



What It's Worth: Architecture and Engineering Firm Value

A BVR SPECIAL REPORT



1000 SW Broadway, Suite 1200, Portland, OR 97205 503-291-7963 • www.bvresources.com



Copyright © 2015 by Business Valuation Resources, LLC (BVR). All rights reserved. Printed in the United States of America.

No part of this publication may be reprinted, reproduced, stored in a retrieval system or transmitted in any form or by any means, electronic, mechanical, photocopying, recording, scanning or otherwise, except as permitted under Sections 107 or 108 of the 1976 United States Copyright Act, without either the prior written permission of the Publisher or authorization through payment of the appropriate per copy fee to the Publisher. Requests for permission should be addressed to the Permissions Department, Business Valuation Resources, LLC, 1000 SW Broadway St., Suite 1200, Portland, OR 97205; (503) 291-7963; fax (503) 291-7955; permissions@bvresources.com.

Information contained in this book has been obtained by Business Valuation Resources from sources believed to be reliable. However, neither Business Valuation Resources nor its authors guarantee the accuracy or completeness of any information published herein and neither Business Valuation Resources nor its authors shall be responsible for any errors, omissions, or damages arising out of use of this information. This work is published with the understanding that Business Valuation Resources and its authors are supplying information but are not attempting to render business valuation or other professional services. If such services are required, the assistance of an appropriate professional should be sought.

Editor: Jan Davis

Publisher: Sarah Andersen

Managing Editor: Janice Prescott

Desktop Editor: Monique Nijhout-Rowe

Copy Editor: David Solomon
Chair and CEO: David Foster

President: Lucretia Lyons

Vice President of Sales: Lexie Gross
Customer Service Manager: Retta Dodge

ISBN: 978-1-62150-059-9

Library of Congress Control Number: 2015953573

Table of Contents

INTRODUCTION 4
SECTION I: VALUING ARCHITECTURE AND ENGINEERING FIRMS
1. RISK FACTORS TO CONSIDER WHEN VALUING AN ARCHITECTURE/ENGINEERING FIRM \dots 7
2. TIPS FOR USING THE MARKET APPROACH TO VALUE AN A/E FIRM
3. FINANCIAL PERFORMANCE NORMS USED IN A/E VALUATIONS
4. COMMON ERRORS IN VALUING PROFESSIONAL PRACTICES
5. GOODWILL IN PROFESSIONAL PRACTICES
6. 'TWO-LEGGED' ASSETS DRIVE VALUE IN PROFESSIONAL SERVICES FIRMS
7. VALUING COVENANTS NOT TO COMPETE: AN 11-FACTOR CHECKLIST
8. SUCCESSION PLANNING BUILDS ARCHITECTURE/ENGINEER FIRM VALUE 44
SECTION II: DATA
9. ARCHITECTURE AND ENGINEERING VALUATION MULTIPLES FROM <i>PRATT'S STATS</i>
10. PRICING AN ARCHITECTURE FIRM—RULES OF THUMB
11. PRICING AN ENGINEERING FIRM—RULES OF THUMB
SECTION III: A/E FIRM VALUE AND THE COURTS
CASE DIGESTS. 59 Fluor Enterprises, Inc. v. Conex International Corp. 59 Interplan Architects, Inc. v. C.L. Thomas, Inc. 61 Miller v. Miller. 64 Trietsch v. Circle Design Group 65 Vision-Park Properties v. Seaside Engineering 67
SECTION IV. APPENDIX
RECOMMENDED SOURCES OF INDUSTRY INFORMATION

Introduction

Determining the value of an architecture or engineering (A/E) firm is a complex assignment. A/E firm valuation expert Ian Rusk points out that, within this fragmented industry, appraisers need to consider several business attributes when assigning a value to a firm. Among these attributes are the make-up of firm ownership and the types of services the firm performs. Employee-ownership of A/E firms is the norm. Most firms are owned by the senior managers, often the founders, and there are a very small number of publicly traded firms. Furthermore, the services A/E firms perform are varied. While some firms are pure-play, others perform more than one service for more than one market.¹

In this broad industry, architecture, engineering, and environmental consulting firms provide design and consulting services in support of the built environment. According to Rusk, most firms generally fall into the following categories:

- Pure architecture firms;
- Architecture/engineering firms (A/E);
- Engineering/architecture firms (E/A);
- Civil engineering/surveying;
- Mechanical/electrical/plumbing engineers (MEP);
- Pure environmental consulting;
- Natural resource consulting;

¹ Based on the Jan. 8, 2015, BVR webinar Valuing Architecture and Engineering Firms. See http://bit.ly/1VRI06N.

- Site assessment/hazardous waste/remediation;
- Environmental/engineering; and
- Construction management/program management.

The pace of consolidation among architecture firms may be slowing. Nevertheless, "mergers and acquisitions (M&As) are forcing a reconsideration of practice," writes James Russell in *Architectural Record*. For example, large firms with hundreds of employees and design services may seem secondary to the management and delivery of a wide range of services.²

Competition is fierce. "You really need to understand your client, the sources of their contracts, their exposure to market sectors, the depth of their management and design talent," Rusk advises. In an American Institute of Architects best practices guide, Michael Strogoff, lists some of the factors to consider when valuing an A/E firm:³

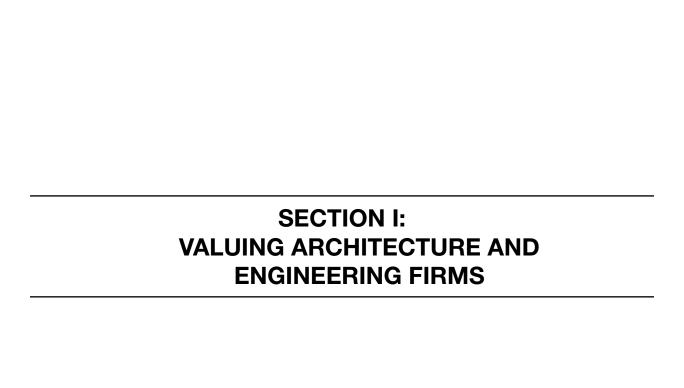
- Ability to obtain new business and deliver it profitably;
- Steady growth and healthy backlog of work;
- Resources, assets, and cash flow;
- Employee levels;
- Appropriate lengths of time current owners can, and will, stay during a transition;
- Depth of key staff, including next generation of owners in place;
- Amount and quality of intellectual capital; and
- History of litigation and claims.

In this BVR special report, *What It's Worth: Architecture and Engineering Firm Value*, experts expand on these issues to help business valuators, business brokers, and A/E practice owners understand the nuances to valuing a firm, along with metrics to help benchmark value.

Jan Davis Senior Contributor Business Valuation Resources

James S. Russell, "Is Bigger Better?" *Architectural Record*, May 2015. Available at http://bit.ly/1i3Kwbt.

³ Michael Strogoff, "How Much Is Your Firm Really Worth?" AIA Best Practices, American Institute of Architects. Available at http://bit.ly/1K2aaqs.



1. Risk Factors to Consider When Valuing an Architecture/Engineering Firm

The valuation of an architecture or engineering (A/E) firm presents a number of special considerations—unique issues that ultimately affect the value or risk rate. In this chapter, Ian Rusk examines the more important risk factors to consider when valuing an A/E firm.¹

Market sector exposure (private vs. public). Rusk says that appraisers should ask whether the A/E firm being valued is focused predominantly on servicing the private sector versus the public sector. "A good mix of public and private sector clients is best," he stresses. During the Great Recession, firms that focused predominantly on the private sector were affected the hardest. Firms that had a mix of clients that were able to shift to public-sector work performed much better. There is risk associated with both sectors, and firms that have the ability to go from one to the other easily tend to have the lowest volatility.

Client concentrations or submarket concentrations. Another area on which to focus according to Rusk is the client mix. Appraisers should determine whether the A/E firm has a diverse mix of clients or whether it is servicing a limited number of clients? If an environmental consulting firm has 75% of its business with one particular developer in a major city, for example, and that relationship sours or is severed, the impact on the firm revenue as a whole is tremendous.

Management strength and depth. It is common in the industry to see firms with management concentrated in one or two individuals. Firms that have a deeper management team where successors have been identified have lower risk associated with them and, therefore, higher values.

¹ This chapter is based on the Jan. 8, 2015, BVR webinar Valuing Architecture & Engineering Firms.



Trustworthy business valuations start here.



bvresources.com

About Business Valuation Resources

Every informed stakeholder in business valuation, performance benchmarking, or risk assessment turns to Business Valuation Resources (BVR) for authoritative deal and market data, news and research, training, and expert opinion. Trust BVR for unimpeachable business valuation intelligence. BVR's data, publications, and analysis have won in the boardroom and the courtroom for over two decades.

Deal & Market Data

- Pratt's Stats
- Public Stats
- BIZCOMPS
- Economic Outlook Update
- Factset Mergerstat/BVR Control Premium Study
- The FMV Restricted Stock Study
- Valuation Advisors Discount for Lack of Marketability Study
- ktMINE Royalty Rate Data & License Agreements
- First Research Industry, State & Province Profiles
- Butler Pinkerton Calculator Total Cost of Equity and Public Company Specific Risk Calculator
- Mergerstat Review & Mergerstat Review Monthly
- Valuation Handbook Risk Premium Toolkit
- Valuation Handbook Guide to Cost of Capital
- International Valuation Handbook Guide to Cost of Capital
- Valuation Handbook Industry Cost of Capital
- BizMiner Industry Financial Reports
- PitchBook Guideline Public Company Comps Tool

News & Research

- Business Valuation Update
- Business Valuation Update Australia
- BVI aw
- Business Reference Guide Online

Training & CPE

- Webinars
- Web Workshops & Special Series
- Desktop Learning Centers
- Self-study CPE

Guides, Books & Reports

- Guides & Books
- Special Reports
- Legal Compendiums
- Yearbooks

Learn more about all of our offerings at: **bvresources.com**

Contact us at: 1-503-291-7963 or info@bvresources.com