



*“By Families, For Families,
across Generations”*

A large, blurred photograph of a crowd of people at a social event, likely a networking gathering. The image is taken from behind several people, showing their heads and shoulders. The lighting is bright, suggesting an indoor or well-lit outdoor setting. The overall tone is professional and social.

Prospectus

Why Join FBN Ireland

- Would your family benefit from learning from other like-minded family business owners?
- Are the next generation of your family about to get involved in the company or are you thinking about succession planning?
- Are you considering the issues around ownership succession?
- Are you considering the structuring of the family to support the future needs of the business?
- Do you see a need to inform and engage your next generation on family, business and ownership issues?
- Are you concerned at the lack of recognition the family business sector receives in Ireland?
- Would you value access to a global network of like-minded families in business?

If you answer “yes” to any of the above then membership of FBN Ireland could benefit your family and your family business.



The Family Business Network Ireland

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“By Families, for Families, across Generations.”

Our Purpose

“To be a forum for Irish families in business committed to engagement, sharing experience and the development of knowledge through mutual support to provide families in business with the support to grow, transition and learn from each other”.

1.1 FBN Ireland

Founded by Irish families-in-business, FBN Ireland has been established to connect, support and serve families in business. We are a trusted resource, dedicated to promoting the success and sustainability of families in business locally, nationally and globally. Our primary values are confidentiality, trust, openness, honesty and mutual respect in an environment free of solicitation. FBN Ireland is a non-profit Company limited by Guarantee and not having a share capital.

The Family Business Network Ireland is one of 30 chapters of the Family Business Network International (FBN-I) around the world. Each chapter organizes its own programs and events, for networking, education and training, under the motto “By Families, For Families.”

1.2 FBN Ireland Vision

FBN Ireland’s vision is to become the premier national resource and learning community for supporting Irish family businesses. We provide a confidential forum for families to discuss and address challenges specific to family businesses, advise on family governance, assist with succession planning, provide a forum for the next generation and highlight the contribution of family businesses to the Irish economy.

1.3 Challenges to Families-in-Business

1.31 What is a Family Business?

The term “family business” as agreed by both the Family Business Network (FBN) and the European Group of Owner-Managed and Family Enterprises (GEEF) is:

- The majority of votes are in possession of the natural person(s) who established the firm, in possession of the natural person(s) who has/have acquired the share capital of the firm, or in possession of their spouses, parents, child or children’s direct heirs;
- The majority of votes may be indirect or direct;
- At least one representative of the family or kin is involved in the management or governance of the firm;
- Listed companies meet the definition of family enterprise if the person who established or acquired the firm (share capital) or their families or descendants possess 25 per cent of the right to vote mandated by their share capital.

1.32 Key Challenges

To achieve the sustainability of family business across generations, business owning families face unique, important and life-long challenges associated with common ownership:

Ownership Clarity: the family must achieve clarity and consensus on the continued family ownership of the business and the type of business it wishes to own;

Family Relationship with the Company: the family needs to define its relationship to the company it owns to achieve clarity and consistency for all stakeholders;

The Pathway to Consensus: families may need assistance, facilitation and access to the experience and knowledge of other families-in-business to help them reach consensus over time;

Conflict Resolution: to achieve long-term ownership families will need to channel, discuss and resolve potential differences of opinion and perspective;

Next Generation Education for Ownership: the family will need to be educated in ownership to include the business it owns, rights as shareholders and responsibilities as owners and the values and aspirations of the family;

Next Generation Leadership Development: each family will need to find a way to encourage and support next generation family members to each engage with the family business or to aspire to and achieve positions of family leadership;

Wealth Management: family members will need the skills to understand and manage the wealth they may inherit;

Philanthropy: families may benefit from the experience of other families in the areas of effective philanthropy to include granting, charitable donation, foundations and social venturing.

- The network contains the accumulated knowledge within and amongst its' members;
- Confidential exchange and peer-to-peer learning.
- All activities within the network are governed by our values to facilitate the exchange of insights and knowledge between members;
- Value-added research for family businesses.
- The network sets out to discover and foster practical research relevant to the issues faced by families in business;
- Supporting sustainable and successful family businesses for the future
- The network has long-term goals and aspirations.

1.4 Why We Are Different

The key factors which position the FBN as a unique resource for business owning families are the following.

- The Network operates across generations.
- The FBN is the only family business organisation with a specific intent and dedicated resource aimed at the Next Generation (18yrs-35yrs).
- FBN is a non-profit and non-solicitation organisation.
- Surplus is re-allocated back for the membership, who are not permitted to seek commercial gain from the network.
- FBN Ireland is a part of an international forum.
- The FBN has over 7,000 members from over 3,100 family companies, organised in 30 national or regional associations around the world.
- The FBN network represents 25 years of shared family experience.

1.5 Founding Families

The following five families-in-business are the founders of the Family Business Network, Ireland.

Feighery Family– 2nd Generation family business. Multi-disciplined construction group with offices in Ireland and the UK. See www.siac.ie

Campbell Family– 2nd generation family business. Tea and coffee specialists and blenders with coffee shops in Ireland, the UK and the USA. See www.bewleys.com

Carton Family– 8th Generation family business. Chicken producers. See www.chicken.ie

Musgrave Family– 5th Generation family business, based in Cork. Food distribution business partnering with over 3,500 independently owned supermarkets in Ireland, Northern Ireland and Spain. See www.musgravegroup.com

Roche Family- 3rd Generation family businesses. Part- owners of the Doyle Hotel Group and NTR plc. Development of renewable energy sources in Ireland and the USA. See www.ntrplc.com. and www.doylecollection.com

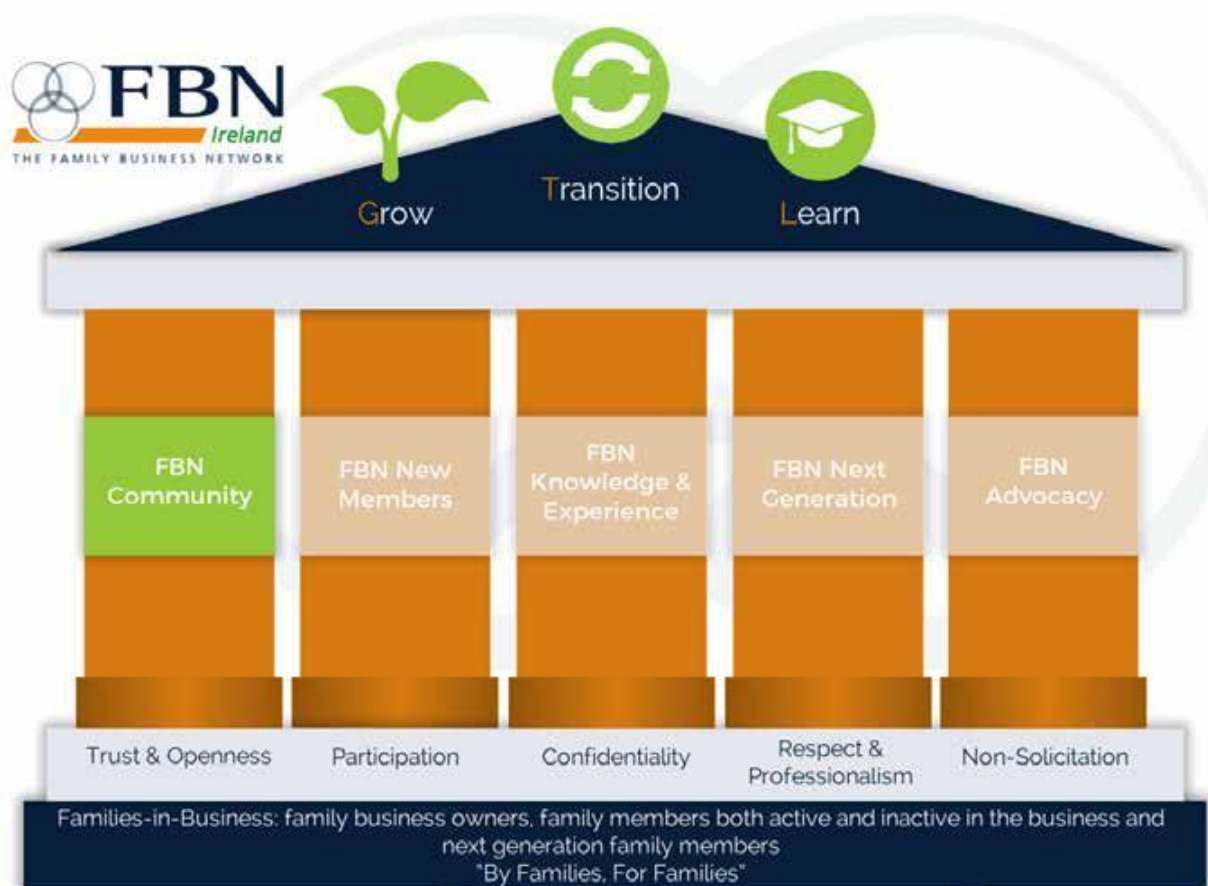
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1.6 FBN International

FBN International

FBN International is the world's leading network of business owning families, promoting the success and sustainability of family business. The Family Business Network is a non-profit international network that is run by family businesses for family businesses, with the aims of the strengthening family business governance ensuring success over generations and effectively advocating family business. The International network was founded in Switzerland in 1989 and now has a membership of over 3,400 families in business, in 30 national or regional chapters covering 60 countries around the world. There are 5,600 senior generation and 4,000 next generation (18yrs to 40yrs) individual family members participating in the network.

www.fbn-i.org





What we do...

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**“By Families,
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2.1 Our Code of Conduct

Upholding the Code of Conduct of the Family Business Network.

Participating Families will be asked to sign up, upon joining, to the values of the Family Business Network which govern the activities of the Irish chapter and the activities of chapter members as they network with other members of the Family Business Network International, based all over the world.

The following are the key values we are asking members to sign up to:

Trust and Openness

The Network is founded on the principles of open communication and trust.

All network members are family businesses with a common agenda and similar issues. This is essential to develop a climate of mutual trust and the exchange of relevant information, experience and insights.

Participation

Active participation by members is the vital ingredient which makes the network valuable.

All members are encouraged to make and share their own contributions, either through discussion, constructively questioning other members or presenting their ideas and experiences.

Confidentiality

Members are committed to sharing experiences and insights in an atmosphere of confidentiality. Information, opinion and comment exchanged within network meetings must not be divulged, recorded or exchanged through any medium, outside of the deliberations of the network.

Respect and Professionalism

Discussions and debates are always conducted in a professional and respectful manner.

Members should be prepared to take account of the opinions and ideas of others, fairly stated. Challenge should be constructive and informed with the specific aim of increasing the insight and understanding of all members.

Non-Solicitation

The network is not a place to sell products or services to other members or to “place” philanthropic opportunities. It is a forum for the learning and the exchange of ideas, experience, and knowledge.

The network is a forum to specifically consider the challenges and opportunities specific to sustained ownership. It is not intended as a place for the exchange of goods and services amongst members or as a resource to place philanthropic, sponsorship or other opportunities.

2.2 FBN Community

Community: the setup of a secure network drawing on international best practice solely for business owners and their families, to deliver the following:

Family Business “Meet the Owner”: presentations and discussions by family business owners on the story of their family and company and the challenges being addressed by each;

Family Business Briefings: with national and international experts in the area of family business to address particular issues and topics;

Family Business Roundtables: facilitated small groups of business owning families to discuss key issues with reference to the experiences of other families and benchmarked to best practice;

Family Business Conference: showcase of international best practice from international families and experts in the area of family business.

Family Business Site-visits: visits to the business operations of member companies.

Benefits of participation in the FBN Forum.

The sharing of first-hand direct experience with other families in business that have faced, or are facing, similar challenges associated with family ownership;

The opportunity for non-active family members and current or future shareholders to discover and understand for themselves the challenges unique to family business and the practical ways to address these over time;

The opportunity for senior non-family Board members and/or Directors of single family offices, to engage and understand at first hand the challenges faced by family members and owners;

The opportunity to engage with peers within a confidential environment of non-solicitation.

2.3 New Members

New Members: the steady growth of the network in Ireland and access to business owning families:

New Members: constant renewal of the network through the addition of new members who bring unique businesses, new knowledge and insights on the effective governance and management of the family and business;

International: the opportunity to network with and meet business owning families in Europe and internationally, through the activities of the FBN International to include the annual Global Summit.

Benefits of new members and access to families in business:

The staged development of resources for the chapter for the benefit of all members. The addition of new knowledge, ideas and experience which is available for other members.

2.4 Knowledge and Experience

Knowledge And Experience: the sharing of experience with families, working with Irish and international facilitators with experience of family business. Delivered within FBN Learning, to include programmes for Ownership, Family Business Governance, Business Governance, Wealth Management.

International Exchange Platform: access to the FBN members "Exchange Platform" for information on family business – cases, articles and studies on family business;

FBN Ireland Library: access to an on-line resource of pro-formas, articles, cases and expertise relevant to the development of family business governance, management and the next generation;

Family Business Advisors: exposure to relevant experts in family business based both in Ireland and overseas.

Benefits of access to family business knowledge and experience:

The securing of the basics of family business management, succession planning and governance with reference to the first-hand practical experience of other family business owners;

The understanding and discussion of practical outcomes to structure and guide family governance such as the setup and development of a Family Council, the drafting of a Shareholder Agreement or Constitution, the effective design and facilitation of family gatherings and meetings and engagement with next generation owners;

Access to facilitated programmes designed to help member families navigate together the challenges around succession.

2.5 Next Generation

Next Generation: development and support for the next generation of family members and family business owners, to include:

Next Generation Network: specifically for the next generation family members to address their concerns, learning needs and support;

Courses: education courses targeted at Next Generation family business members to prepare them for the leadership of the business and the family;

FBN International Internship Programme: work experience for next generation members through placement in FBN member family businesses worldwide;

FBN International Next Generation Summit: annual conference specifically for next generation members, with attendees from family businesses worldwide.

Benefits to participation in FBN for next generation family members:

The fostering of long-term family entrepreneurship and a sense of ownership for and among next generation family members with the opportunity to learn and benefit from their own network of peers from other member companies;

The opportunity for suitable next generation family

members to work in other family companies outside of Ireland;

The opportunity for next generation family members, developing a career in their family company, to source mentoring and support on a confidential basis;

The opportunity for next generation family members to participate in facilitated workshops to cover key issues relevant to business management, family ownership and personal and career development.

2.6 Advocacy

Advocacy: evaluation of the contribution of family businesses to the economy on the island of Ireland and the representation of relevant issues faced by families-in-business, to interested third parties and policy makers:

Family Business Sector: evaluation of the contribution of family business to Ireland, to cover employment, value added, revenue et al.;

Family Business Advocacy: comment through suitable channels on issues of importance to families in business;

Family Business Policy: presentation of the key issues relevant to family business owners and family business, for engagement with policy makers to include international examples, impacts and proposals on future direction and policy.

Benefits of FBN Advocacy:

The opportunity to quantify and present the contribution of families in business to Ireland inc;

The opportunity to collectively engage with Government and policy makers on a national basis to shape and influence policy relevant to the long-term sustainability of family companies in Ireland.

2.7 Core Family Business Knowledge Areas

FBN Ireland work with 5 areas which are of particular importance for families to achieve successful and sustainable businesses, across generations. The five areas are:

A recognition that family businesses are different and

present their own specific challenges for the families that own them and for the people working in them.

1. Sustaining the Family in Business Across Generations

2. Ownership Succession

The fundamental requirement if a family company is to remain in the hands of the family from one generation to the next. This involves the efficient transfer of assets and the continuing unity of the family behind the company it owns.

3. Structuring the Board and Company

The development of management practices, the involvement of non-family managers and Board members. The use of outside non-family non-executive Directors.

4. Structuring the Family

Family harmony is reliant on working relationships both within the family and between the family and other key stakeholders, principally the staff and management in the company.

5. Engaging the Next Generation

The most important task; continuity of family leadership and ownership around the common purpose of the family business. The development of a “family glue” within the next group of family members and current and future shareholders.

Sustaining
the Family in
Business a cross
generations

1.
Ownership
Succession

2.
Structuring
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3.
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4.
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3.1 Why Join FBN Ireland

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3.2 Who we are looking for

The Family Business Network Ireland is intended for family business owners, family members both active and inactive in the business and next generation family members, who collectively are:

Values

Prepared to network and share best practice with like minded families-in-business and to follow the FBN Code of Conduct at all times;

Ownership

Intending to maintain ownership within the family.

- **Generational Stage:** moving into the second generation of ownership or those families that have achieved/are considering the successful transfer to subsequent generations;

Scale

Owners of medium to large businesses:

- **Business Scale:** scale in turnover or employee numbers to introduce increasing complexity;
- **Business Development:** businesses considering or at the early stages of international expansion to deliver growth;

Issues

Anticipating the need address one or all of the challenges common to families-in-business, to include (but not limited to):

- **Level of Non-Family management:** businesses intending to attract, develop or retain non-family management. ;
- **Family Controlled:** family businesses considering or having recently established formal governance mechanisms to guide and manage family shareholders;
- **Next Generation (18 to 35+ years):** families with next generation family members either intending or commencing a career in the family company or intending to start learning about responsible ownership;
- **Non-Family CEO:** businesses intending to appoint, or working with, a non-family CEO.

Family business development stage

Families who have an interest (shareholding, legacy) in a number of different businesses, being “families-in-business”.

Membership

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3.3 What to do next

If you are a family member of a business owning family and would like to hear more of our plans and what we do, please contact our Executive Director, John McGrane by sending an email to john.mcgrane@fbnireland.ie.

All enquiries will be treated with the utmost confidentiality. FBN Ireland will outline possible benefits, discuss the profile of our current members and listen to your particular requirements. We will advise if FBN could be of benefit for your family as you seek to continue as a family in business.

3.4 Contact information

Executive Director - John McGrane

FBN Ireland

13 Merrion Square North

Dublin D02 HW89, Ireland

You can contact us directly by email at info@fbnireland.ie



