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# Selling the Family Business: Why the Hardest Negotiation Isn't with the Buyer

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# You've spent years building something real. Your name is on it. Your father's name was on it before yours. Maybe your grandfather's too.

And now, around the table, are the people who grew up alongside this business, some who worked in it, some who inherited equity without ever picking up a wrench or pen, and some who have very strong opinions about what it's worth and what should happen next.

Before a single buyer ever looks at your financials, you'll need to navigate something harder, the dynamics within your own family.

That isn't a criticism. It's the reality of selling a family business. The deal mechanics such as the letter of intent, Quality of Earnings, working capital peg are learnable. However, the family dynamics took decades to develop and could be much more complicated.

This can be one of the most overlooked risks in a family business sale. It's one of the most common reasons deals fall. Not because buyers walk away, but because the sellers couldn't stay aligned.

## WHO IS ACTUALLY AT THE TABLE?

Before you engage a banker or take a buyer call, you need to be honest about who has a seat at the table and what role each person is actually playing.

In most family business sales, a few predictable archetypes show up. First, the **Operator** is the sibling or family member who has lived and breathed the business and carries the most institutional knowledge and the deepest emotional attachment. Then, the **Financial Pragmatist** is the family member who sees this primarily as a financial transaction and wants to maximize the number at close. Finally, the **Protector** is the one most concerned about what happens to the employees, the customers and the legacy. Of course, there is often times a Passive Partner that is an equity holder who may or may not shows up at meetings but has been largely absent from day-to-day operations.

Each of these participants is legitimate. Each has a stake. And each is bringing a completely different definition of "success" to a process they've never been through before.

The problem isn't that they disagree. Disagreement is manageable. The problem is when no one acknowledges the different roles at play and when the Operator assumes everyone shares their emotional attachment, or when the Financial Pragmatist dismisses the Protector's concerns as sentimental. That's when conversations get personal, and deals get complicated.



## WHY EXPECTATIONS BECOME THE BIGGEST RISK

Here's something I've seen derail transactions that were otherwise well-structured, two siblings who both say they want to sell, but mean two entirely different things by it.

One wants top dollar and a clean exit. The other wants to stay on post-close, protect key employees, and find a buyer who will keep the business in the community. They both said "yes" to going to market. They never talked about what that actually meant.

By the time letters of intent start arriving, they're not evaluating buyers, they're relitigating a conversation they never had.

The expectation gap in family business sales isn't usually about greed. It's about assumptions. Each family member has been living with their own version of what this sale looks like, and no one has ever put those versions in the same room. Price. Timeline. What role, if any, they'll play after closing. Whether the type of buyer matters. Whether legacy matters. Whether the other siblings care.

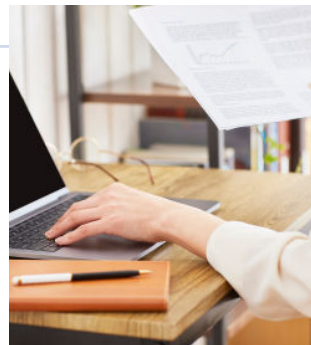
Get those conversations out in the open **before you go to market. Not during. Before.** Because once there's a buyer at the table and a clock is ticking, you've lost the space to sort out family dynamics gracefully.

## WHEN PERSONALITIES COLLIDE UNDER PRESSURE

A sale process is stressful. There's no polite way to say that. You're opening your financials to strangers, answering questions about every decision you've ever made, and doing all of it while trying to keep your business performing. That pressure has a way of making personality differences much bigger than they seemed in normal times.

The sibling who tends to be cautious becomes paralyzed. The one who likes control starts trying to manage every conversation with the buyer directly. The one who is most emotionally attached starts second-guessing whether to sell at all. And the Financial Pragmatist, watching the timeline stretch out, starts pushing which makes everyone else feel rushed and disrespected.

None of this means your family can't do this. It means you need a structure to manage through it. You need agreed-upon decision rights. You need a designated point of contact for buyer communications. You need a mechanism for surfacing concerns before they become vetoes. And you need someone outside the family who can hold the process together when human dynamics threaten to pull it apart.



## WHAT A THIRD-PARTY ADVISOR ACTUALLY DOES

When I tell family business owners that one of the most valuable things an M&A advisor does is manage family dynamics and not just the transaction, I sometimes get a surprised reaction. But it's true.

A good advisor isn't just running a sale process. They're serving as the neutral party that every family needs in a high-stakes situation. They create structure where emotion creates chaos. They translate business reality into language that every family member can receive not just the one who runs operations. They slow down the conversations that need to slow down and keep moving the ones that are stalling because someone is uncomfortable.

They also absorb pressure. When a family member has a concern about a buyer, a question about the terms, or a moment of doubt about whether this is the right decision, the advisor is the person they can call. They work through it there, rather than in front of the buyer, or worse, in a family meeting that turns into something else entirely.

I've been in rooms where a family dynamic was on the verge of blowing up a deal. I've helped broker conversations between siblings who hadn't spoken plainly to each other in years. I've had to tell more than one client: "This is what I'm seeing from the outside and here's what needs to happen in the next 48 hours to keep this together." That's not in any engagement letter. But it's the work.

## A NOTE FROM SOMEONE WHO HAS SAT ON BOTH SIDES

I come to this conversation with a perspective that most bankers don't have. I own a family business, The Brumby Chair Company, that has been in my family for 150 years. I am the fourth generation to run it. I took it over in 2012 and led a full turnaround, and in the years that followed, I seriously considered selling. I engaged a banker. I went through a process. I know what it feels like to sit across from your own reflection in a business that bears your family's name and ask: is this the right time? Is this the right buyer? What does legacy actually mean here, and am I honoring it by selling or by staying?

Those are not business questions. They're deeply personal ones. And they sit right at the intersection of every family business sale.

That experience shaped everything about how I work with family business owners today. I don't process these questions from the outside. I've felt the weight of them. And when I sit across from a family navigating different opinions about whether and how to sell a business their father built, I'm not managing a transaction. I'm helping them through one of the most significant decisions of their lives.

***I try to remind my clients that the business part is workable.  
The family part is what requires the most care.***



## HOW TO KEEP EVERYONE AT THE TABLE

If you're preparing to sell a family business with multiple stakeholders, here is what I'd tell you before you start:

**Get aligned before you go to market...**not after. Agree on price parameters, deal structure preferences, and what role each family member will play in the process. Write it down if you have to.

**Identify a single decision-maker or a clear decision process.** Buyers need to know who to work with, and your family needs a structure that doesn't collapse under pressure.

Pick an advisor who has experience working with families and not just with transactions. Ask them directly: have you navigated intra-family dynamics during a deal? What happened? How did you handle it?

**Agree to give each other grace.** A sale process will surface things, maybe old dynamics or old assumptions about who contributed what to this business. Have those conversations with each other, not through your advisors, and not in front of buyers.

And when it gets hard, and at some point, it will, remember what you're doing this for. You built something together. Selling it well, in a way that honors what it is, is the final act of stewardship. Don't let the process become the thing that divides the family.

The right advisor will help you get there.

***If you are a family business owner considering a sale — whether your family is fully aligned or still working through it — I'd welcome the conversation. Please reach out to Anna Brumby White at [FOCUS Investment Banking](#). Every situation is different, and sometimes the most valuable thing I can offer is an honest outside perspective before you've made any decisions at all.***

### ABOUT THE AUTHOR



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Anna Brumby White is a Managing Director at FOCUS with more than 25 years of experience in mergers and acquisitions, business development, and transaction execution. Prior to joining FOCUS, she was a Principal at Walden Businesses, advising middle-market clients on sell-side and buy-side transactions across multiple industries. Earlier, she spent 10 years with TSYS leading global expansion and business development initiatives in the U.S. and Europe and also served as President and CEO of The Brumby Chair Company. Anna holds dual Bachelor of Science degrees from Presbyterian College, an MBA from the University of Georgia's Terry College of Business, and FINRA Series 63 and 82 licenses.