

KLUWER: FAMILY, EXPERTS, AND MANAGERS

1920 – 1960

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Introduction

Kluwer's publishing company, the subject of this paper, is now part of Wolters Kluwer, one of the larger multinational media concerns in the world. It started as a small firm at the end of the nineteenth century and was led by its founder until he passed it on to his three sons in 1929. From the nineteen-forties these brothers and their in-laws attracted first advisors, then capital, and finally leading managers to the firm. Leadership passed more and more into the hands of these managers. Kluwer stock was introduced at the Amsterdam stock exchange in 1967. After this, the family share in the firm's capital dwindled and with it its role in strategic decision making. The last member of the family retired from the executive board in 1966 and after 1974 only one member of the family remained on the supervisory board – more for his expertise than to represent the family. We therefore have a rather classical case here of the transformation of a family firm into a managerial firm – classical but not inevitable: we all know that quite large family businesses are prominent in publishing today (Bonnier, Bertelsmann, Murdoch and others). It therefore makes sense to try to understand why Kluwer did not continue as a family firm.

Let me begin with a brief sketch of the state of the art in Dutch history writing in this field and my position in it. Dutch economic and business historians have been triggered, as historians elsewhere, by Chandler's *Scale and scope* to reconsider the dynamics of family firms and their role in the national economy.¹ As elsewhere, there is a tendency to emphasize, against Chandler's thesis, the continued viability of family firms in their different forms. Success stories have been popular.² The Kluwer story is a success story as well, but the fact that it was a family firm was deeply problematical. True, Kluwer's history provides more arguments against the Chandler thesis, but because these have been pointed out so often now, I will not emphasize them. Rather, I'd like to show some of the problematical aspects of this kind of business. It will become clear enough that this does not take us back to Chandler; I hope it will contribute to a more balanced understanding of family business, at least in media firms. The main parameters will be the same as in other studies of this kind. Strategy is our main concern, and the basic variables are: markets, growth, internal organisation, capital, expertise and succession.

So far, the history of Dutch publishing in the twentieth century has mainly attracted literary historians, hardly any business historians.³ This paper is a first and very provisional attempt, again not by a real business historian but by a cultural historian. Dutch publishing history is certainly a very promising field, because the Netherlands has some very interesting firms, large ones such as Elsevier (now Reed Elsevier), Wolters and Samsom, and a host of smaller ones. Many of these have left large archives, that have hardly been explored. For Kluwer the main resource are the company archives, located at the company's headquarters in Amsterdam. Besides annual reports, business correspondence and financial material, they contain minutes of the meetings of the shareholders and the supervisory directors. Until the late nineteen fifties, these were family meetings, often with a trusted expert as the only outsider. Later on, we can see the appearance and increasing influence of managers from outside the family. These minutes therefore allow us to follow the strategic decision making process in

considerable detail and I have therefore chosen them as my main source.⁴ Often the motives behind great decisions were also recorded here, as well as some of the tensions and conflicts that were behind them. But for a full understanding of the relationships between the actors in this story we would need the personal correspondence of the family, which is not available so far.

I will describe and analyse three phases in the development of Kluwer: first the beginning and first forty years of the firm, when it was led by Aebele Everts Kluwer, the founder; next the period from 1929, when two of Kluwer's sons took charge and consolidated the business during the years of depression and war; and finally the postwar years, when the firm grew very fast and external advisors helped the brothers to manage this growth. During this last phase, capital was attracted from an investment bank, external managers came in and the family gradually retired from the firm's leadership.

The founder and his family 1885-1929⁵

Aebele Everts Kluwer was born in 1861 in a village in the northern province of Friesland. He was trained as an elementary school teacher, but after practicing this profession for less than a year, he turned to the book trade. He served apprenticeships with two book sellers and publishers before setting up, in 1885, a shop of his own in Veendam, also in the North, together with another young former apprentice. In 1888 he married a girl with a substantial inheritance from her father, a farmer who had died young. Very likely it was this money that helped finance Kluwer's first ventures: the purchase of a large house and office, printing costs, etc. Kluwer published his first books in Veendam: a textbook on mathematics for secondary schools, written by a teacher, and an annotated reference work on the poor laws, aimed at town officials. In 1891 Kluwer disengaged himself from his business partner and set up his own business in Deventer, in the eastern part of the Netherlands, a town with many book shops and schools. Here he started, in cooperation with a school teacher, to publish schoolbooks, periodicals for teachers in primary and secondary education, as well as cheap children's books and works on hunting (his personal hobby).

In 1898 Kluwer launched a periodical that turned out to be a tremendous boost to the firm. It was a weekly advertising periodical called *Vraag en aanbod* (demand and supply), which was sent free of charge (from 1902 for F 1.- a year) to industrial firms, municipal governments, architects, railway stations, steamship operators and hotels. It contained practical information on new machines and products in the form of advertisements and articles written by experts. In 1907 Kluwer offered a yearly travelling stipend for a student to be selected by the Technical University in Delft. The student would travel abroad for two months and then publish his impressions in *Vraag en aanbod*. The first student to win the stipend was D.H. Stigter. He became the editor of *Vraag en aanbod* in 1910 and in 1912 he married Kluwer's second daughter Naatje: his first steps to becoming an important figure both in the family and in the firm. The print runs of *Vraag en aanbod* grew between 1898 and 1909 from 10 000 to 14 500. After losing money during the first year, the periodical's profits grew from F 4 117,- in 1900 to F16 351,- in 1909 and F63 478,- in 1922 (print run by that time: 15 000).⁶ *Vraag en aanbod* was the starting point for a series of books, periodicals and dictionaries on

practical technology, which aimed at helping technicians keep up with the latest developments, for example in the rapidly expanding fields of electrical engineering, telephones and automobiles. Advertisements for these publications appeared in *Vraag en aanbod* and Kluwer's other technical journals: he could reach most of his audience with his own media and therefore without further advertising costs.

There are no data about overall profits and losses during these first ten years in Deventer, but we do know that between 1898 and 1909 his turnover more than doubled, from F 11 756,- to almost F 25 000.⁷

In 1909, Kluwer bought the publication rights of a standard work in law that became the second of his great financial successes: *De vakstudie* (literally "professional studies"), a series of books on fiscal law, intended both for instruction of aspiring officials and as compendia. Subscribers received regular supplements, which they could paste in the appropriate places in the book (which procedure earned the work the name of "plakstudie" or pasting study). In the 1920s this publication became available in loose-leaf form - a major innovation.⁸ It was the beginning of a long series of loose-leaf publications on all kinds of legislation, aimed at administrators, officials and lawyers. Kluwer achieved a practical monopoly in this field in the Netherlands. The series were very profitable: profits in 1913 were F 2 380,-, in 1915 F 5 921,-, and steadily rising afterwards.

In 1913 Kluwer bought the newspaper *Salland* (founded in 1907), after the owner-editor died. This was not a very profitable venture, because there were already several newspapers in the area, two of them in Deventer.

Most of Kluwer's publications were printed by in the printing shop *De IJssel* (named after the river on which Deventer is located), owned by his wife's half-brother Rens Borst. Borst had lived with the Kluwer couple in Veendam, had learned the printing trade and had followed the Kluwers to Deventer in 1899 to set up shop there with his parents' money. Being sceptical of Borst's business talents, Kluwer stimulated another brother-in-law to become a partner in the firm (1903) and three years later he lent money Borst to buy a new typesetting machine. He provided more loans during the following years (up to 22 000,-, with 4% rent⁹). Kluwer had a small printing facility in his own shop, but in 1921 he set up a full-scale printing plant, which was to be led by his youngest son Aebele, and which grew quickly.

Around 1909 Kluwer probably had 5 to 8 persons working for him: a corrector cum secretary, a bookkeeper, a typist and an (unidentified) nephew as a "trustee", a kind of office assistant. Besides these people, he had writers and editors working on his books and periodicals, as well as salesmen. In 1914-1915 the firm's buildings were thoroughly rebuilt to make more room for offices, store houses, a binding room etc. Kluwer's lifestyle reflected his success (though we have to remember the inherited wealth of his wife): he acquired a handsome villa in Gorssel, close to Deventer, with a tennis court, where he spent the summers, and went on a cruise to Africa with his wife.

By the nineteen twenties Kluwer had therefore built up a firm consisting of a printing outfit, a small newspaper, a small educational list and very successful lists of professional information for practitioners in law, taxation, industry and technology. We can still recognise much of this profile in the present-day multinational Wolters Kluwer, which strives to be, according to its latest annual report "The Professional's First Choice".¹⁰ The continuity is striking. Kluwer apparently understood that the growth of

legislation and technology – that is, of the state and of industry - would create expanding markets for providers of professional information in these fields. The growth of Kluwer illustrates what the English historian Harold Perkin has called “the rise of professional society”, which, according to Perkin, was the most characteristic feature of the twentieth century.¹¹ But the period in which Kluwer worked was a good one for publishers generally: the population grew from about 8 million in 1885, when Kluwer started his firm, to a little over 15 million in 1929, when he handed it over to his sons; elementary education became compulsory in 1900 and secondary education grew, especially after 1920, creating a larger market for schoolbooks and a larger readership for all kinds of books than had ever existed before.

Three brothers, three sisters and three brothers-in-law

The continuity of the firm depended, of course, not only on the development of markets, but also on future leadership. Kluwer prepared his three sons and the eldest of his three daughters to assist him in the firm and to continue his work after his retirement. Meta (1889-1967), the eldest daughter, went to secondary school and was then sent then on a kind of apprenticeship in Silesia, Brussels and Paris. Kluwer wrote in a letter to the family in Silesia where Meta was staying that he wanted her to be trained for his firm. Therefore she was to learn typing and writing German stenography (he added that “the piano should not be neglected”).¹² In 1914, when she was in her mid-twenties, she started to do the administration of the newspaper *Salland*. In 1916 she married the architect who had led the rebuilding of Kluwer’s premises in 1915. Both other daughters, Naatje (1890-1964) and Anna (1893-1944), went to secondary schools, but as far as we know they did not work in the firm. Their husbands, however, later became members of the supervisory board.

The eldest son, Evert (1892-1964), was educated at a business school (the Hogere Handelsschool in Den Haag) and served apprenticeships in a Dutch printing house and in a German publishing firm before entering his father’s business in 1914.¹³ His brother Nico (1897-1975) started to work for his father in 1921 after graduating in law at Groningen University; it seems likely that his choice for the law was related to his father’s publications in that field. The third son, Aebele (1901-1981) studied at a printing school (Vakschool voor Typografie in Utrecht) and served an apprenticeship in England. He also entered the firm in 1921, where he developed the house’s large printing shop.

In 1929, Kluwer handed over the management of the business to his three sons.¹⁴ The firm was split up into two limited liability companies (NVs): Naamlooze Vennootschap Uitgeversmaatschappij Ae. E. Kluwer and Naamlooze Vennootschap Drukkerij “Salland”.

These were private companies: shares were not to be sold at the stock exchange and would preferably remain in the hands of the family.¹⁵ Both companies had the three brothers as managing directors and Kluwer senior as supervisory director. Kluwer said that the purpose of this construction, which was quite usual in family companies at the time¹⁶, was “to create a solid basis” for cooperation between the brothers.¹⁷ In practice, Evert managed the publishing house and Aebele the printing shop. Nico, the second son, was the odd man out. He and his wife were sufis. In the 1920s Nico had started his own list of spiritual books. His father disapproved. He warned his son of “eastern dreaming”,

which was not befitting a business man, a member of the Dutch Reformed Church and a person responsible for a family firm¹⁸; nevertheless, he allowed Nico's books to appear under his imprint. Nico resigned his managing directorship in 1933, but remained a shareholder.

For the purpose of emitting shares, the value of the firm was estimated at F 500 000,-: F 250 000,- for each NV. Shares in each firm comprised 50 A-shares of F 1000,- each and 200 B-shares of F 1000,- each, 100 of which were not as yet emitted. Kluwer sr. remained the most important shareholder, owning all the A-shares and 85 B-shares; the remaining B-shares were divided among the three sons. In case a new managing director was needed, holders of A-shares had the right to propose two candidates, while the shareholders' meeting would choose one by secret vote. Shares could only be sold to outsiders after having been offered to the other shareholders – that is, the family – first. In case of inheritance of a share, the inheritor(s) would appoint a representative to the shareholders' meeting who should be acceptable to the managing directors.

When Kluwer sr. died in 1933, the six children inherited all the shares. Two of the three sons-in-law, Jacob Pluim (1884-1942), co-owner of a wholesale trading firm in draper's goods and the architect J.D. Postma (1890-1962), took over Kluwer's place as supervisory directors. When Pluim died in 1942, the third son-in-law, D.H. Stigter (1883-1950), owner of a technical consultancy firm and patent office, and Kluwer brother Nico joined the supervisory board.

In short, the brothers Evert and Aebele managed the firm, regularly discussing strategic questions with their brother and their brothers in law, who served as supervisory directors, while important decisions were taken at the yearly meetings of the shareholders, which included the ladies in the family (in an interview, Nico Kluwer's son Paul said that the sisters, especially Meta Kluwer, were pushing their brothers, partly via their husbands, partly in the meetings of the shareholders, to make the company grow¹⁹).

In spite of the crisis of the nineteen thirties the firm did well most of the time. This was probably due, among other things, to the decline in paper prices and wages (43% and 32% respectively between 1931 and 1936²⁰). On the other hand the general decline of business resulted in fewer advertisements, which was bad for the newspaper and for *Vraag en aanbod*. Nevertheless, during the first half of the nineteen thirties, for which some figures are available, the shareholders payed themselves dividends between 6 and 12 %. The *Deventer Dagblad*, main competitor of Kluwer's own paper, was taken over in 1934, the administration was "mechanised" and in 1938 a new printing press was bought. The first years of the war also brought great profits, as was the case with many publishing firms.²¹ The family members even allowed themselves a cheap loan (3% rent per year) of F210 000,- from the company.²²

With the death of Jacob Pluim the firm apparently lost its main financial expert, for Postma proposed attracting the accountant J. Kraaijenhof to serve the family as an advisor. Postma and Kraaijenhof would discuss the company's affairs with the managing directors and report to the newly appointed supervisory directors, Stigter and Nico Kluwer. Kraaijenhof and his associate R. Elzinga became extremely important as the family's financial and organizational coaches. Until that time, the firm had once hired an accountant (the law of 1928 gave shareholders the option to appoint one, but it was not required), but had decided that the work involved was too complicated and therefore

too expensive.²³ During the war many companies hired an accountant in order to help them deal with the numerous German regulations. Several of these people turned into business consultants. The appearance at Kluwer of external financial experts was therefore part of a broader trend.²⁴

Immediately after his appointment in 1942, Kraaijenhof persuaded the family to improve the administration and to face the problems of succession and inheritance. While Elzinga worked on a thorough reorganisation of the financial administration, Kraaijenhof proposed changes in the firm's regulations. His proposals were intended to make sure that shares that had not yet been emitted would be owned only by the present shareholders and their direct offspring; that each of the six family members would have an equal number of shares and voting rights; that the number of A-shares would be diminished so that inheritance of voting rights would be less costly (death duty); and that each family should appoint a suitable representative, or holder of A-shares, if necessary from outside the family, while B-shares could only be inherited within the direct family-line.²⁵ One consequence of these measures was that from now on each of the six families had a representative in the supervisory board, all direct relatives. Besides the three brothers, Postma represented his wife Meta, as well as the Pluim children, until Jacob jr. would be old enough to take over. Stigter represented his wife Naatje. In 1950 Dick Stigter (born 1916), an economist employed at Shell, succeeded his deceased father and Lies Pluim's husband ir. J.A de Bie (born 1920), an officier who after 1950 worked as a manager in several firms, became supervisory director for the Pluim "staak" (young Jacob Pluim was supposed to succeed him later, but apparently this never happened). Dick Stigter was succeeded in 1952 by his brother Nico, an engineer employed at his father's patent office.

At a shareholders' meeting in november 1943, Postma urged each of the shareholders to decide which of their sons they would leave their A-shares to. The company should be expanded to give offspring the chance to become involved and one should take care to give possible heirs a suitable education – even though a position in the firm would depend on the capabilities of the candidate.²⁶

What can we conclude about Kluwer's strategy in this phase? The founder had passed the leadership of the firm on, not to one person but to three, each of them expert in his own field: the business man, the lawyer and the printer. After his death, the family decided to have all six heirs ("staken") represented on the supervisory board, a system that was brought to perfection during the war, when each was represented. The brothers-in-law, the architect, the technician and the business man, also contributed their expertise. During the war it became clear that financial and administrative expertise had to be hired from outside. The accountant Kraayenhof, who was hired for this purpose, was committed to improve the family structure of the firm. Kluwer was therefore a family business in a very full sense of the term: the six inheriting families not only owned the firm, each of them had an important role in the strategic decision making. The family was committed to make the business grow in order to create careers for their offspring.

During the next phase, this construction turned out to be problematical: conflicts arose between the managers of the printing company and the publishing company and between the supervisory board and the managing directors. The growth of

the firm complicated matters. These conflicts were an important factor in the transition to a managerial and publicly owned company – but that was a drawn-out process.

Growth, experts and the transition to the managerial firm

The basic fact about the Kluwer firm after the war was its spectacular growth. This was a consciously pursued goal, as we saw, but the development of the market, and especially that for Kluwer’s professional publications, gave this policy full scope: according to one expert, the market for print grew eightfold between 1945 and 1976.²⁷ Table I shows how the publishing house (NV Kluwer) and the printing business (NV Salland) participated in this growth. This put severe demands upon the organisational and managerial capacities of the leaders. It may explain why the supervisory directors took such an active role in strategic decision making and why relations between them and the managing directors sometimes became strained almost to the breaking point. Growth affected the heart of family ownership and management, because it required a lot of capital and very capable managers.

Table I: growth of the Kluwer firm 1945-1954

Year	NV Kluwer: employees	NV Kluwer: turnover (x 1000 guilders)	NV Kluwer: profit before tax ²⁸ (x 1000 guilders)	NV Salland: employees	NV Salland: turnover (x 1000 guilders)	NV Salland: profit before tax (x 1000 guilders)
1945	?	376	56	?	242	26
1948	53	1 677	260	102	706	143
1951	64	2 725	530	111	1 010	112
1954	80	3 278	672	140	1 317	44

Source: Wolters Kluwer archives, collection Resius, box 5 nr. 81, report of accountants Klynveld, Kraayenhof & Co to the Nederlandsche Participatie Maatschappij NV on the NV Uitgeversmaatschappij Ae. E. Kluwer te Deventer, 30 juni 1955; and Wolters Kluwer archives, collection Resius, box 5 nr. 82, report of accountants Klynveld, Kraayenhof & Co to the Nederlandsche Participatie Maatschappij NV on the NV drukkerij Salland te Deventer, 28 juni 1955

Salland had to invest heavily in machines.²⁹ The number of linotypes doubled from 7 to 14. A teletype system (F61 000,-) was introduced in order to quickly receive and typeset copy of a paper in another town, Zutphen, which Salland printed from 1954. A new rotary press was installed in 1954, for which a large new building was erected (costs: F1 200 000,-³⁰), but two years later the capacity of this machine fell short already. There were constant complaints about the administration lagging behind, and repeated reorganisations and investments in office machinery (F10 000,- in 1954³¹) had to be carried out to solve the problem.³² It was difficult to find printers and especially typesetters. Because there was a severe shortage of houses in the Netherlands into the 1960s, Kluwer tried to attract employees by offering them a home, which meant that it had to buy houses in Deventer.³³ Most of these investments were financed by the firm’s own means.

De Vakstudie and especially *Vraag en Aanbod* remained the two most profitable publications. *Vraag en Aanbod*, now a 60-page technical journal, had 30.000 subscribers in

1955. The book list contained standard reference works on technical subjects such as automobiles, steam and radio; textbooks for technical education as well as do-it-yourself guides; and a strong fiscal-juridical list, including the most complete guide in Dutch taxation and social legislation, both in book and in loose-leaf form, as well as several professional journals in these fields.

The problems this growth created became apparent soon after the war. According to a report on the periodicals section drawn up by a consultancy firm (Meertens) in 1955, the administration and bookkeeping were very untidy and inefficient. A clear division of tasks was lacking, with the consequence that some people, especially in middle management positions, took up too many tasks, and were therefore overburdened with work and in each other's way. Sales and marketing were poorly developed. This seems understandable in view of the easy growth of the market and the fact that the managers had to spend all their time in keeping the companies going, but it could of course become a problem in the future.³⁴

At the meetings of the directors and shareholders on 29 November 1946, Evert Kluwer said he felt his burden of work was too heavy. The family decided to find a new senior manager.³⁵ Could one of the sons in the family take up this task? Only Aebele, Evert's eldest son, 25 years old at the time, could be expected to do so before long. The family had even promised him a managing directorship, but Stigter thought he was not (yet) capable for that. The family decided that he should first acquire some experience, preferably by serving an apprenticeship abroad. Ten years later, Evert said his son had more talent for the printing business than for publishing and Aebele, now 35, was sent with some money of the firm to Canada to work with a printing company.³⁶ In 1958 his claim to the directorship of the printing division of Kluwer was reaffirmed, provided he would prove sufficiently capable, but he decided to stay in Canada.³⁷

Why were Kluwer sr's other grandsons not considered for this job (daughters were not even considered at the time)? No discussion is to be found in the archives, but it is not difficult to guess the directors' thoughts.³⁸ Kluwer's daughters had six sons in all, five of them were between 26 and 30 years of age and already well launched in their careers (two of them in their own father's firms), the sixth was only 19 years old. Nico's and Aebele jr.'s sons were between 11 and 16 years – much too young. Aebele, the eldest son of Kluwer sr.'s eldest son, was apparently considered the natural heir; his brother Jan was only 21 years old at the time.³⁹

Kraayenhof and Stigter pleaded for appointing an "outsider" in a senior management position. This would be good for the firm, Kraaijenhof said, it would not damage family interests, and Aebele would get his directorship in due course. The new man should not be just an aid to the present managing directors, but should become a managing director himself. His advice was heeded and half a year later, J. Leemhuis was appointed as the third managing director of the firm. He was charged with leading the *Deventer Dagblad* and the printing company, together with Aebele jr.⁴⁰

Leemhuis had studied printing at the same school in Utrecht as Aebele Kluwer, after which he had served in leading positions in several printing firms. In 1939 he had become managing director of a research institute for the printing industry. After 1944 he had established himself as a technical consultant for the industry, in which capacity he had also served Kluwer.⁴¹ Leemhuis stayed only two years, until September 1949, because of repeated conflicts with the Kluwer brothers, leading to a situation in which

“good cooperation turns out to be impossible.”⁴² He was accused of taking important decisions, such as organising an exhibition of the firm and giving away some materials of the print shop without consulting his colleagues and the supervisory board. A more structural problem was that Leemhuis tried to guarantee full use of the printing presses by accepting, according to the Kluwer brothers, too many orders. Because periodicals and newspapers always had to be in time and were therefore printed first, the printing of books was very slow, to Evert’s irritation. Aebele complained that Leemhuis did not solve the administrative problem, to which Leemhuis replied that he did not see this as his main responsibility.⁴³

The management problem therefore remained urgent. It was partly solved by the appointment, in 1952, of a young man called A.M.W. Resius, who had been secretary of the management of Salland for some time. At the first meeting with the supervisory board, Postma said the firm wanted to involve young people in the management, in order to guarantee the continuity of the company. In time indeed, Resius became managing director, although he never became CEO.⁴⁴ A managing director was therefore still badly needed, and again Kraaijenhof, now seconded by Kluwer sr.’s eldest daughter Mrs. Postma, pleaded for an outsider for this position. The firm needed a person, said Kraayenhof, who was not only a publisher or printer but someone with excellent commercial and organisational qualifications. Such a person could not be expected to accept a position below the two brothers, an option that Evert and Aebele seemed to prefer; he would expect to be on equal terms with them and eventually even succeed the brothers when they retired. Good candidates were hard to find.⁴⁵ Stigter was offered the job but he declined.⁴⁶ The end of this search came only in 1957, when J.M. Gorter was appointed managing director. His appointment was closely bound up with the second big problem the family faced during the first postwar decade: the supply of capital and, directly connected with it, the inheritance of the firm.

The financial policy of the company in the first decade after the war was to leave as much money as possible in the firm and to pay off investments quickly – both at the cost of bonuses and dividends, and in line with the goal of expansion.⁴⁷ The Kluwer sisters expressed their displeasure at this policy: they wanted to profit from the wealth the firm had created and may have felt a bit cheated of their father’s inheritance by shares they could not sell.⁴⁸ As we saw, large investments were internally financed. But insufficient liquidity was a recurring complaint in first the years after the war and therefore, in 1949, Kraaijenhof persuaded the family to take a credit facility up to F400.000,- at the bank Nederlandsche Handelsmaatschappij. Having to pay rent is not a healthy policy, Kraaijenhof admitted (again demonstrating his commitment to family capitalism), but external financing is now quite usual, the sum is not too high, and the company will only pay for credit actually taken (which turned out to be F200 000,-, which was characteristically paid off within a year).⁴⁹

A few years later, however, the shortage of capital was discussed again, this time in connection with the problem of inheritance.⁵⁰ The firm’s value had more than tripled between 1945 and 1955⁵¹, but it was still owned by the six shareholders. This meant, as Kraaijenhof explained, that Kluwer was “undercapitalised”: the number and the value of the shares no longer reflected the capital invested in the firm. One consequence was that the shares were becoming very expensive and that dividends, even though most of the profits were used for investments, were often very high: 40% in 1954. At a time

when the government pursued a policy of low wages in order to promote investments, this made a bad impression, and the government might even decree a dividend stop. Another problem was that in case a family member died, shares of the printing company and of the publishing company might come in different hands, leading to a separation of the two firms, detrimental of both: Kluwer's editions were printed at reduced price (10-15%, and even below cost price⁵²) and the printing company depended in large part on Kluwer's orders and on money for investments in printing machinery. Another problem was that the shares had become so expensive that a large amount of death duty would have to be paid (the children of Jacob Pluim had already experienced this problem), and that shares would be difficult to sell. Kraaijenhof suggested therefore that more shares be issued by paying dividend in the form of shares, that the publishing company buy the shares of the printing company and the newspaper, and that part of the shares be sold to an outside investor. The family would thereby acquire money it could use, for example, to pay death duties. Kraaijenhof suggested selling between 25 and 40% of the companies' shares to an outside investor, who would appoint a representative on the supervisory board. This would have the additional advantage of bringing in "objective expertise", helping to reduce the influence of family disputes on the firm. Eventually it would also mean accepting a leading manager from outside, even as general manager, which would have the advantage that the two brothers would no longer feel the weight of the whole family firm resting upon their shoulders.

This plan was realised in 1956, after strenuous negotiations with the fiscal authorities and the new investor, the Nederlandsche Participatie Maatschappij (Dutch Investment Company, NPM), which took a share of F500 000,- in the firm (200 000,- of which it sold immediately to an insurance company and a private investing firm, but the NPM would represent these companies also). The NPM had been founded by the Dutch government in order to stimulate industrial growth. Its working capital was provided by the Dutch government, *De Nederlandse Bank* (Dutch National Bank), as well as several private banks and insurance companies. It provided loans to firms that could not or were not willing to acquire these by other means, for example at the stock exchange (Elsevier was the only Dutch publisher which had stocks at the Amsterdam exchange at that time: it was considered something that only very large companies did).⁵³ Shareholders received F210.000,- dividend for the publishing company and F144 000,- for the printing company in shares, as well as F52 500,- for the payment of taxes on this transaction. All shares would remain personal shares, and would only be sold by agreement between the family and the NPM. They would therefore not be introduced at the stock exchange. The NPM would represent 25% of the A-shares and would appoint only one new supervisory director: this would support the illusion (as it turned out later) that the family would not lose its grip upon the firm.⁵⁴ Each family ("staak") would be represented on the supervisory board, though not necessarily by a family member.

The family was not entirely happy with this arrangement. De Bie feared that secret company information would leak to competitors (Kraaijenhof replied that the NPM had too much interest in the firm to allow that to happen) and Aebele Kluwer was disappointed in the deal with the fiscal authorities. It seems that Kraaijenhof's lucid and convincing analyses and his ability to frame compromise solutions finally carried the day. Strong disagreements and arguments between family members must have helped him.

The minutes of the supervisory board give an impression of these disagreements, which seem to have occurred especially between the brothers and their brothers-in-law, the supervisory directors.

For example, Nico Kluwer, who since 1934 had his own publishing firm, still received F3000,- annually from Kluwer. His brothers said that was their father's wish, but the supervisory directors, who thought the firm had paid him enough, decided to stop the allowance in 1949 (Nico protested, his brothers accepted the decision).⁵⁵ Five years later, Postma was very displeased when he heard that Paul Kluwer, Nico's son, who had given up his studies in order to prepare for a career in publishing, not only got an apprenticeship in the marketing department, but also one of the apartments Kluwer had acquired to attract printers; his uncle Aebele replied that the housing situation had much improved of late.⁵⁶ In 1955-1956, the supervisory directors refused to appoint the candidate the Kluwer brothers pushed for the third managing directorship (Van Laar), because they thought he was insufficiently capable, especially of improving the commercial policy of the firm. This made the brothers very angry.⁵⁷ Other frictions occurred around the work, already mentioned, of the consultancy firm that studied the organisation of the periodicals section, and the acquisition of a professional journal of a constructors' organisation, which turned out to be very badly organised and unprofitable, causing the company much extra work. In a meeting of the shareholders and the directors in 1955 Aebele said in sharp terms that the directors apparently did not trust the managers. He blamed them for bringing in the wrong people and said that if another such person would take charge, he felt like giving up his job.⁵⁸

The recapitalisation maneuver, completed in 1956, was the beginning of a decisive change in the company's culture and decision making routines. A representative of the NPM, the investment banker M. Sanders, became member of the supervisory board. He soon exerted much influence. Coming from outside the publishing business he asked typical "outsiders' questions" at directors' meetings, for example: why do one third of our editions fail to make a profit? Is this normal in the publishing business? After receiving an interesting but complicated answer, he asked the managing directors to draw up a business plan in which publishing decisions were made explicit.⁵⁹ Sanders also urged the managing directors to make a diagram of the organisation, on the basis of which decisions about appointments in leading positions could be taken.⁶⁰ This was necessary since growth of the firm had taken place without, as it seems, much consideration for organisational structure: the administration was still lagging behind and some people in leading positions had more tasks than they could manage.⁶¹ Decision making changed: while the supervisory directors continued to receive all relevant papers, the shareholders from now on only received the annual reports and balance sheet: the brothers-in-law and the new director therefore became more prominent, at the expense of the family meeting. Administration became more intensive because the NPM required more frequent financial reports. Smaller changes marked the transition as well: the gardener of one of the directors was no longer paid by the company, private accounts of the family, administered at the company, were cancelled, debts of the family to the company were paid back, Nico Kluwer had to pay for services rendered by his brothers' firm, and Postma no longer received an annual sum for unspecified architectural advice, although his office did get the commission to design a new office building.⁶²

Sanders also seems to have been the most influential person in selecting the new managing director, the man who would lead the firm during the nineteen sixties: J.M. Gorter, who was appointed in 1957.⁶³ Evert Kluwer had retired from the management in 1958, joining the supervisory board until his death in 1964, Aebele retired in 1966, becoming a supervisory director until 1973. Like Sanders, Gorter was an outsider to the publishing business. He had been an employee on plantations in the Dutch East Indies and a manager in a factory of woolen products in Leiden. His goal was to make Kluwer the largest publishing business in the Netherlands.⁶⁴ He started a sales department which conducted market research. From 1961 onward, under his direction, Kluwer started to purchase a large number of Dutch publishing and printing houses. This was not completely new at Kluwer. As we saw, the *Deventer Dagblad* had been taken over in 1934; in 1953 Kluwer took part (F50 000,-) in a failing bookshop in Amsterdam, owned by a son of Meta Postma-Kluwer's (the firm sold its assets in the shop in 1957⁶⁵). The next year it acquired a trade journal (already mentioned) for the contracting business which it wanted to incorporate into *Vraag en aanbod* (which failed because the society whose journal it was refused to cooperate). Gorter's acquisitions were much more frequent and also more successful (the family spoke of "fusitis": something like "merger disease"). At first, these were firms with lists that were closely related to Kluwer's, such as Noorduyn, a publisher of schoolbooks and fiscal works, acquired in 1961, Veen, a literary publisher, which was however mainly bought for its technical and government publications (1965), Stam, a publisher of technical books, especially for technical colleges (1967), and Tjeenk Willink (1968), which was mainly active on the juridical market (its take-over gave Kluwer a practical monopoly in this field⁶⁶) – to mention only some of the larger acquisitions. In 1968 the directors decided to enter the market of general books, not so much literature but information of all kinds, both in the form of books and of magazines, for which the market seemed to be growing. This led to the take-over, in 1969, of a firm almost as large as Kluwer itself, Zomer and Keuning, which included the best printing outfit for illustrated works available in the Netherlands. Acquisitions abroad were also considered, but they were not prominent on the agenda, because they would require a new kind of organisation, while there were still ample opportunities for expansion within the Netherlands.⁶⁷ During Gorter's directorship the company grew spectacularly. While the number of employees was 220 in 1954, there were 2883 in 1969, when Gorter retired. Profits were increasing annually (from f 1674,- in 1964 to f 3125,- in 1968).⁶⁸

Of course, Kluwer's acquisitions during the 1960s cannot be explained from Gorter's personal ambitions only. "Fusitis" was wide-spread among publishers and other industries during the 60s.⁶⁹ The spectacular increase in wages from November 1963, when the government abandoned its policy of centrally directing incomes, was one of the causes of these mergers. Because publishing is a very labour intensive business, firms tried to increase their size, in order to use their labour force more efficiently. Secondly, the anti-cartel policy of the European Community, also initiated in 1963, strongly stimulated mergers as the only way to cooperate legally.⁷⁰ This was easier in the Netherlands than elsewhere, since, thirdly, anti-trust legislation was much less stringent here than in other countries.⁷¹ Stigter, in a meeting in december 1968, expressed the prevailing mood nicely when he said that Kluwer had only two options: either join the larger five Dutch publishers or be taken over by one of them. This meant that Kluwer

could no longer limit itself to its familiar market of professional publishing but had to plunge into the highly competitive market for general books too.⁷²

During the second half of the sixties it became increasingly clear that new acquisitions required more money than the family and the company's bank, Algemene Bank Nederland (ABN), were willing and able to provide. After long discussions and on the advice of the bank, the directors decided, with the blessing of the family, to introduce the Kluwer shares at the Amsterdam stock exchange in 1967. The interests of the family would be taken care of by a foundation, which had the right to appoint two directors on the supervisory board as long as the family owned at least 20% of the shares, and one if the percentage would plunge under that percentage but remain above 10%.⁷³ Its main function seemed to be to prevent family members to sell too many shares at the same time, which would of course diminish their value and damage the image of the company. By October 1968, the percentage of shares in family hands was around 43,4%. After 1974, when Stigter had to leave the supervisory board because the family's share had sunk below 20%, De Bie was the only family member to remain on the board. By 1987 it was estimated to be no more than 7%.⁷⁴ Kluwer's transformation into a publicly owned managerial company was complete.

How can we explain this process? Why did Kluwer cease to be a family firm? I suggest that four factors were decisive. First, in order to project a family firm into the future, careful planning is necessary. If young family members are not educated in the right way and recruited at the right time, they will more easily go other ways, especially in an expanding economy like the Netherlands from the late forties through the sixties. This dynastic drive seems to have been lacking at Kluwer. At the end of the war the family expressed its commitment to the growth of the firm, in order to create jobs for their children. But the sources I have studied do not show a sustained interest in this goal. On the contrary, the shareholders and supervisory directors seldom discussed the Kluwer children. Aebele, the heir apparent, is an exception, but one gets the impression that the family hoped he would find work elsewhere – which he did: in far away Canada. Is this symbolic for the family's desire to maintain its hold upon the management of the firm? Another member of the family mentioned in the minutes is Paul Kluwer. He was not very warmly received by the supervisory directors either, as we saw. In April 1957 the minutes speak of an extensive discussion about the succession problem, but do not summarize them, so we don't know if family members were discussed there.⁷⁵ We do, on the other hand, have some evidence that the continuity of the firm was more important to the family than a continued presence of family members in leading positions. In 1955, during the stormy session described above, when Aebele Kluwer expressed his frustration with the supervisory directors, Postma, the president, even said that continuity of the firm *required* that family rule would come to an end.⁷⁶ This brings us to the second point.

Conflicts within the family had become a threat to the firm. They were a consequence of the fact that leadership was not in one hand but in several. Kraaijenhof, the accountant-advisor, therefore strongly advocated bringing in people from outside the family, integrate the two companies and work toward giving one man the position of general manager. But Kraaijenhofs presence also shows that the family was open to newcomers, even after bad experiences as with Leemhuis. The two brothers seem to have preferred to appoint their own associates, like Van Laar and Resius, in high

positions, rather than attract people from outside, but these were, again, not family members.

Finally, in the face of rapid growth the family lacked capital and managerial capabilities. This is not meant as a harsh judgment of the two Kluwer brothers or the family in general. They did plough back most of the profits into the firm and they succeeded in consolidating and expanding Kluwer's position as a prominent provider of professional information in several fields. These are impressive accomplishments. The literature says that often successful family firms expand by means of diversification. This the Kluwers did not do: they deepened the lists their father had developed. Only at the end of the sixties, under Gorter, did the firm diversify into "general publishing". The chairman of the supervisory board characterized this step as "leaving our more or less sheltered position and entering the battle area where relatively large companies like VNU are active."⁷⁷ Diversification, combined with "dynastic drive", might have created a powerful Kluwer family concern into the present, but in this respect, apparently, the Kluwers differed from the likes of the Bonnier, Wallenberg and Mohn families. Further growth required outside capital and with that capital came outsiders' interests and new expertise. In 1957 the process culminated in the appointment of Gorter, who shared the directorship, first with the Kluwer brothers and then with others, but was clearly the leading figure in a now integrated firm. This solved many problems: family conflicts receded to the background and the printing division and the publishing division could more easily cooperate (basically financing new machinery for the print shop in exchange for printing at low prices). Marketing received much attention for the first time, and by a sustained programme of acquisitions Kluwer first acquired a practical monopoly position in its core fields, then diversified into broader markets.

Conclusion

Family firms have been a strong presence in the Dutch economy all through the twentieth century. Even in the middle of the 1990's, 83% of all firms were counted as family firms (defined as firms in which at least 50% of the ownership of shares or certificates are in the hands of one family, which is also present in the leadership of the firm or is able to exert important influence upon that leadership).⁷⁸ Nevertheless, the period after World War II was one of declining familism, especially in larger companies. In her recent overview of Dutch business in the twentieth century, Keetie Sluyterman has summed up the most important reasons for this decline.⁷⁹ Let us compare these to our case study.

First of all, familism was increasingly considered out-dated from the late nineteen-forties on. The government was committed to economic growth, full employment and meritocracy. Family firms, favoring nepotism over good management, were thought to block opportunities for the talented, would therefore not attract investment and as a result would remain locked into limited growth, contributing less than they could to the country's prosperity. American management theories, which became popular in the Netherlands as elsewhere in Europe, emphasized that management was something that was acquired not inherited. These ideas cannot be found explicitly in the sources I have used, but they may very well have been in the minds of Kluwer's managers, and probably even more in those of its advisors, the

Meertens consultancy firm, and also Kraaijenhof and Elzinga, although these two men showed great commitment to the interests of the family. These convictions about the drawbacks of entrepreneurial familism found expression in the fact that legislation made it increasingly unattractive: especially increases in death taxes became a problem, as we saw in the Kluwer case. Having interests in a family firm could now be felt as a heavy burden. In combination with the growth of the print market and the “fusitis” of larger firms, which led to high acquisition prices for publishing firms, these factors made it attractive for families to sell out. “Fusitis” also drove firms to expansion, as a matter of survival as an independent firm. This required amounts of capital and managerial capabilities that many families could not muster. Finally, we have to consider the great changes in family structures that took place after World War II.⁸⁰ Families became smaller and individualism increased. Succession within the family could become less attractive as other options opened themselves for the highly educated in an expanding economy. Children were more than before encouraged to develop their own talents and interests. This type of change can only be documented on the basis of much more intimate sources, such as autobiographical writings and letters, which were not available for this study.

Nevertheless, as cases like Bonnier and Bertelsmann show, it seems that Kluwer could have continued as a family firm if it had chosen to diversify and if the “dynastic drive” had been stronger.

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For helping me understand some of the intricacies of business history, I'd like to express my profound thanks to my colleague Ferry de Goey and also to Keetie Sluyterman, both for her advice and for her book, which for me came exactly in time. For help in the Kluwer company archives I am especially grateful to the late Jan van Tiggelen who shared his great knowledge of the firm and its archives with me, and to financial expert Olivier de Vlam, as well as, for my recent research, Reny Koedijk.

Notes

- ¹ Recent landmarks are Keetie Sluyterman's overview of Dutch business history in the twentieth century, *Kerende kansen. Het Nederlandse bedrijfsleven in de twintigste eeuw* (Amsterdam: Boom 2003), which pays a lot of attention to family businesses, and an admirable recent doctoral thesis, in English, by Doreen Arnoldus about six Dutch family firms in the food industry from the late nineteenth century until 1970, *Family, firm, and strategy. Six Dutch family firms in the food industry 1880-1970* (Amsterdam: Aksant, 2002).
- ² Many examples in A. Colli, *The history of family business 1850-2000* (Cambridge: Cambridge University Press, 2003). See also E. Chadeau, “The large family firm in twentieth century France” and K. E. Sluyterman and L. Winkelman, “The Dutch family firm confronted with Chandler's dynamics of industrial capitalism 1890-1940” Both in the seminal issue of *Business history* (35) 1993, ed. G. Jones, M. Rose; and M. Larsson, H. Lindgren, D. Nyberg, “Entrepreneurship, active ownership, and succession strategies: the long-

- term viability of the Swedish Bonnier and Wallenberg family business groups" in P. Poutziouris (ed.), *Tradition or entrepreneurship in the new economy?* (London: Manchester University Press 2000)
- ³ Van den Brink's large dissertation on the economy of publishing may be counted as an exception, but is more an economic than a historical study: R.E.M. van den Brink, *Economische structuur en ontwikkeling van de informatiemedia in Nederland, 1938-1985* (Leiden: Stenfert Kroese 1987).
- ⁴ There is some literature on Kluwer, on which I have relied esp for its early history: W. Coster, "Denker tussen vraag en aanbod. Aebele Everts Kluwer: 1861-1933" in *Deventer jaarboek* (Deventer 1989), 6-49, and De Bie, Kluwer, *300 jaar Kluwer*. W. Beusekamp, J. Schoonbrood, *De overval van Elsevier op Kluwer* (Amsterdam: Balans 1987), 20-34, passim. J.A. de Bie, J. Kluwer, *300 jaar Kluwer* (..)
- ⁵ Vooral op basis van Coster, "Denker" and De Bie, Kluwer, *300 jaar*.
- ⁶ Coster, "Denker", 26.
- ⁷ Ibid., 30-31.
- ⁸ J.W. Schot e.a. (eds.), *Techniek in Nederland in de twintigste eeuw part I* (Zutphen: Walburg Pers,), 231-232; Van den Brink, *Economische structuur*, 322.
- ⁹ Coster, "Denker", 28.
- ¹⁰ Wolters Kluwer annual report, 2003, p. 5.
- ¹¹ H. Perkin, *The rise of professional society. England since 1880* (London: Routledge 1990); H. Perkin, *The third revolution. Professional elites and the modern world* (London: Routledge 1996).
- ¹² De Bie, Kluwer, *300 jaar*, 238.
- ¹³ See for the following the firm's statutes 1929 and 1934, in the Wolters Kluwer archives (and in Bijvoegsel tot de *Nederlandsche Staatscourant* 13 June 1929, nr. 113 and 14 June 1934, nr. 113); and Wolters kluwer Archives, Notulenboek aandeelhoudersvergadering 1929-1952.
- ¹⁴ For the following: notariële acte + notulen.
- ¹⁵ Dutch parliament had created this possibility in a law of 1928 (following the examples of the German GmbH and the British private company); Kluwer had waited with founding the NVs until the law was passed. See F. De Goey, *De AA als accountant voor het MKB. Ontstaan en ontwikkeling van een beroep* (s.l. Kluwer 1999), 143-146.
- ¹⁶ Arnoldus, *Family*, 374.
- ¹⁷ Minutes Aandeelhouders 30 april 1929.
- ¹⁸ De Bie, Kluwer, *300 jaar*, 246.

- ¹⁹ Beusekamp, Schoonbrood, *De overval*, 23-4. The minutes of the shareholders' meetings after the war confirm this picture: Mrs Postma took very active part in the discussions, sometimes also speaking in the name of her sisters.
- ²⁰ VdBrink, *Economische structuur*, 57.
- ²¹ Sluyterman, *Kerende kansen*, 149; vdBrink, *Economische structuur*, 88-9.
- ²² Notulenboek aandeelhoudersvergadering 1929-1952, entries 8 sept 1942, 1 december 1942.
- ²³ Notulenboek aandeelhoudersvergadering 1929-1952, entries 8 september 1942, 1 december 1942. Jacob Kraayenhof (1899-1982) was already a prominent member of the professional organisation of accountants. After the war he took part in several important government committees, besides acting as advisor of large Dutch firms. His advise was often sought for mergers. He was considered one of the greatest in his branche. See P.E. de Hen e.a., *Hoofdstukken uit de geschiedenis van het Nederlandse accountantsberoep na 1935* (Assen: Van Gorcum 1995), ..
- ²⁴ F. De Goey, *De AA*, 149; P. Hellema, J. Marsman, *De organisatie-adviseur. Opkomst en groei van een nieuw vak in Nederland 1920-1960* (s.l., Boom, s.a. [1997]), 52-55.
- ²⁵ Notulenboek aandeelhoudersvergadering 1929-1952, entries 8 september, 1 december 1942.
- ²⁶ Notulenboek aandeelhoudersvergadering 1929-1952, entries 9 november 1943, 12 juni 1944.
- ²⁷ R.E.M. van den Brink, *De uitgever heeft vele gezichten* (1987), 63-65.
- ²⁸ In the report cited, this is called "netto resultaat", the meaning of which becomes clear in the whole table, containing data on capital invested, profit, reservations for tax, dividend and so on. Thanks to Olivier de Vlam for helping me read this table.
- ²⁹ See for an overview Wolters Kluwer archives, collection Resius, box 5, nr 82, report of Klynveld, Kraaijenhof to NPM about Salland, 1955, p. 2.
- ³⁰ Minutes Commissarissen Kluwer 14 juni 1952, 10 oct 1953, 3 februari 1954, 14 juli 1954.
- ³¹ Minutes Commissarissen Kluwer, 1 mei 1954.
- ³² E.g. Minutes Commissarissen Kluwer, 23 sept 1948, 14 july 1956, 6 april 1957.
- ³³ Minutes Commissarissen Kluwer, 29 november 1946, 28 mei 1955. During the sixties Kluwer also cooperated with other Deventer employers in constructio programs for workers' dwellings. See Gemeente archief Deventer, archief Kluwer, nr. 7, "Stukken van directieleden van Kluwer als vertegenwoordigers bij de Deventer Kring van Werkgevers, 1963-1964.
- ³⁴ Rapport by Van Heus for the consultancy firm Meertens, in Wolters Kluwer archives, Resius collection, box 5, nr. 83.

- ³⁵ Wolters Kluwer archives, Notulenboek aandeelhoudersvergaderingen 1929-1952, meeting of 29 november 1946; notulenboek commissarissen, 29 november 1946.
- ³⁶ Wolters Kluwer archives, collection Resius, box 6, nr. 88, 11 december 1954, and nr. 89, 28 mei 1955.
- ³⁷ Wolters Kluwer archives, collection Resius, box 6, nr. 92, 17 mei 1958; De Bie, Kluwer, *300 jaar*, 256.
- ³⁸ The following is based on the genealogical study by De Bie and Kluwer, *300 jaar Kluwer*.
- ³⁹ It is strange he is not mentioned in the meetings of the supervisory board later on and neither in De Bie and Kluwer's genealogical study.
- ⁴⁰ Wolters Kluwer archives, Notulenboek aandeelhoudersvergaderingen 1929-1952, meeting of 4 juli 1947.
- ⁴¹ "Onze nieuwe directeur. De heer Leemhuis, een graficus in hart en nieren", *De Doordraaier* 2/6 (15 december 1947), 3-4 (interview with Leemhuis in the employees' newsletter).
- ⁴² Wolters Kluwer archives, Notulenboek aandeelhoudersvergaderingen 1929-1952, meetings of 28 november 1948 and 14 mei 1949. Notulen commissarissen, 23 sept 1948.
- ⁴³ Notulen aandeelhouders, 24 april 1948, 23 sept 1949.
- ⁴⁴ Aaneelh 26 juli 1952, commiss 3 jan 1953.
- ⁴⁵ Wolters Kluwer archives, Notulenboek aandeelhoudersvergaderingen 1929-1952, meetings of 28 augustus 1950 and 3 november 1951.
- ⁴⁶ Wolters Kluwer archives, Notulenboek commissarissen, entries 2 and 3 november 1951, 12 januari and 16 februari 1952.
- ⁴⁷ Commiss., 29 aug 1953.
- ⁴⁸ Aandeelh 28 aug 1950. The Postma's probably needed the money for the house Ravensweerd they were building in Gorssel at the time. Commissarissen 24 octover 1947.
- ⁴⁹ Commiss 23 sept 1948 and 28 augustus 1950. The borrowed sum was about the same amount as the paid up shares of each firm, which amounted to 198.000,-. Compare the balance sheet total of the printing firm and the publishing firm, which according to the accountant were f 777 994,- and f 1 416 203,- respectively. See accountant's reports to the NPM in Resius collection box 5, nrs. 81 and 82. See also Resius collection, box 2, nr. 18: accountant's report on Salland in 1949.
- ⁵⁰ Wolters Kluwer archives, collection Resius, box 6, nrs. 86, 88, 89 and 90. Shareholders' meeting, 19 juni 1954; Commissarissen 19 juni 1954, 21, 23 august 1954, 30 dec 1954, 19 febr 1955, 27 dec 1955, 10 maart 1956.

- ⁵¹ Wolters Kluwer archives, collection Resius, box 5, nrs. 81 and 82 accountant's reports to the Nederlandsche Participatie Maatschappij, 1955.

Working capital Kluwer 1945-1955

	1945	1955
NV Kluwer	718 000	2 618 000
NV Salland	410 000	1 654 000

- ⁵² Commiss 6 jan 1951.
- ⁵³ Van den Brink, 137-8, ook noot 57; *Algemene Geschiedenis der Nederlanden* 15, 175. Interview Demoet.
- ⁵⁴ Commiss., 21, 23 augustus 1954.
- ⁵⁵ Wolters Kluwer archives, Notulenboek aandeelhoudersvergaderingen 1929-1952, meetings of 26 november 1948 and 23 september 1949.
- ⁵⁶ Commiss 12 nov 1955. In 1963 Paul took over his father's ailing publishing firm. With initial support of his uncles he developed a very successful business under the name Ankh Hermes: esoteric literature, parapsychology, the I Ching, the works of Jung and the bestselling book by Däniken about extraterrestrial influences on earth (200 000 copies): works for which a large market developed during the sixties and seventies, were on his list. See Beusekamp, Schoonbrood, *De overval*, .
- ⁵⁷ Wolters Kluwer archives, collection Resius, box 6, folders 89 (meeting of the directors, 27 december 1955) and 90 (meeting of the directors, 10 november 1956). **map commiss: 30 dec 54, 19 febr 1955, 30 juli 1955.** More indications of disagreements between the managing directors and the directors in the report by an the consultant Verheus, of Meertens' consultancy firm, 1955: Wolters Kluwer archives, collection Resius, box 5 nr. 83, esp. pp. 2 and 7. Van Laar was a manager who had taken up too many different tasks, according to the consultant's report cited in note .. The brothers may have felt obliged to give him a higher position, but the supervisory directors followed the consultant's judgment that Van Laar was insufficiently capable.
- ⁵⁸ Wolters Kluwer archives, collection Resius, box 6, nr. 89, meeting of supervisory directors 27 december 1955. Supervisory director De Bie talks about quarrels during meetings of the supervisory directors in an interview with Schoonbrood and Beusekamp, *De overval van Elsevier op Kluwer*, p. 24.
- ⁵⁹ Wolters Kluwer archives, collection Resius, box 6, nr. 90, meeting of the board of directors 10 november 1956.

- ⁶⁰ Ibidem.
- ⁶¹ This comes out clearly in the report by the consultant Verheus in 1955: Wolters Kluwer archives, collection Resius, box 5, nr. 83. See also Notulenboek commissarissen, entry 30 september 1948.
- ⁶² Commiss 14 juli 1956, 6 oct 1956. The granting of this commission should not be explained as simple nepotism. Postma was a prominent architect, who designed large buildings for e.g. DAF automobile works in Eindhoven, the paper works in Maastricht, as well as a theatre in Deventer. Sie De Bie, Kluwer, 239.
- ⁶³ The exact procedure of Gorter's selection is obscure in the sources. See Wolters Kluwer archives, collection Resius, box 6, nr. 91.
- ⁶⁴ J. de Vries, *Four windows of opportunity. A study in publishing* (Amsterdam: Wolters Kluwer 1995), 179.
- ⁶⁵ Commiss 5 jan 1957.
- ⁶⁶ Wolters Kluwer archives, RvC, A 61, minutes commissarissenvergadering 27 november 1967, p. 4.
- ⁶⁷ Considerations about expansion are documented in the meetings of the supervisory and managing directors; see esp. Wolter Kluwer Archives, KI RVC , A 55, 59, 60, 61. About international or national expansion: meetings 16 december 1968 and 9 januari 1969. See also: Schoonbrood en Beusekamp, *De overval*, 28-30; L. Van Krevelen, "Van liefhebberij tot cultureel ondernemerschap. Over de ontwikkeling van de literaire uitgeverij in Nederland" *Jaarboek voor Nederlandse boekgeschiedenis* 10 (2003), 13-50, here p. 23-25; Van den Brink, *Economische structuur*, 422: schematic overview.
- ⁶⁸ Kluwer Jaarverslag (annual report) 1970, 34; Wolters kluwer archives, collection Resius, box 16, nr. 162, "Ontwerp toelichting prospectus", 1969; where profit is net profit for shareholders ("nettowinst aandeelhouders").
- ⁶⁹ P.K. Jagersma, *Multinationalisatie van Nederlandse dienstenondernemingen* (diss. Tilburg 1994), 81ff; C.H.I.E.M. Teulings, 'Concernvorming in de uitgeverij', in: A. Nuis, *Het geheim van de uitgever* (Amsterdam 1978) 92-101.
- ⁷⁰ According to Van den Brink, *Economische structuur*, 414-415; Sluyterman, 205, finds this less important.
- ⁷¹ Van den Brink, *Economische structuur*, 155; A. van Iterson, R. Olie, 'European business systems: the Dutch case' in R. Whitley (ed.), *European business systems. Firms and markets in their national contexts* (London 1992) 103.
- ⁷² Wolters Kluwer archives, collection Resius, doos 16, nr. 162, commiss 16 dec 1968.
- ⁷³ Wolters Kluwer archives, collection Raad van Commissarissen, A 55, 5 oktober 1968.

- ⁷⁴ Wolters Kluwer archives, A 61, raad van commissarissen, 27 november 1967, 5 oktober 1968; Beusekamp, Schoonbrood, *De overval*, 26.
- ⁷⁵ A brief and non-committal mention of possible positions for young Kluwer people occurs in the minutes of the supervisory directors 10 december 1968.
- ⁷⁶ Collection Resius, box 6, nr. 89, 27 december 1955.
- ⁷⁷ Collectie Resius, box 16, nr 162, Raad van Commissarissen, 16 december 1968.
- ⁷⁸ Karel Davids, 'Familiebedrijven, familisme en individualisering. Nederland, ca. 1880-1990. Een bijdrage aan de theorievorming', in: *Amsterdams sociologisch tijdschrift* 24/3-4 (1997) 527-554, here p. 527.
- ⁷⁹ Sluyterman, *Kerende kansen*, 196-202.
- ⁸⁰ Davids, 'Familiebedrijven' has emphasized this point; see also Colli, *Family business*, 20, 41-42.