

#### **DISCLAIMERS: PERSONAL FACTORS**

- OD-Owner's:
  - Age
  - Physical and Mental Health
  - Support systems
  - Appetite for patient care
  - Practice management competence
  - Tolerance: change, stress, risk
  - Access to capital
  - Financial savvy
  - Goals

EACH SITUATION IS UNIQUE

#### DISCLAIMERS: PRACTICE FACTORS

- State laws
- Tax implications
- Business structure
- Partners
- Real Estate
- Quality of Patient Base
- Local market/competition
- Payor mix
- Staff

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- Age of practice
- Associate(s)
- Cash flow
- Debts, etc., etc., etc.

EACH SITUATION IS UNIQUE

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ASSEMBEL A TEAM OF ADVISORS

- Financial Advisors:
  - CPA/Tax Advisor
  - Financial Advisor
  - Lender
  - Broker
  - Realtor
  - Real Estate Appraiser

- Non-Financial Advisors:
  - Lawyer
  - HR consultant
  - Optometry Practice Management Consultants
  - Contractor
  - Equipment Vendors



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#### **UNDERSTAND INDUSTRY NORMS**

COGS	20-28%
Non-OD Staff: Wages + Benefits	25-30%
OD Wages + Benefits	15%
Occupancy (rent, utilities, janitorial, security)	7%
Other (supplies, marketing, legal, insurance, IT, subscriptions, etc)	12%
Owner Net	8-21%

Strengths
 Weaknesses
 Opportunities
 Threats

Internal to Organization (result of things we do & can directly control)
External to Organization (pressures from profession/marketplace but which we can influence)

9 10

#### Practice Valuation Methods

- Wing it?
- Comps: comparable practice sales in area?
- Hire a consultant?
- Get more than one appraisal?
- Ultimately, it's what the two parties agree on!



6 Practice Valuation Methods

1. % of 3-yr Avg. Annual Gross Top-Line Revenue (i.e. collections)

2. % of 3 yr. Avg. Weighted Net

2A. [(Weighted average net)+ (Assets )+ (Adjusted A/R)] x (Multiplier up to 120%)

- 2B. (Weighted average net) + (Assets) + (Goodwill)
- 3. 3-Year Average EBITDA x Multiplier
- 4. 3-Yr Ave Weighted EBITDA x Multiplier (Increasing revenue)
- 5. 3-Yr Ave Weighted EBITDA x Multiplier (Decreasing revenue)

Numerous Other Methods Exist! Assets & Earnings, Capitalization of Earnings, Debt Service, Discounted Free Cash Flow, etc.

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Practice Valuation Methods:
Example Practice

• Single owner practice

• Annual collections for past 3 years:

• Year 1: \$1,000,000

• Year 2: \$950,000

• Year 3: \$1,050,000

• 3-yr avg = \$1M

• 3-yr average net income = \$100K

• Owner Salary + Benefits = \$200K

• Interest, Taxes, Depreciation, & Amortization Expenses = \$55K

\$\$ Practice Valuation Method 1: Percentage of 3-Year Average Annual Gross Revenue Calculate 3-yr average annual gross revenue (i.e. collections) Negotiate multiplying factor: Typically, 65%-70% Practice Value = (3-yr avg. annual gross revenue) x (factor) inadequate 3-yr avg. Negotiated **Practice** Gross Factor Valuation Revenue \$1.000.000 x 70% = \$700.000

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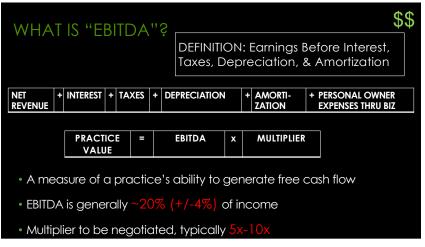
Practice Valuation Method 2: Percent of 3-Year **Average** Annual Weighted Net Average Net = [Net Income] + [Total Costs for all ODs working in practice, incl. Owner(s)] • Weighted Avg. Net = (Avg. Net for 3 most recent years)/3 • Goodwill = 3 x Free Cash Flow (i.e. Net Income)? Sum of 3-yr. Avg. Total **Current Market** Adjusted A/R Columns 1-4 **Practice** Costs for Value Assets or "Goodwill") Valuation **Net Income Doctors** \$100,000 \$200,000 \$150,000 \$90,000 \$648,000 120% A/R \$100,000 \$200,000 \$300,000 \$750,000 \$150,000 n/a Goodwill (assuming real estate is NOT part of sale)

% of 3-yr Avg. Annual Gross Top-Line Revenue (i.e. collections)
 % of 3 yr. Avg. Weighted Net

 2A. [(Weighted average net)+ (Assets)+ (Adjusted A/R)] x (Multiplier up to 120%)
 2B. (Weighted average net) + (Assets) + (Goodwill)

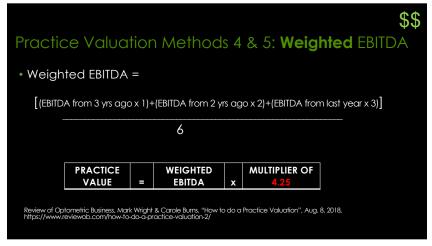
 3. 3-Yr Average EBITDA
 4. 3-Yr Ave Weighted EBITDA (Increasing revenue)
 5. 3-Yr Ave Weighted EBITDA (Decreasing revenue)

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\$\$ Practice Valuation Method 3: 3-Yr **Average** EBITDA with 5x Multiplier Interest/Tax/ **Practice** Depreciation/ Addbacks for Valuation Net **Amortization** Owner(s) with 4 **Expenses Expenses EBITDA** Multiplier Revenue \$100,000 \$55,000 \$45,000 \$200,000 \$1,000,000 lf: \$150,000 \$55,000 \$45,000 \$250,000 \$1,250,000 lf: \$200,000 \$55,000 \$45,000 \$300,000 \$1,500,000

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Practice Valuation Method 4: \$\$ Weighted EBITDA Multiplier (Increasing revenue) Weighted Interest/Tax/ **EBITDA** Depreciation/ Addbacks for **Practice** Net **Amortization** Owner(s) **EBITDA** Valuation @ by Year Revenue **Expenses Expenses** Yr 1: \$90,000 \$55,000 \$45,000 \$190,000 Yr 2: \$100,000 \$55,000 \$45,000 \$200,000 Yr 3: \$110,000 \$55,000 \$45,000 \$210,000 \$864,167

19 20

Practice Valuation Method 5:  Weighted EBITDA Multiplier (Decreasing revenue)								
Net Revenue	+ Interest/Tax/ Depreciation/ Amortization Expenses	+ Addbacks for Owner(s) Expenses	= EBITDA by Year	Weighted EBITDA Practice Valuation @ 4.25x multiplier				
Yr 1: \$110,000	\$55,000	\$45,000	\$210,000					
Yr 2: \$100,000	\$55,000	\$45,000	\$200,000					
Yr 3: \$90,000	\$55,000	\$45,000	\$190,000	\$835,833				

Compo	Comparison of All 6 Valuations									
70% of 3- yr Avg. Gross Revenue	3-yr Weighted Avg. Net Revenue	EBITDA #1 (3-Yr. Avg. EBITDA with 5x Multiplier)	EBITDA #2 (3-Yr. Weighted Avg. EBITDA with 4.25x Multiplier & ↑ Revenue)	EBITDA #2 (3-Yr. Weighted Avg. EBITDA with 4.25x Multiplier & \ Revenue)						
\$700,000	\$648,000 (AR & 120%) \$750,000 (goodwill)	\$1,000,000	\$864,167	\$835,833						
\$352,000	) Swing: \$648,000	to \$1,000,000								

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#1: LUNA FAMILY OPTOMETRY
1978
4,000 sq ft, 5 lanes
Adjacent to OMD & Retina, nearby trails
2004
2-yr lease, family members own 1/3 of building
Maxim-Eyes
1.5
IPL, OCT, Optos, 1 Marco auto-phoropter
70% VCP, 30% Medical

23 24

CASE STUDY #1: LUNA FAMILY OPTOMETRY									
YEAR	GROSS REVENUE	NET	NET %	COGS %	STAFF %	OD %			
2018	\$1,113,000	\$111,000	10%	29%	26%	8%			
2019	\$1,113,000	\$29,000	2%	24%	32%	13%			
2021	\$1,227,000	-\$121,000	0	23%	29%	14.5%			

CASE STUD	Y #1: LUNA FAMILY OPTOMETRY
STRENGTHS	History, reputation, facility
WEAKNESSES	Location (rural), owner appetite, OMD arrangement, high no-show rate (>10%), marketing, metrics tracking, manager
OPPORTUNITIES	IPL, increase exams/OD hour, capture more reviews, marketing
THREATS	Cash flow/bankruptcy, labor pool, OD pool



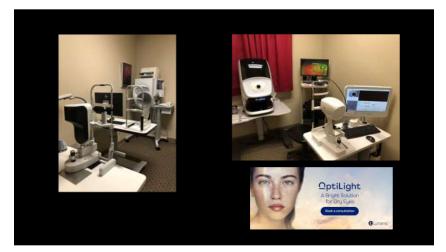


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#### CASE STUDY #1: LUNA FAMILY OPTOMETRY

- REDUCE EXPENSES:
  - Lens Lab
  - Credit Card Merchant Fees
  - Contact Lens Rebates
  - Buying groups for frames

OOP COST: TIME

#### CASE STUDY #1: LUNA FAMILY OPTOMETRY

- Dismiss Office Manager (\$24/hr FT plus benefits & payroll taxes = approx. \$60,000)
  - Severance and Release Agreement
  - Empower Team Leads: (1) Optical (2) Tech (3) Front Desk
  - · Hire Remote help:
    - Examples: EyeHelpYou, Hello Rache, DATAppointment
    - \$9.50/hr x 40 hrs/wk x 48 wks = \$18,240/year
    - Job Duties:
      - Texts, emails, voicemails
      - Appointment confirmation calls, recalls/overdue list
      - Misc. billing
      - Misc. owner admin: metrics, etc.
- SAVINGS: \$41,760 + PLUS INCREASE REVENUE BY REDUCING NO-SHOW RATE

33 34

#### CASE STUDY #1: LUNA FAMILY OPTOMETRY

- End OMD relationship
  - Not profitable
  - Focus on core business operations: comp exams, glasses sales, contact lens sales
  - Less staff stress > higher retention
  - OMD Tech available to support ODs
- · Schedule:
  - Comp exams: down from 45 min to 30 mins. Health checks: 15 min
    - Will necessitate the hire of 1 more optician Separate scheduling column for medical testing
    - Increase comp exams from avg 10/day to avg14/day
    - [(48 wks/yr \* 7.5 doc days/wk\*4 more pts/day]-(no shows 6%)] \* RPP\$350 = \$473,760 ANNUAL | REVENUE: \$474,000

35 36

#### CASE STUDY #1: LUNA FAMILY OPTOMETRY Multiplier Valuation Assumption(s) **Valuation Method** #1: 70% of 3 Yr Avg Annual 0.70 \$805,816 No real estate Gross Revenue = for any option #2: % of 3 Yr. Avg. Wtd. Net (+ 1.20 \$475,558 Adj. A/R=\$110K; Assets + Adj. A/R x multiplier)= Assets=\$200K #3: % of 3 Yr. Avg. Wtd. Net + \$685,298 Adj. A/R=\$110K; n/a Assets + Goodwill = Assets=\$200K #4: 3 Yr Avg. EBITDA with 5.00 \$902,124 Multiplier Option A = #5: Wtd. EBITDA Option B (x 4.25 \$725,010 multiplier) =

VOTE: WHAT WOULD YOU DO?

1. Luna Family Optometry
2. Midwest Eye Professionals
3. Happy Valley Optometry

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WHAT IS PRIVATE EQUITY (PE)?
An investment class consisting of capital not listed on a public exchange
Institutional & accredited investors who can dedicate large sums of capital for extended time periods to:

Fund new technology
Make acquisitions (Optometry)
Expand working capital; &/or
Bolster/solidify balance sheets

https://www.investapeda.com/terns/o/privateequity.asp\_Private Equity. Chen, J. March 2022

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#### Why is PE Interested in Optometry?

SOLD

42

- Mainly larger practices: > \$1,000,000 gross revenue
- · Relatively recession-resistant
- Excellent growth potential

OD

MD/DO

6.60%

2.90%

41

- Demand for eyecare services will continue to grow in the U.S., especially for age-related conditions
- Demand > supply (of eyecare providers) for decades

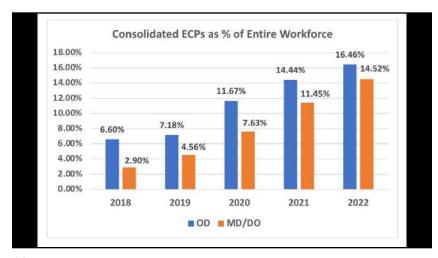
HIG VISION ALPINE WHO IS PRIVATE SHERIDAN NVISION EQUITY (PE)? STERLING COMC California Retina -OSM-**⊕**BOBAL PRISM ₩ QUAD-C ⇒ Optometry Examples: CIP REVELSTOKE ReFocus MyEye Dr Eve Care Keplr Vision Covenan KKR **⊘**SightMD Waud Capital **VSP** Ventures CORTEC Group C EVP EyeCar Medical Optometry Partners Group EYECANE PANTNER @ UNIFEYE America, etc. AHE VIE LLR ₹PAMLICO → \$US EYE esp IP HARVEST 2021 www.focusbankers.com, PE in Ophthalmology SHORE DE EVESOR INTEGRAL

## Private Equity Market Share Dentistry (stable 20% market share) In actual numbers this represents approximately: 7,771 optometrists of the 47,209 in the U.S. in 2022 2,440 of the 16,810 practicing ophthalmologists in 2022 These market share numbers do **not** include the providers in entities such as LensCrafters, Pearle Vision, Costco Optical or Walmart Vision Centers.

7.18%

4.56%

July 2022, Reivew of Optometric Business: https://www.reviewob.com/how-fast-is-private-equity-in-optometry-growing/



43

11.67%

7.63%

14.44%

11.45%

16.46%

14.52%

#### SELLING TO PRIVATE EQUITY (PE)



#### Pros:

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- Established formulas/process
- High valuation
- Name recognition?
- Keep most staff
- Strong HR/benefits?
- Relatively fast transaction

#### Cons:

- Seller stays as employee
- Letting go
- Practice changes
- Re-sale?





Year Founded	2004
Square Footage	6,000 sq ft, 9 lanes
Location	Stand-alone, poor visibility & signage, condos
Year Built	2004
Occupancy	lease
Docs	2 FT O.D.s, 1 PT OMD
Equipment	Manual phoropters, Optos, OCT, ERG, etc
EHR	Revolution
Payor Mix	75% Medical, 25% VCP

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# CASE STUDY #2: MIDWEST EYE PROFESSIONALS STRENGTHS History/reputation, high medical, large clinic size, tenured staff, scribes, whip-smart OD WEAKNESSES OD pool, OMD arrangement, optical capture rate, owner burn-out, owner limited savings/investments OPPORTUNITIES Another 1-2 Associates, real estate, population increase, colleges nearby THREATS Landlord, previous manager (laid-off)

YEAR	GROSS REVENUE	NET*	NET %	COGS %	STAFF %	OD %**
2019	\$2,206,000	\$198,000*	9%	22%	35%	17%**
2021	\$2,168,000	\$181,000*	8.4%	21%	32%	18%
2022	\$2,481,000	\$151,826	6%	21%	32%	15.4%

49 50





51 52







#1 Priority: Owner Burn-out→ Find Associate

ONE-TIME INVESTMENT
Video to Recruit Associate

Quote from Moxley Studios:

• Co-create a script
• script professionally voiced
• Owner to list the tech, features, and city attractions you find most compelling
• 1-2 days of filming at practice and features in the city
• Doctors/staff must be available
• Clients/models/ actors
• About 2 weeks of post production (editing)
• 1-2 rounds of revisions

Example:
https://www.dropbox.com/s/twcmbn54osv005o/OptometricOpportunity2018.mp42dl=0\_

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CASE STUDY #2: MIDWEST EYE PROFESSIONALS #2 Priority: Optical ONE-TIME INVESTMENT COST (est) On-Site Consultant to help with Capture Rate \$4,000 Optical Business cards \$200 ABO licensure, reference materials, for optical staff \$1,175 Uniform allowance \$1,500 Paging system? \$3,000 TOTAL \$9,875 Re-open during lunch hour!

57 58

#### CASE STUDY #2: MIDWEST EYE PROFESSIONALS

#3 PRIORITY: LEASE VS. OWN

- Occupancy > 7%, no option of full-ownership
- Build out (expensive, stressful)
- Purchase existing commercial real-estate: limited options Broker

One Site Identified:

- Same street, 2 miles away
- Extremely visible location, lots of traffic, easy access to Highways
- Ample off-street parking
- 20,189sf, 6 units:
  - Two avail for clinic build-out: 5,000 SF
  - Four tenants: (1) AT&T (2) Dialysis (3) Pediatric autism therapy (4) Plumbing parts



59 60





Headaches/Barriers:		Estimated			
ledddches/balliers.		Jan - Bec 22	Jan - Dec 21	Jan - Bec 20	Comment
	Operating Income Expense			-	
1. Down payment	Total income	164,584	200,180	178.822	Tenant let
O. Financia ai					
2. Financing	Expense	300		10.20	
3. Build-out	Business Meeting Meals Exper	12,749	140	459	Roof repairs
3. DUIIQ-UUI	Common Area Maintenance Insurance Expense	5,965	29,748	4,830	Hoof repairs
4. Moving	Miscellaneous Expense	637	910	182	
4. 141041119	Office Supplies	19	Sit	55	
	Property Management Expense	8,775	7,487	8,728	
	Repairs and Maintenance	236	277	3,700	Door repair
	Taxes - Property	36,660	38,014	30,556	
Will it cash-flow?	Tools, Equipment and Machine		115		
VIII II CUSI I-IIOW S	Travel Expense	524	274	578	
	Dilities	1,500	5,038	_	Tenant left.
	Total Expense	69,748	88,351	72,866	
	Ret Operating Income	94,536	111,030	105,734	

					Total Rent Income per Month					
	Suite	Current Rent	CAM	Property Tax	2022	2023	2024	2025	2026	2027
Plumbing Products	Ware- house	\$718	291	\$295	\$1,304	\$1,304	\$1,304			
AT&T	100	\$3,768	793	\$397		\$4,958	\$5,071	\$5,188	\$5,307	\$5,430
Suite 200 estim. OPTOMETRY CLINIC	200	\$2,084	834	\$417		\$1,667	\$3,435	\$3,538	\$3,644	\$3,753
Suite 300 estim. OPTOMETRY CLINIC	300	\$2,099	840	\$420		\$1,679	\$3,459	\$3,563	\$3,670	\$3,780
Dialysis	400	\$6,981	928	\$1,148	\$9,057	\$9,197	\$8,744	\$8,880	\$9,010	
Pediatric Autism Therapy	500	\$1,006	794	Incl. in CAM	1,800					
Total Monthly					\$12,161	\$18,806	\$22,013	\$21,169	\$21,632	\$12,964
Total Annual			2.47		\$145,933	\$225,668	\$264,155	\$254,030	\$259,579	\$155,565
Estim CAP Rate Based on Purch Price	Э		9.4%	*Cap rat	e 2018: 7	.7% base	d on \$10	3.000 NO	I and \$1.	41 sale
Annual Property Tax Estim.			\$40,000							
Annual CAM Estim assumes 8% C.C	И		\$43,200	*Assumes	1/2 Yea	г Оссира	ancy for S	tes. 200	and 300 i	n 2023

#### CASE STUDY #2: MIDWEST EYE PROFESSIONALS Multiplier Valuation Assumption(s) **Valuation Method** \$1,536,328 No real estate #1: 70% of 3 Yr Avg Annual 0.70 for any option Gross Revenue = #2: % of 3 Yr. Avg. Wtd. Net (+ \$1,170,560 Adj. A/R=\$220K; 1.20 Assets=\$500K Assets + Adj. A/R x multiplier)= #3: % of 3 Yr. Avg. Wtd. Net + \$1,055,467 Goodwill=\$300K; n/a Assets + Goodwill = Assets=\$500K #4: 3 Yr Avg. EBITDA with \$2,607,098 5.00 Multiplier Option A = #5: Wtd. EBITDA Option B (x 4.25 \$2,467,241 multiplier) =

VOTE: WHAT WOULD YOU DO?	
1. Luna Family Optometry	
2. Midwest Eye Professionals	
3. Happy Valley Optometry	
LOVEITOR	

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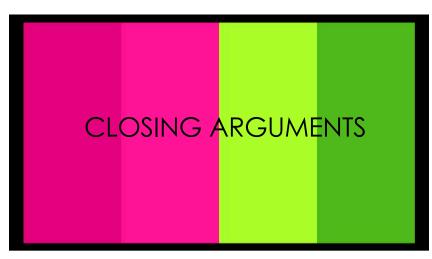
LEASING PROS	LEASING CONS
Rent is tax deductible	No control
Doesn't affect personal credit score	No equity over time
Greater flexibility if move needed	Rent \$\$ goes into "black hole"
Shorter terms than mortgage	Less security: lease renewals
Rent \$\$ less than mortgage \$\$: improved cash flow	Building ownership could change hands
Deposit less than down payment	Less long-term security
Entry into desirable RE market	
Less responsibility/headaches	
Less risk?	
Easier for practice transition?	

CAMPINIC BBOS	OWNUNG CONG
OWNING PROS	OWNING CONS
Equity	Large down payment
Independence	Higher monthly payments
Control	Risk of Property Value Depreciation
Tax Benefits	Responsible for Liability, Structure & Content Insurance
Stable mortgage payments	Responsible for Repairs/Maintenance
Additional Revenue Stream	Less mobility/flexibility: more difficult to move
Long-Term Security	Default → Neg Personal Credit Score
Practice Transition Appeal	Practice Transition Complexity

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#### Real Estate: Summary

- The decision whether to lease or to buy office space should be a business decision, not an emotional one
- Utilize your CPA: analyze tax benefits and cash flow implications of each option.



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#### WHY "LIST IT"?

- NON-FINANCIAL REASONS (PULLS):
  - Clock in and out
  - Rest & relaxation!
  - More time with family/hobbies!!
- NON-FINANCIAL REASONS (PUSHES):
   No more EHR/HR/etc.!!!
- Staff drama, demands, negotiation, turn-over
- Target for lawsuits
- Internet outages, IT, HIPAA, credentialling, authorizations, billing
- Professional isolation

WHY "LIST IT"?

- FINANCIAL REASONS:
  - Cash out now for large lump sum or monthly payouts, which you can enjoy &/or invest
  - You can always buy or start another practice & flip it, too!
  - You're going to have to sell at some point (at least we hope so!!)

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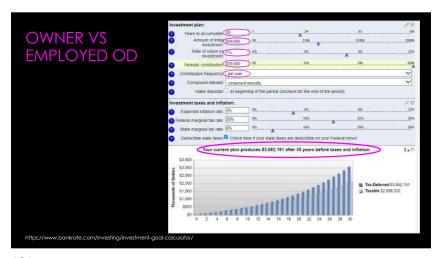
#### OWNER VS EMPLOYED OD

Self-employed ODs made an average of \$215,634 in 2022

**Employed ODs** made on average of

Consider that difference over a 25-to-40-year career

100



"Practice ownership continues to be the path to greater financial gain for optometrists. Review of Optometric Business

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### On behalf of Vision Expo, we sincerely thank you for being with us this year.

#### Vision Expo Has Gone Green!

We have eliminated all paper session evaluation forms. Please be sure to complete your electronic session evaluations online when you login to request your CE Letter for each course you attended! Your feedback is important to us as our Education Planning Committee considers content and speakers for future meetings to provide you with the best education possible.

