



Top 5 Bad Tech Habits To Break In 2020 To Protect Your Business!

Admit it! You have some BAD HABITS when it comes to maintaining the security and “health” of the technology required for your business to survive!

Since it's a fresh, new year, we thought it would be appropriate to point out the top 5 bad habits you should fix in 2020.

1. Not backing up your data.

The #1 antidote to a ransomware attack or ANY disaster is an up-to-date backup copy of all your data and software, yet many businesses don't give this much thought.

2. Using weak passwords.

Nine character passwords take about 5 days to crack and 10-character words take about 4 months to crack. Simple passwords that contain your name, birthday, kids names or anything you've posted about online can be cracked in about 48 hours.

3. Not installing the latest security patches and software updates.

The bad guys actively look for systems that aren't up to date. Don't leave the back door of your business open for cyber criminals.

4. Not securing the weakest link, your staff.

80% of all ransomware and data breaches are caused by human error. Training your staff is the best defense and can be simple and easy.

5. Not having or enforcing a strict Mobile Device Policy.

As employees use their personal phones and laptops for work, this opens a huge can of legal worms and can leave gaping holes in your network's defenses.

Are Your Tech Habits Putting Your Business at Risk? Take the 5 Deadly Tech Habits quiz today and find out!

Find out more at www.ACTSmartIT.com/5habits



From the desk of



Thank you for all of our Anniversary Wishes! Twenty Seven Years!



The winners of our \$27 Amazon Gift Cards were:

- Angela of Harbor Cove Dental
- Dr. Goldstein of Holly Tree Dental
- Kim of Artistic Dental
- Lynn of Hingham Pediatric Dentistry
- Dr Chung of Adams Family Dental
- Mark Green of MG & Associates

**The Grand Prize winner of an Echo Show 8 was:
Susan of Murphy Dental Group!**

We're looking forward to serving you for many, many more!

After being the "5th Sunday fill-ins", Pam and I will be monthly co-hosts on Attorney Mark Greene's "So What About That Law?" on 95.9 WATD starting on January 5th. The show airs at 10:30 Sunday mornings and we will be on the first Sunday of every month.

Every month, we'll talk about what's happening in the Tech world and how it affects you, how you can keep yourself safe, and what you need to know going forward. We hope you'll listen in! If you aren't near a radio, you can live stream it at 959WATD.com or, check out our website where we'll have a podcast of the show posted a few days later.

You can also listen to my weekly radio spot on Tuesday mornings on The South Shore's Morning News with Rob & Lisa at 8:10 every Tuesday morning. We've been doing it for almost 20 years!

Again, you can listen live at 959WATD.com or check out our website at ACTSmartIT.com. We post the information and the .mp3 on the home page of our website and on the blog post that supports the show.

The End of Life for Windows 7 and Server 2008 is on the 14th. Dell has been so backed up because of "End of Life" that they have been taking 6-8 weeks to deliver orders. If you have been procrastinating or if you had to wait until your year-end financials, you can still order new equipment.

Give me a call at 855-WOW-SERVICE

We are looking forward to a Happy, Healthy, Prosperous New Year for All our Clients and Friends!



Networking – Two Minute Drill

“You gotta look sharp. Dress for Success.”

First Impressions

Harvard Business School Social Psychologist , Amy Cuddy -

- Can I trust this person (implies endearment)
- Can I respect this person (implies competence)

Men - Dress above etiquette requirements

Suit and tie can't miss.

Tux, okay, now you've gone too far. (Please refrain from using this as your LinkedIn profile photo.)

Women – No No's

Tennis shoes, shorts, t-shirts, tank tops, workout clothes, yoga pants, flip-flops, or ripped or torn denim.

Cat Suit

Women – Do's

Professional looking blouses, blazers, jackets, cardigans, sweaters, and camis.

Men - Business casual.

Sports jacket and jeans.

Women - Sweater and Slack

Cashmere a nice touch

Comfortable, Confident

Making you a glowing extrovert

FYI – New Tux Rental Preference

- 3 sizes too small
- No socks
- Sneakers

Whites Networking Event

Consider black

Final Word – Front Door Scrutiny

Dressing for success can play out in many ways and is very subjective. For example, one rule of thumb yours truly learned a long time ago: it's much easier to take off a coat, undo a tie and a button then it is to convert a t-shirt and jeans into a suit or even business casual attire.



My Pinnacle Network - Pembroke meets at ACTSmart IT on the first Thursday of every month.
If you are interested in attending a meeting, contact Steve Dubin by e-mail or call 781-582-1061 to RSVP.
There is no charge to visit a My Pinnacle Network meeting.
www.PRWorkzone.com | (781) 582-1061 | SDubin@PRWorkzone.com

Thinking About Selling Your Business - Be Thoughtful!

Part 9 by Tony Fiore, Reflective Advice, LLC | www.reflectiveadvice.com



In part 8 Tony explains the transaction process and the two paramount issues of that process which are, maintaining confidentiality and certainty of closing at the agreed price. In his 9th and final part to this article he will discuss Buyer Due Diligence, Negotiations and Closings and Post-Sale Integration.

Buyer Due Diligence

In performing due diligence, the buyer will follow a "trust but verify" approach. The buyer will issue a due diligence request (the "due diligence checklist") seeking backup documentation of everything, including:

- The financial statements, policies and procedures
- Earning management
- Revenue recognition policy
- Intellectual property protection
- Operational procedures
- Customer and employee lists
- The existence of valid contracts with key customers and vendors

The buyer is not only interested in the operational effectiveness of your company but also in the quality of the earning and availability of working capital. Due diligence allows the buyer to confirm its knowledge used in forming the basis of the price. The buyer is seeking to uncover any unanticipated issues that affect the price. It is essential that the LOI contain a provision requiring the buyer to inform you immediately upon discovering any material problems. You do not want to be in a position of the buyer attempt to renegotiated price, if at all, just before the closing date.

At some point, the buyer will ask to speak to key employees and have access to review your most sensitive business information, such as price and customer lists, proprietary technology and operational processes. These are appropriate requests, but can be disruptive and should not be agreed to until you are sure

the transaction will close and not until you have informed key employees and any customers the buyer intends to interview. Even though the buyer does not plan to be disruptive, the process can be. Your key employees and customers need comfort and assurance of the benefits of the sale to them.

Practical point: Remember, due diligence can be a restless, exhaustive process with moments of intense disagreement. It is often easy to personalize the process as your records and business practices are scrutinized and questioned.

Negotiations and Closing

You should allow your transaction advisor and legal counsel to negotiate the transaction. They will be objective and have the experience to deal with the every-day rigor and at times, the ego-guided foolishness that enters the negotiation process. The advisor will review with you the points of disagreements and the reasonableness (interpret as strength) of the buyer's position. You still have a business to run. Stay knowledgeable, yet in the background continuing to operate the business until a significant point of disagreement occurs. Any business disruption can detrimentally affect the likelihood of a successful closing. Operate the company without regard the transaction. Proceed with managing, growing, and investing in the ordinary course.

Be prepared, however, to participate actively in the discussion, if called. Understand the CIM and be able to articulate the attributes of the business and the benefits of the acquisition to the buyer. Have a working knowledge of the transaction structure and its implications for your after-tax proceeds. Review with your team all of all the consequences of all the significant deal points in each of the critical transaction documents. You will be better prepared to defend your position more effectively. You are unlikely to muscle the buyer. Good bargaining requires carefully listening to the buyer and providing creative resolutions to solve the debated issues, when possible,

or compelling and persuasive responses defending your position.

As you would imagine, both sides request concessions. An experienced buyer will not endure your advisors or you assuming a salesmen mentality, nor should you of the seller. Selling a company is markedly different from selling a product or service. It is a business transaction yes, but with an expectation of knowledge and competence as to the deal points. In asking for a concession or countering a requested concession, a reasonable, well-articulated argument is hard to overcome. In giving a concession be sure the seller understands you gave something of value, but do not expect reciprocation. Know your walk-away position. Try to appreciate the buyer's major deal points - it helps to solve their concerns.

The closing occurs once all the contingencies are satisfied. At the closing, the buyer acquires ownership of the company, and you receive the agreed upon consideration. Remember, the closing does not end the interaction with the buyer. There may be post-closing accounting adjustments, settling any requests for indemnification and related payments from escrow, or numerous other integration issues that may arise. So, continue to maintain a stable working relationship with the buyer.

Some critical caveats: Do not chase the deal! It usually results in a terrible outcome. Stay true to your goals. Don't think about spending the proceeds until the check has cleared.

Post-Sale Integration

Post-sale integration can significantly influence financial management, operational performance, and employee retention but more importantly, customer retention. A comprehensive post-sale integration plan should be developed during later stages of the due diligence process between the buyer and seller organizations and managed at a sufficiently high level in the seller organization.

Practical point: Often in developing and implement a post-sale integration plan, the seller employees try to take control even without sufficient knowledge of the facts and

circumstances in the buyer side that are involved in the decisions.

Activities to Complete the Transaction: The deal may be done, but that may not mean the work is over. There may be various post-closing adjustments that require completion. Examples include the purchase price accounting and working capital adjustments.

Owner Transition. The transition from an owner/boss to a board member, consultant and/or employee can be uneasy and unsettling. The loss of the feeling of ownership and possessiveness can be painful. You no longer manage the business, the buyer does, your ability to deal with a board of directors, being under more financial scrutiny and not exercising the same degree of freedom on business decisions, can be challenging for a long-standing, strongly independent business owner. Alternatively, working with the new owners to grow the business can be stimulating and rewarding, professionally and economically. Either way, think carefully about your post-sale involvement, the activities, and the timing. I am not saying it does not work; just that it does not work for everyone.

Practice Point: As an example, I sold a company that had been in business for 25 successful years. The owners were ready to sell and most took the post-sale transition quite well. The President was different. He was truly the drive and architect of the company. He was a well respected in the industry. We sold the company of June 30th. On July 1st the President asks the COO, who WAS a direct report, to do something. The COO said NO and showed him an email of tasks he just received from his new boss. Then operational changes began to happen and the President become more disgruntled as he disagreed with the changes. He remained thru his 6-month employment period and made himself available during his 18-month consulting period, but was never happy.

I hope this article provides you with a context of the scope and complexity of the sales process and the issues requiring your awareness and full consideration. However, more importantly, I hope that it imparts the necessity of thoughtfulness and the support of experienced and knowledgeable advisors.

Reflective Advice provides thoughtful and strategic support to business owners who are starting, strengthening, and selling their businesses. Operating a business is a challenging task, one that requires wisdom, patience and a clear vision of the future. The support and guidance of an experienced advisor can make that path less daunting and help your business thrive. We can show you how to strengthen your company so it grows with you at your pace. We'll help you break down the steps necessary to create a sustainable business that is financially strong, operationally self-sustaining, and attractive to potential buyers. With our objective and seasoned insight, we prepare you, your valuable company and your invaluable employees for whatever comes next, in your business and in your future. Contact us today! 508 941-9226

How Much Do You Know About Family Law In Massachusetts?

What you may believe just might not be true - Part 2!

by Attorney Mark Greene, Mark Greene & Associates | www.MarkGreeneLaw.com



AS a follow up to last month's advice on divorce myths that many people believe to be true, I offer you this: Divorce myths are fictions people tell each other - the "conventional wisdom," as John Kenneth Galbraith once termed it.

They are popular beliefs and notions, and they are wrong. Divorce myths thrive and propagate because some of them are comforting. These fictions work - that is, people believe them - because many of them often make a kind of intuitive sense. Some of them seem approachable via common sense; they are wrong nonetheless. People take comfort from them because they hold forth hope. In the human heart, hope does spring eternal.

What follows are a number of some more of the most popular and enduring myths attached to divorce. Divorce myths perpetuate themselves because the sharp edges of divorce cut so deeply into the human condition.

1. ***"If I move out and separate from my spouse, our assets will be valued the day we stop living together, so anything I earn after that date will be mine."***

Not true. In Massachusetts, the assets in almost every case are to be valued at the time of the divorce. So all assets that they own before the marriage, all assets they acquire during the marriage and all assets they acquired after they separated are on the table. That is, unless the parties had a prenuptial agreement.

2. ***"My wife had an affair, so she will be punished by the judge when we get divorced."***

Nope. Massachusetts is a no-fault divorce state, and conduct has little significance in shaping the amount of alimony, child support or equitable distribution of assets. Absent the most egregious circumstances – the husband tortured and beat his wife, abused the children or was a drug addict, for example – bad conduct does not influence a judge.

3. ***"It is OK to deny parenting time if the other parent does not pay child support."***

No, false. This situation comes up when the noncustodial parent, falls behind in his/her child support, and the custodial parent, decides that this delinquency justifies shutting him/her out of the children's lives. This she/he cannot do. In the eyes of the judge, child support and child parenting time are separate issues. Courts frown on parents even attempting to use one to leverage the other. Child support is not payment for the privilege of parenting time. A custodial parent whose former spouse fails to pay child support must go to court; she/he cannot take matters in their own hands with a lockout.

Denying visitation may also make the equally ill-informed noncustodial parent feel justified about not paying child support.

4. ***"By committing adultery you give up everything."***

This is a false premise. Increasingly, courts view divorce as the dissolution of an economic unit, and in many jurisdictions, bad conduct during the marriage - infidelity - is not even considered in the division and distribution of the marital estate. So if a couple is parting ways in a no-fault, no-contest action, adultery, even if it is the case, will not enter



into the property settlement. In some counties, judges consider conduct during the marriage as a matter of judicial discretion, but bad conduct in this case usually deals with economic misconduct, that is, the dissipation or secretion of assets. Some angry spouses may be tempted to use adultery as a ground for divorce, but most lawyers advise against it. Adultery, even when it is the case, must be proved, and if there is nothing to be gained, the effort is not worth it, particularly when there are children involved since the aftermath of such a court action is liable to be bitter.

5. A spouse can deny the other spouse a divorce.

Not in Massachusetts. In the old days before no-fault divorce, one spouse could make it all but impossible for the other to end the marriage. For a variety of reasons (usually related to money and social positions), loveless spouses in years gone by showed no end of ingenuity in ways to trap

their partners in the shells of dead marriages.

Today, the liberalization of divorce, which began in 1970 in California, means that if someone wants out of a marriage, the other spouse cannot trap him or her. Put another way, no-fault in practice means that no one has to stay married if he or she does not want to.

This does not mean that divorce is easy. In the vast majority of cases, one spouse wants to end the marriage and the other does not to least at the onset. And sometimes the reluctant spouse stalls the process of a divorce in the hopes of a change of heart or out of spite. But these dilatory tactics eventually come to an end.

So once again, Judy the bartender may lend you a sympathetic ear, but for advice you are better off going to a lawyer who is knowledgeable of the courts and Judges in your County.

We invite you to call Mark Greene & Associates today and experience what it is like to work with attorneys and counselors who understand your business and family legal needs. (781) 792-0202

ACTSmart Inc. - American Computer Technologies

70 Corporate Park Drive, Suite 1225-1230

Pembroke, Massachusetts 02359-4953

781.826.9665 • www.ACTSmartIT.com

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Facebook Learns What You Buy At Brick-And-Mortar Stores In Order To Show You Relevant Ads

This is how Facebook learns what you buy at brick-and-mortar stores in order to show you relevant ads — and how you can opt out

If you recently bought something at a physical, brick and mortar store, you might have noticed an increase in the number of Facebook ads you see related to that store or the item you purchased.

The phenomenon is not a coincidence. Through its partnerships with retailers, Facebook learns about what users are buying, both online and in brick-and-mortar stores. That data is ultimately used to target ads to people, based on what they're likely to spend money on.

Any business can send Facebook information about customers, including hashed identifying information like an email, name, or phone number, and a record of what they bought. Facebook uses that information to match the purchases to user's profiles, allowing the business to advertise to those people directly on

Facebook's apps.

The advertising service is already being used by a range of Facebook's advertising clients, including Macy's and Dick's Sporting Goods.

Facebook rolled out an "off-Facebook activity" tool in August that allows users to view how the social network gauges their activity off the site.

Ad money comprises the lion's share of Facebook's revenue — of the \$17.6 billion the company made in the third quarter of 2019, \$17.3 billion came from ads. Part of what makes Facebook appealing to advertisers is the fine-tuned demographic information on users it offers, borne out through its tools that allow for hyper-targeted ads.

To read the rest of this article and find out how it works just go to www.ACTSmartIT.com/facebook-learns-what-you-buy

Tune into 95.9 WATD every Tuesday morning at 8:10am to hear David's Tech Talk radio spot, live!