

## Hey there, director.

Whether this is your first time in the driver's seat, or you've been here once or twice before, it's nice to start fresh by (re)familiarising yourself with what it means to be the director of a company, and what your responsibilities are.

Finding the information you need, when you need it, makes a big difference to the day-to-day success of your business. This guide will give you an overview of that necessary info – and hopefully unravel some of the jargon, too.

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01 INTRODUCTION

### First things first.

In your Company Register Kit, you'll find a checklist of required next steps to make this baby of yours official. There are a few things for you to sign, and it's best to do this ASAP. In lieu of being able to do it all for you, we've been sure to include all the necessary info in the checklist.

As director, it's your job to promote good governance, protect your shareholders' interests, and keep your staff happy and productive – all while ensuring that the company turns a tidy profit. Remember, even if you appoint an agent to look after all this stuff, it is you – not the agent – who is ultimately responsible for all legal obligations. So if you're unsure of anything, it's best to seek advice from your solicitor or accountant.

We're not going to lie, running a company is hard work. It's a big job and a great responsibility. But the rewards are great and, let's face it, you wouldn't be here if you weren't up to the task, right? So let's get stuck in.

With you every step of the way, Veromo

#### 02 YOUR COMPANY REGISTER

## My company register – what is it?

Your company register is a physical folder holding all the hard copies of your company documents, so it's quick and easy to access them.

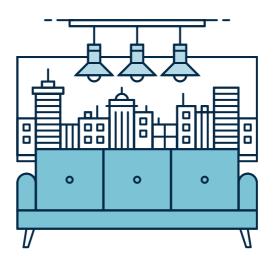
And – apart from keeping your records tight – a company register keeps the folks over at the Australian Securities and Investments Commission (ASIC) happy!

Traditionally, a company register takes the form of an old school ring binder collecting dust on a shelf. Thankfully, your Veromo Company Register Kit is a sleek little unit you'll actually want to use.

### Here's a summary of what's included in your Veromo Company Register Kit:

- Booklet 01: A Guide to Running your Company
- Booklet 02: Company Documents
  - · Certificate of Registration
  - · Consent to Act as an Officeholder
  - · Consent to Act as Public Officer
  - · Notice of Appointment of Public Officer
  - · Register of Officeholders
  - · Resolution of Directors
- Booklet 03: Share Registers
  - · Register of Members
  - · Share Allotment Register
  - · Consent to Act as a Member
  - Share Certificate
- Booklet 04: Bank Account Kit
  - · Letter to Bank Manager
  - · Resolution of the Directors
  - · Company Constitution
  - · Proof of Identity Details
  - · Certificate of the Registration of a Company
- A Veromo notebook

#### 03 YOUR COMPANY DIRECTOR



## Who can become a company director?

You don't need special qualifications or a university degree to be a company director. But you do need to have a good record and be deemed legally compliant.

All this means is that if you have any pending bankruptcy issues, or if you've been convicted of offenses like fraud, breach of duties, or dodgy trading, you'll need court consent before you can be a company director.

We're enjoying that gloomy picture about as much as you are, but while we're on the subject, let's just get this out of the way: if you become bankrupt, or are convicted of a relevant offence during your time as director, you'll automatically lose your position, and ASIC will need to have it on record.

#### 04 DIRECTOR RESPONSIBILITIES

# Ok, moving on. What exactly is expected of me as a director?

You're the captain of the ship! So you'll need to be honest and careful in your dealings at all times.

This stuff isn't exactly rocket science, but it's really important to get right:

- · Know what your company is doing at all times
- Be all over it when your company is dealing with other people's money
- Keep and maintain accurate financial records
- Put the company's best interests first even above your own
- Make sure that your company can repay all debts, on time
- Don't use your position for anything dodgy, like leveraging power or unfair advantage.

Basically, if something feels a bit off, it quite possibly could be. Using information for evil (wrongly and dishonestly) can be a serious crime. Always check-in with your solicitor or accountant first if you're unsure of how to best handle something.



## So... how does all this translate into what I actually need to do?

Again, the directors are ultimately responsible for all legal obligations, so you need to know what's going on in your company at all times.

This could include things like:

- Always always seeking outside professional advice when you need to make an informed decision.
- If something involves a lot of money, assessing for yourself how it'll affect the company's business performance.
- Communication your managers / staff are the best people to tell you what's going on day-today.
- Being active and honest in your director meetings. ASIC requires you to have it on record.

#### 05 OTHER ROLES & RESPONSIBILITIES

# What are the other key roles and responsibilities?

There are a few roles central to the running (and overall success) of your company.

And although you may very well assign someone else to one of these roles, often as a shareholder you'll wear more than one hat and take on the lion's share of responsibility.

You could easily find yourself doing any – or all – of the following, so it's important to get your head around what's expected from each role when it comes to ensuring your company is legally compliant:

Director	Secretary	Public officer
Legally accountable for all business activities. Your company constitution should set out the director's authority and functions.	Responsible for the efficient administration of your company. Establishes, maintains and keeps the company register, up-to-date.	Responsible for managing tax obligations. Official point of contact for the ATO.
Responsible for deciding the policies and procedures to ensure your company operates at it's best.	Ensures that decisions made by directors or members are compliant with ASIC, and notifies ASIC of any changes.	Responsible for your company's income tax. Liable for the same penalties as the company if there are any violations.
The director can, but doesn't have to be, a shareholder of your company.	Can be the director, your accountant, or other senior manager.	Doesn't need to be the director, though they often are.
A proprietary company must have at least 1 director. They must ordinarily reside in Australia. In certain circumstances, directors will be personally liable for the debits of the company.	A proprietary company does not have to have a director, but if they do, the secretary must ordinarily reside in Australia.	A proprietary company must have at least 1 public officer. They must ordinarily reside in Australia.

#### 06 MEMBERS

# What about my members (shareholders)?

Your company is a separate legal entity with ownership over it's assets, but your members (shareholders) are the owners of your company. As such, members have their own role and responsibilities and rights.

Legally, your company must have at least one member:

- Proprietary companies must have no more than 50 members that aren't employees
- Public companies have no limit on member numbers.

Every company member must be a person, a body corporate (like another company) or a body politic (a State or Territory, for example). In other words, members must be legal entities or real people. That is, they're able to own assets like property, and be able to exercise legal rights.

When it comes to financial liability, members are not responsible for your company's debts, but they are obliged to pay your company any amount outstanding on their shares.

Your company register is the place to record your member's personal details, share amounts, dividends, meeting minutes and other important info.

These records must be properly maintained and kept up-to-date at all times. If anything changes in regards to your members, or their shares, you must let ASIC know within 28 days of the change occurring.

#### 07 RECORD KEEPING

## On the record – what do I need to keep?

In a nutshell: keep everything.

It mightn't be very sexy, but in the eyes of the law, up-todate financial record keeping makes your company go round. Here's why:

- Accurate financial statements of the company can be prepared when needed.
- Financial statements can be easily audited if necessary
- Your company can comply with tax laws.

As the director, the law makes you personally responsible for all record-keeping, so it's important that your records correctly detail all company transactions, and clearly explain your company's financial activities and position.

In a practical sense, you'll need financial records for managing and monitoring your company's financial performance, and for raising capital and, if required, getting finance.

Depending on the size of your company, you mightn't have to prepare formal financial reports to lodge with ASIC, but all companies must keep financial records. Best to check with your accountant if you're unsure.

#### 08 FINANCIAL RECORDS

## Can you give me some examples of types of financial records?

Here are just some of the basic financial records that the law may require your company to keep:

- Revenue, expenses, assets and liabilities
- Bank statements, deposit books, petty cash records
- Invoices and statements issued, a list of sales transactions, delivery dockets
- Purchase orders, invoices and statements received and paid, unpaid invoices, a list of purchases
- Wage and superannuation records
- A register of property and equipment, and inventory records
- Investment records, including contract notes, dividend or interest notices and certificates
- Tax returns and calculations, including income tax, group tax, fringe benefits tax and GST returns
- Deeds, contracts and agreements.

You'll also be required to prepare the following monthly statements (your lenders could ask for these at any time):

- Statement of comprehensive income: shows revenue and expenses, and resulting profit or loss
- Statement of financial position: shows what the company owns and the debts the company owes
- Statement of cash flows: summarises cashflow.

The above are examples only. Again, get professional advice if you're not sure about anything.

Good financial records are important. They paint a clear, accurate picture of company's financial position and performance, and they help tremendously when preparing or auditing your financial statements. You'll save yourself loads of time / stress if you do them right the first time round, and keep them well maintained.

#### 09 COMPLIANCE

# Got it. What about other housekeeping-type stuff?

Not the most exciting thing to do, but all companies call for some basic compliance paperwork.

We've already sorted your set-up / name registrations, so that's one less thing to worry about. But when it comes to trading under your company name, there are some other bits and pieces you'll need to consider:

- · Have a registered office
- Display your company name at every place your company trades
- Display your company name and ACN on the following:
  - Your common seal
  - Every public company document
  - Every negotiable instrument (e.g. a cheque)
  - All documents lodged with ASIC.

Also (because there wasn't enough to wrangle already – kidding!) you also need to keep the following up-to-date:

- Registers of shareholders
- Registers of option holders
- Minutes of general and directors meetings
- Registers of charges over company property
- Your company's annual statement.

#### 10 ANNUAL STATEMENT

## What is an annual statement?

Once a year, a few days after your company's review date (usually your company registration anniversary) ASIC will send you an annual statement.

Your annual statement will include the following info:

- Registered company details
- · Director names and addresses
- You principal place of business
- Holding company (if applicable)
- · Share details
- Members' details.

If everything on your annual statement is correct, and nothing's changed since you registered your company, then you need to pass what is known as a 'solvency' (or directors) resolution. And you'll need to do it within two months of your review date.

Positive solvency resolution: the directors believe there are reasonable grounds that the company will be able to pay its debts, as they are due. You don't have to lodge notification of a positive solvency resolution with ASIC, but you must pay the annual review fee. We'll notify you when the fee is payable, and can facilitate payment for you. Please visit veromo.com.au for more info.

Negative solvency resolution: you think there are not reasonable grounds to believe that the company will be able to pay its debts, as they are due.

If you pass a negative solvency resolution, you must notify ASIC within seven days after the resolution has been passed.

If you don't pass a solvency resolution within two months of your review date, ASIC must be notified within seven days after the end of this two-month period.

A negative solvency resolution has legal implications and may result in directors being personally liable for the debits of the company from the day of the resolution. Please seek legal advice before you do this.

#### 11 INSURANCE

### Do I need to get insurance?

Put it this way: regardless of the structure, all businesses encounter risk every day.

We don't need to tell you that insurance is the best way to negate risk – not to mention help you sleep at night!

So, in short – yes, your company needs insurance. Exactly what type of insurance depends on the type of business you're operating, but there are a few mandatory types:

- Do you employ people?
  Legally you must have workers
  compensation insurance to
  protect your employees if they
  get sick or injured
- If the company owns a vehicle, you'll need to pay compulsory third party personal injury insurance as part of the rego fee
- Public liability insurance is another big one, depending on what your company does for work.

Non-compulsory, but certainly very-good-idea types of insurance include:

- Asset insurance
- Revenue insurance
- Liability insurance

At the end of the day, being totally covered is its the only way to properly protect your company against potential risks.

We recommend chatting to a clued-up insurance broker, who will not only know exactly what insurance you need, but will also be able to get you the best possible deal on an insurance bundle. We sure do!

#### 12 TAX MATTERS

### Tax matters.

Because the money your company earns belongs to the company (not you), come tax time, the company will need to submit its own tax return and pay its own tax. Shareholders will need to include any dividends received from the company, or capital gains from the sale of shares in their own tax returns. The table below sets out some of the differences between corporate and individual tax requirements.

Company tax	Personal income tax (Non-business owner)
Must apply for and use its own tax file number (TFN) when lodging its tax return.	Must use your individual tax file number (TFN) when lodging your tax return.
Currently no tax free threshold (this may change).	Tax free threshold available to individual
Tax rate is currently 28.5% for small companies with less than \$2 million in revenue and 30% for other companies (this may change)	Individual income rates apply.
Tax concessions:  No discount on Capital Gains Tax (CGT) Fringe Benefits Tax concession may apply Income tax concessions may apply GST and excise concessions may apply PAYG concessions may apply.	Tax concessions:  • Discount on Capital Gains Tax (CGT) may apply
May need to register for GST (if your annual turnover exceeds \$75k per year) and completed quarterly returns.	You do not need to pay GST on your personal income.
May need to apply for PAYG (if you have employees) and complete monthly returns.	There are generally no PAYG requirements unless you earn substantial non-salary income.
May need to make Super Guarantee (SG) contributions (if you have employees)	Super contributions generally made by your employer

#### 13 DEBT

## What happens if I get into debt?

Fingers crossed this never happens. Still, as director, it's your job to ensure that your company is able to pay all of its debts, as they become due.

Always be on the look-out for potential trouble on the financial horizon:

- Dwindling operating profits or cashflow
- · Difficulty paying your suppliers and creditors on time
- Suppliers start refusing to extend further credit
- Missed loan repayments, or difficulty keeping within overdraft limits
- Legal action taken, or threatened, by suppliers or creditors.

If your company can't pay all of its debts when they become due, it may be 'insolvent' (see annual statement section) and ASIC may step in to take action.

Insolvency may expose the directors and the company to substantial fines, personal liability, or to legal action by your suppliers / creditors, a liquidator or ASIC to recover amounts owing. It's not nice to think about, but your personal assets—not just the company's—could be at risk. By law, you must prevent your company from incurring debt when it is insolvent – or about to become so. This means that you when you take on a new debt, you need to have reasonable grounds to believe that the company will be able to pay it when it falls due, as well as any other debts the company owes.

If, at any time, you feel that your company is in financial difficulty, don't just assume that everything will 'work out' and you can trade your way out of it.

Seek immediate advice from your accountant or an insolvency professional who will be able to explain your options and recommend ways to manage the debt.

#### 14 COMPANY CHANGES



# What do I do if things change within the company?

Overall, you are required to keep ASIC informed of any changes to directors/officers/shareholders/and share structure of the company.

You are unlikely to get any nasty surprises if you follow commonsense, and do your best to keep everything above board:

- Be honest and careful in dealing with the company, and on its behalf
- Get your head around your legal obligations / make compliance just something you do
- Keep informed about your company's financial performance
- Make the interests of the company, its shareholders and creditors your top priority
- When in doubt, seek professional advice.

#### 15 SECURITY

## What can I do to keep my digital assets secure?

As digital life becomes increasingly more comfortable, it's easy to forget that no business is too big (or too small) to be targeted by digital criminal activity.

Truth is, if you store valuable data of any kind (i.e. intellectual property, customer contact or credit card details) chances are, your business carries a relative risk.

Smart business owners are clued-up on current security offerings, and budget accordingly for them. Exactly what level of security you'll need depends on the size of your business and digital assets, but here are some good places to start:

- Create business-wide policies for what gets shared / attached in emails
- Implement staff training, including password best practices and acceptable use of company devices
- Encrypt all your financial records and confidential data
- Perform daily cloud backups and keep a copy on a hard drive, off premises
- If you outsource storage, use a service with proven high levels of security
- Use a firewall
- Write an digital security crisis response plan and use it.

This isn't to declare the internet 'unsafe', or suggest that you shouldn't process customer payments online. Again, regardless of structure, all businesses encounter risk every day – on and offline. Consider an investment in digital security as your 'insurance' against data theft or attack.

#### 16 METRICS

## What happens if I get into debt?

You've built the product, launched the service. It's out and about in the marketplace – customers are buying it. Customers are using it. And they seem to really like it. Success, right?

Well... not so fast.

When it comes to next-leveling your business, you'll need some concrete data to back-up your business moves. And to collect said data, you'll need to get some solid performance metrics in place.

#### What are metrics?

If you can't measure it, you can't manage it. Metrics are a collection of business data that help you to measure your actual business performance against your targets. And they don't just highlight what's going wrong - good metrics will also show you what you're doing right.

Metrics put you in good stead to make informed business decisions that'll help to drive your company onwards and upwards. Here are 6 key metrics to help you do just that:

#### Business metrics.

 Sales revenue: Of course, you want these numbers to be on the up at all times, but look closer. Correlating your revenue with your advertising spend, market changes or your return on assets – or by product or time spent – will give you a very clear picture of how your sales are really stacking up.
• Revenue per staff member: How many man-hours does it really cost you to make a sale? It may seem a little overbearing but let's be honest: your staff are a significant investment. If you offer a service, use your time sheets to log and track billable hours, and correlate these with your revenue.

#### Customer metrics.

- New vs. returning customers: What percentage of your customers are new? How many of your customers come back again and again? This nifty little metric tells you as much about your market offering as it does your acquisition and retention muscle.
- Customer retention: Customer retention comes down to loyalty. Loyalty is all about attracting the right customer, getting them to buy, and buy often, which equals a good increase in profits. Purchase analysis, customer surveys and direct feedback are your best methods for measuring this.

#### Marketing metrics.

- Cost per prospect: This metric looks at your total cost for acquiring a potential new customer, and encompasses all aspects of advertising, marketing and sales. Divide your total acquisition expenses (all aspects of advertising, marketing and sales) by total new customers in a given period.
- Conversion funnel optimisation:
  You really should be measuring the
  conversion rates at every stage of your
  sales funnel: How many new prospects
  do you attract? How many of those
  convert or purchase? Who returns to
  buy again? Look for the weak links in
  your funnel and work to consistently
  tweak any points where there is
  drop-off.

Because deciphering jargon and terms is anything but fun, we created this handy glossary to help you navigate you way around business documents, websites and agreements.

#### 17 GLOSSARY

### Glossary

#### ABN (Australian Business Number)

A unique 11 digit number issued by the Australian Business Register (ABR), which is operated by the Australian Taxation Office (ATO), identifying your business to the government and community.

#### ABR (Australian Business Register)

A government register that stores details about businesses and organisations, once they register for an ABN (Australian business number).

The register holds both public and non-public information about your company, including entity type, legal name, business location and activity type, industrial classification, authorised contact details and GST (goods and services tax) status.

#### Accountant

A professional whose job it is to keep, inspect, review and prepare your company's financial records.

#### **ACN (Australian Company Number)**

A unique nine digit number issued by the Australian Securities and Investments Commission (ASIC) to facilitate the monitoring and identification of your company to the law.

Only a company business structure can be issued with an ACN.

#### Agent

An person or party that has implied authority to act for you, e.g. a manager.

#### **Annual report**

A comprehensive report on your company's activities throughout the preceding year.

An annual report gives shareholders information on your company's financial position and performance.

#### Annual review date

The anniversary of your company's registration.

#### Annual review fee

An annual fee issued by ASIC to all registered companies. The invoice for this fee will arrive with your company's annual statement.

#### 17 GLOSSARY

#### **Annual statement**

A statement issued by ASIC to all registered companies to confirm, check and/or change their details. This is usually sent to you within a few days of your company's annual review date.

#### ASIC (Australian Securities and Investments Commission)

The government body responsible for regulating Australia's corporate, markets and financial services.

#### Asset

Anything of value owned by your company, regarded as being available to meet debts and commitments, or that can be converted into cash, e.g. property.

#### **Asset insurance**

An insurance product designed specifically protect your company's assets, e.g. building and contents insurance, burglary insurance, deterioration of stock insurance, motor vehicle insurance, and more.

#### **Australian Taxation Office (ATO)**

The principal revenue collection agency of the Australian government, whose primary role is to manage tax and superannuation systems.

#### **Audit**

An official financial inspection of your company's accounts, usually conducted by an independent body.

#### **Bankruptcy**

The state of being bankrupt, i.e. your company is unable to repay debts, and cannot come to suitable repayment arrangements with its creditors.

#### **Bank statement**

A printed record of the balance in your bank account and the amounts that have been paid into and withdrawn from it.

#### Breach of duty

Occurs when you or your company fails to live up to a duty of care towards another person or company.

#### Capital

Owned financial assets, or the financial value of assets, available for investing or starting your company.

This is often represented by shareholder capital or shareholder loans

#### Cash flow

The total amount of cash (or cash equivalents) moving into, and out of, your company.

#### Certificate of registration

An official document showing that your company has been legally registered.

#### Common seal

Also known as a company, or corporate, seal.

An official seal used by your company to show business documents have been approved.

#### Company

A commercial business structure that is its own legal and financial entity.

#### **Company constitution**

An official document specifying the rules governing the relationship between and activities of your company, its directors and shareholders. Usually adopted when you register your company.

#### Company register kit

Also known as a corporate register.

A hard copy folder containing the official company documents and certificates.

#### Company registration

The process by which your company lodges required documents with ASIC, detailing the official particulars of your proposed commercial offering.

#### Compliance

The act or process of complying to regulatory requirements.

#### Compulsory third party insurance

Personal injury insurance mandatory for every motor vehicle registered in Australia.

#### Credit

The ability your company has to obtain goods / services before payment, based on trust that the payment will be made in the future. See also: an entry recording an amount received, or an amount of cash added to your bank account.

#### 17 GLOSSARY

#### Creditor

A person or company to whom you (or a company) owe money.

#### Debt

The sum of money that is owed or due.

#### Director

A director is the person who is responsible for managing the company's business activities. Every company must have at least one director.

#### **Directors meeting**

The formal meeting of your company's board of directors, held at definite intervals to consider policy issues and any major decisions.

#### Dividend

A sum of money paid by your company to its shareholders, out of its profits.

#### **Employee**

A person employed by your company for wages or salary.

#### Financial performance

A subjective measure of how well your company can use its assets and generate revenue. The overall results of your company's operations in monetary terms.

#### Financial records

Formal documents representing your company's transactions.

#### **Financial statements**

A formal record of the financial activities / position of your company, presented in a structured, easy-to-understand format.

#### Fraud

A false representation of a matter of fact, i.e. wrongful or criminal deception through false or misleading concealment intended to result in financial gain.

#### Fringe benefits tax

A tax paid on certain benefits provided to your employees, e.g. use of work vehicle for private purposes, paying private health insurance costs, or reimbursing nonbusiness-related expenses.

Please note, fringe benefits tax is separate to income tax.

#### Governance

An establishment of policies, and continuous monitoring of their implementation, by a governing body, e.g. ASIC.

#### Group tax (or PAYG tax)

The income tax deducted from your employee's income and forwarded to the ATO.

#### GST (Goods and Services Tax)

A valued added tax of 10% applied to most goods and services sales intended for consumption within Australia.

#### Income tax

A tax applied directly to the profits of a company (calculated in accordance with the taxation law).

#### Insurance

A contract in which you / your company, receives financial protection or reimbursement against losses from an insurance company

#### Invoice

A commercial document itemising a transaction between a buyer and a seller.

An invoice usually includes the quantity and price of goods/services, GST amount, the date, an invoice number, and the issuing company's and purchaser's details.

#### Insurance broker

An professional who sells, solicits, or negotiates insurance. A specialist in insurance and risk management, insurance brokers act on behalf of their clients, and provide advice in the interests of their clients.

#### Insurance premium

An amount paid periodically to the insurer by the insured for covering their risk.

#### Interest

The cost of borrowing money, typically expressed as a percentage rate.

#### Investor

A person who invests money or resources into your company with the expectation of financial or other gain. An investor is usually a shareholder.

#### Liability

The state of being legally responsible for something.

#### **Liability insurance**

A type of insurance policy that protects your company from the risk of being sued or held legally liable for something.

#### 17 GLOSSARY

#### Liquidate

To wind up the company, including to pay off debts, sell assets and distribute the balance of any capital to shareholders.

#### Member

A shareholder of your company.

#### Minutes

The instant written record of a business meeting.

#### **Negative solvency resolution**

Reasonable grounds to believe that your company will not be able to pay its debts as and when they become due and payable.

#### Negotiable instrument

A document guaranteeing the payment of a specific amount, e.g. a cheque.

#### Overdraft

A credit agreement made with a bank that allows your company to withdraw more than it has in its account, up to specific maximum amount. Overdrafts require the balance to be repaid within a set amount of time.

#### Petty cash

Relatively small amount of cash kept at hand for making immediate payments for miscellaneous expenses.

#### Positive solvency resolution

Reasonable grounds to believe that your company will be able to pay its debts as and when they become due and payable.

#### Principal place of business (see also registered office)

The primary location where your company's business is carried out. This address must be registered with ASIC.

#### Profit

The financial benefit realised when the amount of revenue gained from a business activity exceeds the expenses, costs and taxes required to sustain the activity.

#### **Public company document**

A company document published or issued for public knowledge.

#### **Public liability insurance**

A type of insurance policy that protects your company against the financial risk of being found liable for negligence.

#### Purchase order

A buyer-generated document that authorises a purchase transaction. Once accepted by the seller, it becomes binding.

#### Registered office (see also principal place of business)

All Australian companies must have a registered office to receive correspondence from ASIC.

A registered office does not need to be the same as your company's principal place of business, but it cannot be a post office box.

#### Register of members/shareholders

An up-to-date and ongoing record of the details of all company members. This must be kept at your registered office.

#### Register of officers

An up-to-date and ongoing record of the details of all company officers. This must be kept at your registered office.

#### Register of option holders

An up-to-date and ongoing record of the details of all company option holders. This must be kept at your registered office.

#### Resolution of directors

A unanimous decision passed by all the directors, of a company on a specific matter. (refer also negative solvency resolution and positive solvency resolution.

#### Revenue

The total amount of money received by your company for goods sold or services provided over a specific period.

#### Salary

A fixed regular payment, typically paid on a monthly basis but often expressed as an annual sum, made by your company to an employee.

#### Share certificate

An official document serving as legal proof of the ownership of company shares.

#### Shareholder

An owner of shares in your company.

#### Shareholder meeting

A meeting of all shareholders in your company. Some shareholder meetings are a regulatory requirement.

#### 17 GLOSSARY

#### Solicitor

A legal practitioner who traditionally deals with most of your business legal matters. Solicitors usually meet with and advise their client, but do not ligate matters in court.

#### Superannuation (or Super)

A regular amount deducted from employee income, and paid into a fund towards a future pension. Minimum contributions by employers on behalf of employees are legislated.

#### Supplier

A person or business that is the source for goods or services. Statement of comprehensive income

#### Statement of financial position

A financial statement showing what your company owns, and the debts it owes

#### Statement of cash flow

A financial statement summarising your company's cashflow.

#### Tax return

A document giving the ATO information about your company's reportable annual taxable income.

#### Wage

A fixed regular payment earned for work or services, typically paid on a daily or weekly basis, made by your company to an employee.

#### Workers compensation insurance

A compulsory type of insurance policy, that protects your employees against financial risk if they are injured or become sick in the course of their work.