy** – learn how the Internet can help make your business more competitive.
2. **Basics of the Internet** – learn why it's important for your business and which technologies and services you'll need to start putting the power of the Internet to work for you.
3. **Basics of E-commerce** – overview of how to buy and sell on-line, the different kinds of e-commerce, and setting up a virtual storefront.
4. **Growing Your Business on the Web** – information about the technologies, software and products you will need for your Internet strategy.

HOW TO FIND A TECHNOLOGY COMPANY

Business cards – <http://www.sba.gov/buscard/>

Search on-line through business cards posted by business owners to find a resource you need. For example a recent search with keyword "internet" in Michigan yielded 42 companies. Please note, these businesses are not endorsed by the SBA. This feature is provided merely as a public service.

HOW TO MARKET YOUR BUSINESS ON-LINE

On-line Women Business Center – <http://www.onlinewbc.gov/>

This site is full of tested advice compiled from the experienced business counselors of the Women Business Centers nationwide. There is a special marketing section devoted to the Internet. There are numerous articles with advice on choosing a Web production company, selling online, promoting your Web page, and more.

Central Contractor Registration (CCR) – <http://www.ccr.gov/>

CCR is an electronic gateway of procurement information for and about small businesses. It is a search engine for contracting officers, a marketing tool for small firms and a “link” to procurement opportunities and important information.

E-COMMERCE REGULATORY ISSUES

SBA’s Office of Advocacy – <http://www.sba.gov/advo/>

It is important for small business to understand the laws, policies, and regulations that affect e-commerce. SBA’s Office of Advocacy has created a Web page to provide small business owners and operators with up-to-date information on federal regulatory and legislative actions that affect e-commerce. Information includes:

1. **E-commerce issues** – Information on specific issues, how these actions can affect you and how to get involved. Top issues currently include: Alternative Dispute Resolution, Taxation, Top Level Domain Names Abuse (cybersquatting), and Trademarks.
2. **E-commerce trends and statistics** – latest research on e-commerce available to SBA.
3. **E-commerce links** – Web sites with important information for small business.

APPENDIX G ACRONYMNS

Affirmative Action	AA
Americans with Disabilities Act	ADA
BIZ Resource Centers	BRCs
Business Information Centers	BICs
Central Contractor Registration	CCR
Consultation Education & Training	CET
Department of Environmental Quality	DEQ
Doing Business As	DBA
Employer Identification Number	EIN
Equal Employment Opportunity Act	EEO
Export Working Capital Program	EWCP
Federal Social Security Tax	FICA
Federal Unemployment Tax Agreement	FUTA
Historical Underutilized Business Zones	HUB Zones
Industrial Revenue Bond Program	IDRB
Internal Revenue Service	IRS
Labor & Economic Growth (formerly Consumer and Industry Services)	LEG
Limited Liability Company	LLC
Low Documentation Loan Program	LowDoc
Michigan Certified Development Corporation	MCDC
Michigan Economic Development Corporation	MEDC
Michigan Strategic Fund	MSF
Nonprofit Corporation	NPC
Professional Service Corporation	PC
Procurement Technical Assistance Centers	PTACs
Service Corps of Retired Executives	SCORE
Single Business Tax	SBT
Small Business Investment Companies	SBICs
Michigan Small Business & Technology Development Centers	MI-SBTDCs
Small Disadvantaged Business Certification Program	SDB
Unemployment Insurance	UI
United States Small Business Administration	SBA
Venture Capital	VC
Very Small Business Set-Aside Pilot Program	VSF
Women Business Centers	WBCs
Workers' Compensation	WC

APPENDIX H TYPES OF CORPORATIONS

ITEM	REGULATION	START-UP COSTS	ENTITY	LIFE	LIABILITY	TRANSFER OF INTEREST	MANAGEMENT	TAXATION
Sole Proprietorship	Least regulated	Least expensive	Not separate from proprietor	Life of person	Unlimited liability	Assets must be transferred	Easiest-one owner controls	No double taxation
Partnership	Limited regulation	Relatively inexpensive	Not separate from partners	Agreed term: Life of any partner	Partners liable for contributions except for negligent act by a partner	New agreement generally required	Agreement of partners	Each partner taxed on his/her share of income
Limited Liability Partnership	Limited regulation	Relatively inexpensive	Not separate from partners	Agreed term: Life of any partner	Partners liable for contributions except for negligent act by a partner	New agreement generally required	Agreement of partners	Each partner taxed on his/her share of income
Limited Partnership	Limited regulation	Relatively inexpensive	Separate from partners	Agreed term: Life of any general partner	General partners liable for all obligations; Limited partners liable to extent of contribution	In accordance with limited partnership agreement	Agreement of partners usually required	Each partner taxed on his/her share of income
Limited Liability Company	Limited regulation	Relatively inexpensive	Separate from members	Agreed term	Liability limited to the assets of the company	In accordance with operating agreement	Members may participate or select managers	May choose to be taxed as a partnership
Corporation	Most regulated	Most expensive to form	Separate legal entity	Perpetual	No individual liability	Most transferable	Authorization of a specified percent of directors required	Double taxation