

FINANCIAL & MANAGERIAL ACCOUNTING

Needles = Powers = Crosson = 10e

Financial & Managerial Accounting

TENTH EDITION

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BRIEF CONTENTS

1	Uses of Accounting Information and the Financial Statements 2
SUPPLEMENT TO CHAPTER 1	How to Read an Annual Report 43
2	Measurement Concepts: Recording Business Transactions 86
3	Measuring Business Income: Adjusting the Accounts 136
SUPPLEMENT TO CHAPTER 3	Closing Entries and the Work Sheet 185
4	Foundations of Financial Reporting and the Classified Balance Sheet 202
5	Accounting for Merchandising Operations 240
6	Inventories 286
7	Cash and Internal Control 326
8	Receivables 362
9	Long-Term Assets 396
10	Current Liabilities and Fair Value Accounting 440
11	Long-Term Liabilities 484
12	Stockholders' Equity 540
13	The Statement of Cash Flows 594
SUPPLEMENT TO CHAPTER 13	The Direct Method of Preparing the Statement of Cash Flows 643
14	Financial Statement Analysis 652
15	Managerial Accounting and Cost Concepts 709
16	Costing Systems: Job Order Costing 753
17	Costing Systems: Process Costing 793
18	Value-Based Systems: Activity-Based Costing and Lean Accounting 831
19	Cost-Volume-Profit Analysis 871
20	The Budgeting Process 907
21	Flexible Budgets and Performance Analysis 955
22	Standard Costing and Variance Analysis 997
23	Short-Run Decision Analysis 1039
24	Capital Investment Analysis 1073
25	Pricing Decisions, Including Target Costing and Transfer Pricing 1101
26	Quality Management and Measurement 1143

iv Brief Contents

APPENDIX A Accounting for Unincorporated Businesses 1177

APPENDIX **B** Accounting for Investments 1192

APPENDIX C The Time Value of Money 1208

Endnotes 1215 Glossary 1219

Company Name Index 1237

Subject Index 1239

CONTENTS

CHAPTER 1

Uses of Accounting Information and the Financial Statements BUSINESS INSIGHT CVS CAREMARK 3 Generally Accepted Accounting Principles 16 **Concepts Underlying Accounting** GAAP and the Independent CPA's Report 16 Measurement 4 Organizations That Issue Accounting Standards 17 Financial and Managerial Accounting 4 Other Organizations That Influence GAAP 17 Accounting Measurement 5 Professional Conduct 18 Forms of Business Organization 6 **Decision Makers: The Users of Accounting** Formation and Organization of a Corporation 8 **Information** 19 **Concepts Underlying Financial Position** 9 Management 19 Assets 10 Users with a Direct Financial Interest 19 Liabilities 10 Users with an Indirect Financial Interest 20 Stockholders' Equity 10 Governmental and Not-for-Profit Organizations 20 Financial Statements 12 Business Goals and Activities 21 Financial Analysis 22 Income Statement 12 Statement of Retained Earnings 12 **Ethical Financial Reporting** 23 Balance Sheet 12 **REVIEW PROBLEM 24** Statement of Cash Flows 14 **CHAPTER REVIEW 26** Relationships Among the Financial Statements 15 CHAPTER ASSIGNMENTS 28 43 SUPPLEMENT TO CHAPTER 1 HOW TO READ AN ANNUAL REPORT Notes to the Financial Statements 48 The Components of an Annual Report 43 Letter to the Shareholders 43 Statements of Management's Responsibilities 50 Financial Highlights 43 Auditors' Reports 50 Description of the Company 44 Excerpts from CVS Caremark Corporation's 2011 Annual Report 53 Management's Discussion and Excerpts from Southwest Airlines Co.'s 2011 Analysis 44 Annual Report 75 Financial Statements 44 **Measurement Concepts: Recording Business Transactions** 86 **CHAPTER 2**

BUSINESS INSIGHT THE BOEING COMPANY 87

Concepts Underlying Business Transactions 88

Recognition 88 Valuation 89

Classification 89

Double-Entry System 90

Accounts 90

Chart of Accounts 90 The T Account 92

Rules of Double-Entry Accounting 92

Normal Balance 93

Stockholders' Equity Accounts 94

The Accounting Cycle 94

Business Transaction Analysis 96

Summary of Transactions 103

The Trial Balance 104

Preparation and Use of a Trial Balance 105

Finding Trial Balance Errors 105

Recording and Posting Transactions 106

General Journal 106

2

vi Contents

General Ledger 107 Some Notes on Presentation 109

Ethical Financial Reporting and Business Transactions 111

Recognition 111

Cash Flows and the Timing of Transactions 113

REVIEW PROBLEM 115
CHAPTER REVIEW 118
CHAPTER ASSIGNMENTS 119

CHAPTER 3 Measuring Business Income: Adjusting the Accounts

136

BUSINESS INSIGHT NETFLIX, INC. 137

Concepts Underlying Income Measurement 138

Net Income 138

Income Measurement Assumptions 139

Concepts Underlying Accrual Accounting 140

Recognizing Revenues 140 Recognizing Expenses 141

The Adjustment Process 142

Type 1 Adjustment: Allocating Recorded Costs (Deferred Expenses) 143

Type 2 Adjustment: Recognizing Unrecorded Expenses (Accrued Expenses) 146

Type 3 Adjustment: Allocating Recorded, Unearned Revenues (Deferred Revenues) 148 Type 4 Adjustment: Recognizing Unrecorded, Earned Revenues (Accrued Revenues) 150 A Note About Business Transactions 151

Using the Adjusted Trial Balance to Prepare Financial Statements 152

Adjusting Entries and the Financial Statements 154

Net Income: Ethical Measurement and Cash Flows 155

Ethical Considerations for Business 155 Using Accrual-Based Information to Make Management Decisions 156

REVIEW PROBLEM 158
CHAPTER REVIEW 162
CHAPTER ASSIGNMENTS 163

SUPPLEMENT TO CHAPTER 3 CLOSING ENTRIES AND THE WORK SHEET

185

Preparing Closing Entries 185

Step 1: Closing the Credit Balances 186 Step 2: Closing the Debit Balances 187

Step 3: Closing the Income Summary Account Balance 189 Step 4: Closing the Dividends Account Balance 190 The Accounts After Closing 191

The Work Sheet: An Accountant's Tool 192

Preparing the Work Sheet 192 ASSIGNMENTS 195

CHAPTER 4 Foundations of Financial Reporting and the Classified Balance Sheet

202

BUSINESS INSIGHT McDONALD'S CORPORATION 203

Concepts Underlying Financial Reporting 204

Objective of Financial Reporting 204 Qualitative Characteristics of Accounting Information 205

Accounting Conventions 206 Ethical Financial Reporting 208

Classified Balance Sheet 209

Assets 209

Liabilities 211

Stockholders' Equity 212

Overview of the Classified Balance Sheet Accounts 213

Using Classified Financial Statements 214

Evaluation of Liquidity 214
Evaluation of Profitability 215
REVIEW PROBLEM 224

CHAPTER REVIEW 226

CHAPTER ASSIGNMENTS 227

Contents

CHAPTER 5 Accounting for Merchandising Operations

BUSINESS INSIGHT WALMART STORES, INC. 241

Concepts Underlying Merchandising Accounting 242

Forms of the Income Statement 244

Multistep Income Statement 244 Single-Step Income Statement 247

Terms of Sale 248

Sales and Purchases Discounts 248
Transportation Costs 249

Terms of Debit and Credit Card Sales 250

Perpetual Inventory System 251

Purchases of Merchandise 251 Sales of Merchandise 253

Periodic Inventory System 257

Purchases of Merchandise 258 Sales of Merchandise 260

Merchandising Transactions and the Financial Statements 263

The Operating Cycle and Foreign Business Transactions 264

Operating Cycle 264

Foreign Business Transactions 265

REVIEW PROBLEM 267

CHAPTER REVIEW 270

CHAPTER ASSIGNMENTS 271

CHAPTER 6 Inventories

BUSINESS INSIGHT CISCO SYSTEMS, INC. 287

Concepts Underlying Inventory Accounting 288

Accrual Accounting and Valuation of Inventories 288

Goods Flows and Cost Flows 289

Conservatism and the Lower-of-Cost-or-Market (LCM) Rule 289

Disclosure of Inventory Methods 290 Summary of Inventory Decisions 290

Inventory Cost Under the Periodic Inventory System 292

Specific Identification Method 292

Average-Cost Method 293

First-In, First-Out (FIFO) Method 293

Last-In, First-Out (LIFO) Method 294

Summary of Inventory Costing Methods 295

Impact of Inventory Decisions 296

Effects on the Financial Statements 296

Effects on Income Taxes 297

Effects on Cash Flows 297

Inventory Cost Under the Perpetual Inventory System 298

Specific Identification Method 298

Average-Cost Method 299

FIFO Method 299

LIFO Method 300

Summary of Inventory Costing Methods 300

Valuing Inventory by Estimation 301

Retail Method 301

Gross Profit Method 302

Inventory and the Financial Statements 302

Management Issues Related to

Inventory 304

Evaluating the Level of Inventory 304

Inventory Management 305

Effects of Inventory Misstatements on Income

Measurement 306

REVIEW PROBLEM 309

CHAPTER REVIEW 311

CHAPTER ASSIGNMENTS 312

286

240

viii Contents

CHAPTER 7 Cash and Internal Control

BUSINESS INSIGHT SUBWAY 327

Concepts Underlying Internal Control 328

The Need for Internal Controls 328

Components of Internal Control 329

Control Activities 329

Internal Control and Achieving Control

Objectives 330

Limitations on Internal Control 331

Internal Control over Merchandising Transactions 332

Control of Cash Receipts 333

Control of Purchases and Cash Disbursements 333

Cash Equivalents and Cash Control 337

Cash Equivalents 337

Cash Control Methods 338

Petty Cash Funds 340

Establishing the Petty Cash Fund 340

Making Disbursements from the Petty Cash Fund 341

Reimbursing the Petty Cash Fund 341

Internal Control and the Financial Statements 343

Management Issues Related to Internal

Control 344 Management's Responsibility for Internal

Control 344

Independent Accountant's Audit of Internal Control 344

REVIEW PROBLEM 346

CHAPTER REVIEW 347

CHAPTER ASSIGNMENTS 348

CHAPTER 8 Receivables

BUSINESS INSIGHT HEWLETT-PACKARD (HP)

COMPANY 363

Concepts Underlying Notes and Accounts Receivable 364

Accounts Receivable 364

Notes Receivable 365

The Allowance Method: Using Accrual Accounting to Value Receivables 366

Disclosure of Receivables 367

Uncollectible Accounts 368

Percentage of Net Sales Method 368

Accounts Receivable Aging Method 369

Comparison of the Two Methods 371

Writing Off Uncollectible Accounts 372

Common Calculations for Notes

Receivable 373

Maturity Date 374

Duration of a Note 374

Interest 374

Maturity Value 375

Accrued Interest 375

Dishonored Note 375

Receivables and the Financial

Statements 376

Evaluating the Level of Accounts Receivable and Ethical Ramifications 377

Receivables Turnover 377

Days' Sales Uncollected 378

Financing Receivables 378

Ethics and Estimates in Accounting for

Receivables 380

REVIEW PROBLEM 382

CHAPTER REVIEW 383

CHAPTER ASSIGNMENTS 384

362

326

CHAPTER 9 Long-Term Assets

BUSINESS INSIGHT APPLE COMPUTER 397

Concepts Underlying Long-Term Assets 398

Classification, Accrual Accounting, and Disclosure of Long-Term Assets 398

Valuation and Disclosure of Long-Term Assets 399

Recognition of the Acquisition Cost of Long-Term
Assets 400

Acquisition Cost of Property, Plant, and Equipment 402

Specific Applications of Determining the Acquisition Cost of Property, Plant, and Equipment 402

Depreciation 404

Factors in Computing Depreciation 405 Methods of Computing Depreciation 405 Special Issues in Determining Depreciation 409

Disposal of Depreciable Assets 410

Discarded Plant Assets 410 Plant Assets Sold for Cash 411 Exchanges of Plant Assets 413

Natural Resources 414

Depletion 414

Depreciation of Plant Assets Related to Natural Resources 415

Development and Exploration Costs in the Oil and Gas Industry 415

Intangible Assets 416

Research and Development Costs 419 Computer Software Costs 419

Goodwill 420

Long-Term Assets and the Financial Statements 420

Management Decisions Relating to Long-Term Assets 422

Acquiring and Financing Long-Term Assets 422 Ethics in Acquiring and Financing Long-Term Assets 423

REVIEW PROBLEM 425

CHAPTER REVIEW 427
CHAPTER ASSIGNMENTS 428

CHAPTER 10 Current Liabilities and Fair Value Accounting

440

396

BUSINESS INSIGHT MICROSOFT 441

Concepts Underlying Current Liabilities 442

Recognition 442

Valuation 442

Classification 442

Disclosure 443

Common Types of Current Liabilities 444

Definitely Determinable Liabilities 444

Estimated Liabilities 452

Contingent Liabilities and Commitments 456

Valuation Approaches to Fair Value Accounting 457

Interest, the Time Value of Money, and Future Value 458

Present Value 459

Present Value of an Ordinary Annuity 461

Applications Using Present Value 462

Valuing an Asset at Present Value 463

Present Value of a Deferred Payment 463

Other Applications 464

Current Liabilities and the Financial Statements 464

Business Issues Related to Current Liabilities 465

Working Capital and the Current Ratio 465

Evaluating Accounts Payable 465

REVIEW PROBLEM 468

CHAPTER REVIEW 470

CHAPTER ASSIGNMENTS 471

X Contents

CHAPTER 11 Long-Term Liabilities

BUSINESS INSIGHT McDONALD'S 485

Concepts Underlying Long-Term Liabilities 486

Recognition 486

Valuation 486

Classification 486

Disclosure 486

Types of Long-Term Debt 486

The Nature of Bonds 489

Bond Issue: Prices and Interest Rates 489

Characteristics of Bonds 490

Accounting for the Issuance of Bonds 491

Bonds Issued at Face Value 491

Bonds Issued at a Discount 492

Bonds Issued at a Premium 494

Bond Issue Costs 494

Using Present Value to Value a Bond 495

Amortization of Bond Discounts and

Premiums 497

Amortizing a Bond Discount 497

Amortizing a Bond Premium 502

Retirement and Conversion of Bonds 506

Retirement of Bonds 506

Conversion of Bonds 507

Other Bonds Payable Issues 508

Sale of Bonds Between Interest Dates 508

Year-End Accrual of Bond Interest Expense 510

Long-Term Leases 512

Pension Liabilities 516

Long-Term Liabilities and the Financial

Statements 516

Management Issues Related to Long-Term Debt Financing 518

Evaluating the Decision to Issue Long-Term

Evaluating Long-Term Debt 519

Interest Coverage Ratio 519

Cash Flow Information 520

REVIEW PROBLEM 522

Debt 518

CHAPTER REVIEW 524

CHAPTER ASSIGNMENTS 526

CHAPTER 12 Stockholders' Equity

0. 15111 1 10.

BUSINESS INSIGHT GOOGLE, INC. 541

Concepts Underlying the Corporate Form of Business 542

Advantages of Incorporation 542

Disadvantages of Incorporation 543

Equity Financing 543

Components of Stockholders' Equity 545

Characteristics of Preferred Stock 547

Issuance of Common Stock 549

Accounting for Par Value Stock 550

No-Par Stock 551

Issuance of Stock for Noncash Assets 552

Accounting for Treasury Stock 554

Purchase of Treasury Stock 554

Sale of Treasury Stock 555

Retirement of Treasury Stock 557

Accounting for Cash Dividends 559

Stock Dividends and Stock Splits 562

Stock Dividends 562

Stock Splits 564

The Statement of Stockholders' Equity and Book Value per Share 565

Statement of Stockholders' Equity 565

Book Value per Share 567

Stockholders' Equity and the Financial

Statements 567

Evaluating Dividend Policies, Company Performance, and Stock Options 569

Dividend Yield 569

Return on Equity 569

Price-Earnings Ratio 570

Cash Flow Information 571

Stock Options as Compensation 571

REVIEW PROBLEM 573

CHAPTER REVIEW 575

CHAPTER ASSIGNMENTS 576

540

484

Contents xi

CHAPTER 13 The Statement of Cash Flows

BUSINESS INSIGHT AMAZON.COM, INC. 595

Concepts Underlying the Statement of Cash Flows 596

Relevance of the Statement of Cash Flows 596

Classification of Cash Flows 597

Required Disclosure of Noncash Investing and Financing Transactions 599

Alternate Presentations of Operating Activities 599

Step 1: Determining Cash Flows from Operating Activities 601

Depreciation, Amortization, and Depletion 603

Gains and Losses 604

Changes in Current Assets 604

Changes in Current Liabilities 605

Schedule of Cash Flows from Operating Activities 607

Step 2: Determining Cash Flows from Investing Activities 608

Investments 609 Plant Assets 609

Step 3: Determining Cash Flows from Financing Activities 612

Bonds Payable 612

Common Stock 612

Retained Earnings 613

Treasury Stock 613

Step 4: Preparing the Statement of Cash Flows 614

Cash Flows and the Financial

Statements 615

Analyzing Cash Flows 616

Cash Flow Ratios 616

Free Cash Flow 618

Asking the Right Questions About the Statement of Cash Flows 619

Ethical Considerations in Analyzing the Statement of Cash Flows 620

REVIEW PROBLEM 622

CHAPTER REVIEW 625

CHAPTER ASSIGNMENTS 626

SUPPLEMENT TO CHAPTER 13 THE DIRECT METHOD OF PREPARING THE STATEMENT OF CASH FLOWS

Determining Cash Flows from Operating Activities 643

Cash Receipts from Sales 644

Cash Receipts from Interest and Dividends 644

Cash Payments for Purchases 644

Cash Payments for Operating Expenses 645

Cash Payments for Interest 646

Cash Payments for Income Taxes 646

Compiling the Statement of Cash Flows 646

ASSIGNMENTS 648

CHAPTER 14 Financial Statement Analysis

BUSINESS INSIGHT STARBUCKS CORPORATION 653

Concepts Underlying Financial Performance Measurement 654

Standards of Comparison 655

Sources of Information 656

Tools and Techniques of Financial Analysis 658

Horizontal Analysis 658

Trend Analysis 660

Vertical Analysis 661

Financial Ratio Analysis 664

Comprehensive Illustration of Financial Ratio Analysis 664

Evaluating Profitability and Total Asset

Management 665

Evaluating Liquidity 667

Evaluating Financial Risk 669

Evaluating Operating Asset Management 671

Supplemental Financial Ratios for Assessing

Operating Asset Management and Liquidity 673

Evaluating Market Strength with Financial Ratios 674

Financial Statement Analysis and Performance Assessment 675

Evaluating Quality of Earnings 677

Accounting Methods 677

Accounting Estimates 678

One-Time Items 679

Management Compensation 681

REVIEW PROBLEM 683

CHAPTER REVIEW 687

CHAPTER ASSIGNMENTS 688

643

652

594

xii Contents

CHAPTER 15 Managerial Accounting and Cost Concepts

709

BUSINESS INSIGHT THE HERSHEY COMPANY 709

The Role of Managerial Accounting 710

Managerial Accounting and Financial Accounting: A Comparison 710

Concepts Underlying Costs 711

Cost Recognition 711

Cost Measurement 712

Financial Reporting 713

Cost Behavior 714

Value-Adding versus Non-Value-Adding Costs 715

Inventory Accounts in Manufacturing Organizations 716

Document Flows and Cost Flows Through the Inventory Accounts 716

The Manufacturing Cost Flow 718

Financial Statements and the Reporting of Costs 721

Income Statement and Accounting for Inventories 721

Statement of Cost of Goods Manufactured 723

Cost of Goods Sold and a Manufacturer's Income Statement 724

Measurement of Product Costs 725

Computing Product Unit Cost 725

Product Cost Measurement Methods 725

Computing Service Unit Cost 726

Managerial Accounting and the Management

Process 727

Evaluating 729

Communicating 729

Standards of Ethical Conduct 730

TRILEVEL PROBLEM 732

CHAPTER REVIEW 735

CHAPTER ASSIGNMENTS 737

CHAPTER 16 Costing Systems: Job Order Costing

753

BUSINESS INSIGHT CLUB CAR, LLC 753

Concepts Underlying Product Costing Systems 754

Job Order and Process Costing Systems 754

Job Order Costing in a Manufacturing Company 755

Materials 755

Labor 757

Overhead 758

Completed Units 759

Sold Units 759

A Job Order Cost Card and the Computation of Unit Cost 760

A Manufacturer's Job Order Cost Card 760

Computation of Unit Cost 760

Job Order Costing in a Service Organization 761

Cost Allocation 763

Allocating the Costs of Overhead 764

Actual Cost of Goods Sold or Cost of Sales 765

Allocating Overhead: The Traditional

Approach 767

Allocating Overhead: The ABC Approach 767

Product Unit Cost Information and the Management Process 768

Planning 768

Performing 768

Evaluating 768

Communicating 768

Supporting the Management Process 769

TRILEVEL PROBLEM 770

CHAPTER REVIEW 773

CHAPTER ASSIGNMENTS 775

Contents xiii

CHAPTER 17 Costing Systems: Process Costing

BUSINESS INSIGHT DEAN FOODS 793

Concepts Underlying the Process Costing System 794

Patterns of Product Flows and Cost Flow Methods 795

Cost Flows Through the Work in Process Inventory Accounts 796

Computing Equivalent Production 796

Equivalent Production for Direct Materials 797 Equivalent Production for Conversion Costs 798 Summary of Equivalent Production 798

Preparing a Process Cost Report Using the FIFO Costing Method 799

Accounting for Units 801

Accounting for Costs 802

Assigning Costs 802

Process Costing for Two or More Production Departments 804

Preparing a Process Cost Report Using the Average Costing Method 806

Accounting for Units 806 Accounting for Costs 807

Assigning Costs 808

The Management Process and the Process Costing System 811

TRILEVEL PROBLEM 812
CHAPTER REVIEW 815
CHAPTER ASSIGNMENTS 817

CHAPTER 18 Value-Based Systems: Activity-Based Costing and Lean Accounting

BUSINESS INSIGHT LA-Z-BOY, INC. 831

Concepts Underlying Value-Based Systems 832

Value Chain Analysis 832

Supply Chains 832

Using Information from Value Chains and Supply Chains 833

Process Value Analysis 833

Value-Adding and Non-Value-Adding Activities 833

Activity-Based Management 835

Activity-Based Costing 835

The Cost Hierarchy and the Bill of Activities 835

The New Operating Environment and Lean Operations 839

Just-In-Time (JIT) 839

Continuous Improvement of the Work Environment 841

Accounting for Product Costs in a JIT Operating Environment 841

Backflush Costing 842

Cost Flows in Traditional and Backflush Costing 843

Management Tools for Continuous Improvement 846

Total Quality Management 846

Theory of Constraints 846

Comparison of ABM and Lean Operations 846

TRILEVEL PROBLEM 849

CHAPTER REVIEW 852

CHAPTER ASSIGNMENTS 853

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33

793

831

xiv Contents

CHAPTER 19 Cost-Volume-Profit Analysis

BUSINESS INSIGHT FLICKR 871

Concepts Underlying Cost Behavior 872

Cost Behavior 872

Mixed Costs and the Contribution Margin Income Statement 877

The Scatter Diagram Method 877

The High-Low Method 878

Statistical Methods 879

The Engineering Method 879

Contribution Margin Income Statements 879

Cost-Volume-Profit Analysis 881

Breakeven Analysis 881

Using an Equation to Determine the Breakeven Point 882

The Breakeven Point for Multiple Products 883

Using CVP Analysis to Plan Future Sales, Costs, and Profits 886

Assumptions Underlying CVP Analysis 886

Applying CVP to Target Profits 886

TRILEVEL PROBLEM 890

CHAPTER REVIEW 892

CHAPTER ASSIGNMENTS 894

The Budgeting Process

BUSINESS INSIGHT FRAMERICA CORPORATION 907

Concepts Underlying the Budgeting

Process 908

The Master Budget 908

Preparation of a Master Budget 910

Budget Procedures 912

Operating Budgets 912

The Sales Budget 912

The Production Budget 913

The Direct Materials Purchases Budget 914

The Direct Labor Budget 916

The Overhead Budget 916

The Selling and Administrative Expenses Budget 917

The Cost of Goods Manufactured Budget 918

Financial Budgets 920

The Budgeted Income Statement 920

The Capital Expenditures Budget 921

The Cash Budget 921

The Budgeted Balance Sheet 924

Budgeting and the Management Process 926

Advantages of Budgeting 926

Budgeting and Goals 926

Budgeting Basics 927

TRILEVEL PROBLEM 929

CHAPTER REVIEW 931

CHAPTER ASSIGNMENTS 933

CHAPTER 21 Flexible Budgets and Performance Analysis

955

871

907

BUSINESS INSIGHT VAIL RESORTS 955

Concepts Underlying Performance Analysis 956

What to Measure, How to Measure 956

Types of Responsibility Centers 957

Organizational Structure and Performance Reports 959

Performance Evaluation of Cost Centers and Profit Centers 961

Flexible Budgets and Performance Analysis 961

Evaluating Cost Center Performance Using Flexible Budgeting 962

Evaluating Profit Center Performance Using Variable Costing 962

Performance Evaluation of Investment Centers 964

Return on Investment 964

Residual Income 966

Economic Value Added 967

Performance Measurement 968

Organizational Goals and the Balanced

Scorecard 968

Performance Evaluation and the Management Process 971

Performance Incentives and Goals 972

Linking Goals, Performance Objectives, Measures, and Performance Targets 972

Performance-Based Pay 972

The Coordination of Goals 972

TRILEVEL PROBLEM 974

CHAPTER REVIEW 977

CHAPTER ASSIGNMENTS 979

Contents

CHAPTER 22 Standard Costing and Variance Analysis

997

BUSINESS INSIGHT IROBOT CORPORATION 997

Concepts Underlying Standard Costing 998 **Variance Analysis** 999

Computing Standard Costs 999 Standard Direct Materials Cost 999

Standard Direct Labor Cost 1000

Standard Overhead Cost 1000

Total Standard Unit Cost 1001

The Role of Flexible Budgets in Variance Analysis 1001

Using Variance Analysis to Control Costs 1003

Computing and Analyzing Direct Materials Variances 1004

Computing Total Direct Materials Cost Variance 1004

Business Application 1006

Computing and Analyzing Direct Labor Variances 1007

Computing Total Direct Labor Cost Variance 1007 Business Application 1009

Computing and Analyzing Overhead Variances 1010

Computing Total Overhead Cost Variance 1010 Business Application 1015

Using Cost Variances to Evaluate Managers'
Performance 1017

TRILEVEL PROBLEM 1019
CHAPTER REVIEW 1025
CHAPTER ASSIGNMENTS 1026

CHAPTER 23 Short-Run Decision Analysis

BUSINESS INSIGHT BANK OF AMERICA 1039

Concepts Underlying Decision Analysis 1040 Concepts Underlying Incremental Analysis 1040

Incremental Analysis for Outsourcing **Decisions** 1043

Outsourcing Analysis 1043

Incremental Analysis for Special Order Decisions 1044

Special Order Analysis: Price and Relevant Cost Comparison 1045

Special Order Analysis: Minimum Bid Price for Special Order 1046 Incremental Analysis for Segment Profitability Decisions 1046

Segment Profitability Analysis 1046

Incremental Analysis for Sales Mix

Decisions 1048 Sales Mix Analysis 1049

Incremental Analysis for

Sell-or-Process-Further Decisions 1051

Sell-or-Process-Further Analysis 1051

The Management Process 1053

TRILEVEL PROBLEM 1054
CHAPTER REVIEW 1056
CHAPTER ASSIGNMENTS 1058

CHAPTER 24 Capital Investment Analysis

BUSINESS INSIGHT AIR PRODUCTS AND CHEMICALS, INC. 1073

Concepts Underlying Long-Term Decision Analysis 1074

Capital Investment Analysis 1074 The Minimum Rate of Return on Investment 1075

Capital Investment Analysis Measures and Methods 1077

Expected Benefits from a Capital Investment 1077 Equal Versus Unequal Cash Flows 1077 Carrying Value of Assets 1077 Depreciation Expense and Income Taxes 1077 Disposal or Residual Values 1078

The Net Present Value Method 1079

Advantages of the Net Present Value Method 1079 The Net Present Value Method Illustrated 1079

Other Methods of Capital Investment Analysis 1081

The Payback Period Method 1081

The Accounting Rate-of-Return Method 1082

The Management Process 1085

TRILEVEL PROBLEM 1086
CHAPTER REVIEW 1088
CHAPTER ASSIGNMENTS 1089

1039

1073

xvi Contents

CHAPTER 25 Pricing Decisions, Including Target Costing and Transfer Pricing 1101

BUSINESS INSIGHT LAB 126 1101

Concepts Underlying Pricing Decisions 1102

Revenue Recognition and Pricing Policies 1102

Pricing Policy Objectives 1102

External and Internal Pricing Factors 1103

Economic Pricing Concepts 1104

Total Revenue and Total Cost Curves 1104

Marginal Revenue and Marginal Cost Curves 1105

Auction-Based Pricing 1106

Cost-Based Pricing Methods 1107

Gross Margin Pricing 1107

Return on Assets Pricing 1108

Summary of Cost-Based Pricing Methods 1109

Pricing Services 1110

Factors Affecting Cost-Based Pricing Methods 1111

Pricing Based on Target Costing 1112

Differences Between Cost-Based Pricing and Target Costing 1113

Target Costing Analysis in an Activity-Based Management Environment 1114

Pricing for Internal Providers of Goods and Services 1115

Transfer Pricing 1116

Developing a Transfer Price 1117

Other Transfer Price Issues 1118

Using Transfer Prices to Measure

Performance 1118

Pricing and the Management Process 1120

TRILEVEL PROBLEM 1121

CHAPTER REVIEW 1124

CHAPTER ASSIGNMENTS 1125

CHAPTER 26 Quality Management and Measurement

1143

BUSINESS INSIGHT FACEBOOK 1143

Concepts Underlying Quality 1144

Recognition of Quality 1145

Deming Prizes 1145

EFQM Excellence Award 1145

Malcolm Baldrige National Quality Award 1146

ISO Standards 1146

Financial and Nonfinancial Measures of **Quality** 1148

Financial Measures of Quality 1148

Nonfinancial Measures of Quality 1150

Measuring Service Quality 1153

Measuring Quality: An Illustration 1153

Evaluating the Costs of Quality 1153

Evaluating Nonfinancial Measures of

Quality 1155

The Role of Management Information Systems in Quality Management 1157

Enterprise Resource Planning Systems and Software as a Service 1157

Managers' Use of MIS 1157

TRILEVEL PROBLEM 1159

CHAPTER REVIEW 1161

CHAPTER ASSIGNMENTS 1162

APPENDIX A Accounting for Unincorporated Businesses

1177

APPENDIX B Accounting for Investments

1192

APPENDIX C The Time Value of Money

1208

Endnotes 1215

Glossary 1219

Company Name Index 1237

Subject Index 1239

LATEST RESEARCH ON STUDENT LEARNING

We talked to over 150 instructors and discovered that current textbooks did not effectively:

- Help students logically process information
- Build on what students already know in a carefully guided sequence
- Reinforce core accounting concepts throughout the chapters
- Help students see how the pieces of accounting fit together

The Needles/Powers/Crosson series addresses these challenges by creating a better solution for you. This includes new features and a brand new structure for enhanced learning.

We have worked hard to create a textbook that mirrors the way you learn!



A LOGICAL METHODOLOGY TO BUILDING KNOWLEDGE: THE THREE SECTION APPROACH

Needles/Powers/Crosson continuously evolves to meet the needs of today's learner. As a result of our research, the chapters in Needles/Powers/Crosson have been organized into a **Three Section Approach**, which helps students more easily digest the content.



- 1 The first section is **Concepts** and focuses on the overarching accounting concepts that require consistent reiteration throughout the course.
- With a clear understanding of the concepts, you can proceed to the second section, **Accounting Applications**. Here, you can practice the application of accounting procedures with features like "Apply It!" and a new transaction analysis model, which breaks down the transaction in a simple, visual format.
- 3 Finally, move to section three, **Business Applications**. This section illustrates how the concepts and procedures are used to make business decisions. Real company examples are used throughout the chapter to show the relevance of accounting.

"I think this new chapter structure would be much easier for students to read and comprehend."

Shannon Ogden

Black River Technical College



TriLevel Problems within CengageNOW mirror the Three Section Approach and connect the sections—Concepts, Accounting Applications, and Business Applications. In this way, the problems teach you to think holistically about an accounting issue.

xviii Preface

Preface xix

Breaking Down the Three Section Approach

SECTION 1: CONCEPTS

In Section 1, students experience the **Concepts** related to each chapter. In this case, *concepts* are the overarching accounting concepts that need to be reinforced throughout the accounting course, such as revenue recognition, the matching rule, valuation, classification, and disclosure.

Every chapter's Section 1 reinforces these key concepts so that once students understand the concepts, they can apply them to every aspect of the accounting system—from measuring to processing to communicating information about a business. This is a clear and logical way to present accounting.

SECTION 1

CONCEPTS

- Accrual accounting (matching principle)
- **■** Valuation
- Disclosure

RELEVANT LEARNING OBJECTIVE

Define receivables, and explain the allowance method for valuation of receivables as an application of accrual accounting.

CONCEPTS

Concepts Underlying Notes and Accounts Receivable

The most common receivables are *accounts receivable* and *notes receivable*. The *allow-ance method* is used to apply *accrual accounting* to the *valuation* of accounts receivable. Proper *disclosure* in the financial statements and the notes to them is important for users of the statements to interpret them.

Accounts Receivable

Accounts receivable are short-term financial assets that arise from sales on credit and are often called **trade credit**. Terms of trade credit usually range from 5 to 60 days, depending on industry practice, and may allow customers to pay in installments. Credit sales or loans not made in the ordinary course of business, such as those made to employees, officers, or owners, should appear separately under asset titles like Receivables from Employees. Exhibit 1 shows the level of accounts receivable in selected industries.

"It does a very good job in explaining each concept and reinforcing each one by giving specific examples."

Paul Jaijairam

Bronx Community College

XX Preface

SECTION 2: ACCOUNTING APPLICATIONS

In Section 2, students learn the accounting procedures and the technical **application** of concepts. Students can apply the fundamental concepts they have already learned in Section 1. Section 2 includes things like recording business transactions and creating financial statements in financial chapters, and then building budgets and creating schedules and reports in the managerial chapters.

SECTION 2

ACCOUNTING APPLICATIONS

- Estimate uncollectible accounts and uncollectible accounts expense using
 - Percentage of net sales method
 - Accounts receivable aging method
- Write off uncollectible accounts
- Make common calculations for notes receivable

RELEVANT LEARNING OBJECTIVES

- Apply the allowance method of accounting for uncollectible accounts.
- Make common calculations for Notes

ACCOUNTING APPLICATIONS

Uncollectible Accounts

The allowance account is necessary because the specific uncollectible accounts will not be identified until later. It is not like another contra account, Accumulated Depreciation, whose purpose is to show how much of the plant and equipment cost has been allocated as an expense to previous periods.

If management takes an optimistic view and projects a small loss from uncollectible accounts, the resulting net accounts receivable will be larger than if management takes a pessimistic view. The net income will also be larger under the optimistic view because the estimated expense will be smaller. The company's accountant makes an estimate based on past experience and current economic conditions. For example, losses from uncollectible accounts are normally expected to be greater in a recession than during a period of economic growth. The final decision on the amount of the expense will depend on objective information, such as the accountant's analyses, and on certain qualitative factors, such as how investors, bankers, creditors, and others view the performance of the debtor company. Regardless of the qualitative considerations, the estimated losses from uncollectible accounts should be realistic.

Two common methods of estimating uncollectible accounts expense are the percentage of net sales method and the accounts receivable aging method.

Percentage of Net Sales Method

The basis for the **percentage of net sales method** is the amount of this year's *net sales* that will not be collected. The answer determines the amount of uncollectible accounts expense for the year.

Uncollectible Accounts: The Percentage of Net Sales Method

Transaction The following balances represent Varta Company's ending figures for 2014:

"Section 2 walks through the accounting procedures very well. I like the use of a visual plus the narrative to explain the procedures."

Gerald Childs

Waukesha County Technical College

Preface xxi

SECTION 3: BUSINESS APPLICATIONS

With a solid foundation of the fundamental accounting concepts as well as how to apply these concepts when performing accounting procedures, students are now ready for Section 3: **Business Applications**. This section teaches students how accounting information is used to make business decisions. Included here are topics like using ratios to evaluate a company's performance.

SECTION 3

BUSINESS APPLICATIONS

- **■** Receivables turnover
- Days' sales uncollected
- Financing receivables
 - Factoring of accounts receivable
 - Securitization of accounts receivable
 - Discounting of accounts receivable
- Ethics

RELEVANT LEARNING OBJECTIVE

the level of receivables, and identify alternative means of financing receivables.

BUSINESS APPLICATIONS

Evaluating the Level of Accounts Receivable and Ethical Ramifications

Receivables are an important asset for any company that sells on credit. For them, it is critical to manage the level of receivables. Two common measures of the effect of a company's credit policies are receivables turnover and days' sales uncollected. Further, many companies manage their receivables by using various means to finance them. Finally, the judgments in estimating uncollectible accounts are a temptation for unethical behavior.

Receivables Turnover

The **receivables turnover** shows how many times, on average, a company turned its receivables into cash during a period. It reflects the relative size of a company's accounts receivable and the success of its credit and collection policies. It may also be affected by external factors, such as seasonal conditions and interest rates.

The receivables turnover is computed by dividing net sales by the average accounts receivable (net of allowances). Theoretically, the numerator should be net credit sales; but since the amount of net credit sales is rarely available in public reports, investors use total net sales. Using data from **HP**'s annual report (presented at the beginning of the chapter), we can compute the company's receivables turnover in 2011 as follows (dollar amounts are in millions).

RATIO

Receivables Turnover: How Many Times Did the Company Collect Its Accounts Receivable During an Accounting Period?

Receivables Turnover =
$$\frac{\text{Net Sales}}{\text{Average Accounts Receivable}}$$
$$\frac{\$127,245}{(\$18,224 + \$18,481)/2} = \frac{\$127,245}{\$18,352.50} = 6.9 \text{ times*}$$

* Rounded

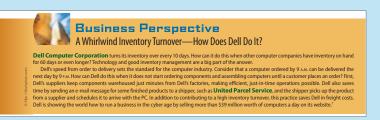
"This is a nice and useful touch to help students tie everything together. The theory can be dry at times, so this recap helps engage the students' attention again."

Dennis Mullen

City College of San Francisco

xxii **Preface**

EXAMPLES, ACTIVITIES, AND PRACTICE



Business Perspective

Throughout the chapter, **Business Perspective** features keep students engaged by providing real business context and examples from well-known companies, including Google, CVS, Boeing, Ford Motor Company, Microsoft, L.L. Bean, and The **Walt Disney Company.**

RECEIVABLES

Business Insight

Hewlett-Packard (HP) Company

Hewlett-Packard Company (HP) is one of the largest and best-known companies in the computer industry. It sells its computers, printers, and related products to individual consumers, small and large businesses, and government, health, and educational organi zations. Like any company that sells on credit, HP must give its customers time to pay for their purchases while at the same time retaining enough cash to pay its suppliers. As you can see from HP's Financial Highlights, cash and accounts receivable have made up over 50 percent of the company's current assets in recent years. 1 HP must therefore plan and control its cash flows very carefully.

HP'S FINANCIAL HIGHLIGHTS (in millions) \$ 10,929 18,481 Accounts receivable, net 18,224 16,537 Total current assets Net revenue 51.021 54.184 52.539

- 1. **CONCEPT** How does HP apply accrual accounting to its receivables, and how does it properly disclose their value?
- 2. **ACCOUNTING APPLICATION** How can HP estimate the value of its receivables?
- 3. BUSINESS APPLICATION How can HP evaluate the effectiveness of its credit policies and the level of its accounts receivable?

A Look Back At: Hewlett-Packard Company



Hewlett-Packard Company

The beginning of this chapter focused on **Hewlett-Packard Company**. Complete the following nts in order to answer the questions posed at the beginning of the chapter

Section 1: Concepts
How does HP apply accrual accounting to its receivables, and how does it properly disclose

Section 2: Accounting Applications How can HP estimate the value of its receivables?

Section 3: Business Applications
How can HP evaluate the effectiveness of its credit policies and the level of its accounts receivable?

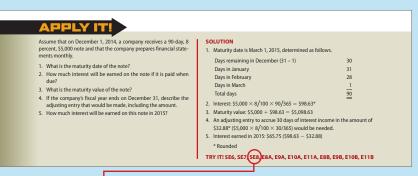
Apply It! and Try It!

Apply It! activities throughout the chapter illustrate and solve a short exercise and then reference end-of-chapter assignments where students can go to Try It! This provides students with an example to reference as they are working to complete homework, making getting started less intimidating.

Business Insight and A Look Back At 🕒



Each chapter opens with a **Business Insight** that shows how a small company would use accounting information to make decisions. The Business Insight poses three questions—each of which will be answered in one of the three sections of the chapter. At the end of each chapter, A Look Back At revisits the Business Insight company to tie the three sections together.



Notes Receivable Calculations

SE8. On August 25, Intercontinental Company received a 90-day, 9 percent note in settlement of an account receivable in the amount of \$20,000. Determine the maturity date, amount of interest on the note, and maturity value. (Round to the nearest cent.)

Preface xxiii

Business Transaction Model

A new business transaction model for all financial accounting chapters involving transactions visually guides students step-by-step through accounting for business transactions as follows:

- Statement of the transaction
- Analysis of the effect on the accounts
- Application of double-entry accounting in T accounts
- Illustration of the journal entry (linked to the T account showing the relationships between the methods and featuring accounting equations)
- Comments that offer supporting explanations regarding the significance of the transaction (often looping back to the concepts covered in Section 1)

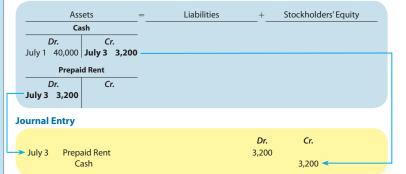
Prepayment of Expenses in Cash

Transaction On July 3, Blue Design Studio, Inc., rents an office for and pays \$3,200 for two months' rent in advance.

Analysis The journal entry to record the prepayment of office rent in cash

- ▲ increases the asset account Prepaid Rent with a debit
- ▼ decreases the asset account Cash with a credit

Application of Double Entry



Comment A prepaid expense is *classified* as an asset because the expenditure will benefit future operations. This transaction does not affect the totals of assets or liabilities and stockholders' equity because it simply trades one asset for another asset. If the company had paid only July's rent, the stockholders' equity account *Rent Expense* would be *recognized* and debited because the total benefit of the expenditure would be used up in the current month.

RATIO **Profit Margin:** How Much Income Does Each Dollar of Sales Generate? Income Statement **Statement of Cash Balance Sheet** Numbers **Flows Number Numbers** Cash Flows Total Total **Total Assets** Revenues Net Income Operating Liabilities Equity Activities Net Income Profit Margin = Revenues \$71,524 \$1,248,624 = 0.057, or 5.7%Advertising Agencies Scheduled Air Transportation Clothing Stores 4.2 Grocery Stores 1.4 Industrial Machinery Manufacturing 6.0 Computer and Peripheral Service Industries Merchandising Industries Manufacturing Industries Based on Bizmin Industry Financial Report, December 2011.

Ratio Analysis Model

A new framework for teaching how to analyze company information and make informed decisions simplifies ratio analysis as follows:

- Key question regarding company performance (which the ratio answers)
- Elements of the financial statements that are needed to compute the ratio (focusing on revenue and net income from the income statement, cash flows from operating activities from the statement of cash flows, and total assets, total liabilities, and total equity from the balance sheet)
- Formula for the ratio (which links to the related elements of the financial statements)
- Computation/example
- Graph of industry averages
- Comments that explain what the ratio means (whether it's good or bad)

TRILEVEL PROBLEM: TYING IT ALL TOGETHER!



NEW TriLevel Problems within CengageNOW follow the same Three Section Approach the book employs by including *Concepts, Accounting Applications*, and *Business Applications*. The problems reinforce and apply overarching concepts while also tying the three sections together to give students a complete understanding.

"Any time the students are engaged in the learning process and have to actively participate, I think they enhance their retention of the material. The ability to relate this to an actual company (whether real or not) allows students to see this information in practice."

Chuck Smith

Iowa Western Community College

s Ser	vices is an office de	eaning company. Consider Travis Se	rvices' transactions during its			
(a)	Received cash from Stanley Travis, in exchange for stock, \$18,680.					
b)	Performed service	es for a client on account, \$6,530.				
c)	Purchased equipr	nent with cash, \$12,920.				
1)	Performed services for a customer who paid cash, \$7,150.					
1)	Purchased supplies with cash, \$3,480.					
Equipment		Fees Farned	Common Stock			

96% of instructors surveyed said that the TriLevel Problem adequately coached students through thinking about an issue.

"The [TriLevel Problem] links procedure to the creation and use of information, and closes that loop between what students are doing and why it is useful."

Andy Williams

Edmonds Community College

"It reviews everything students have learned in a format they will find useful, and it links the three areas together. I love this. Each one ending with a business application."

Joan Ryan

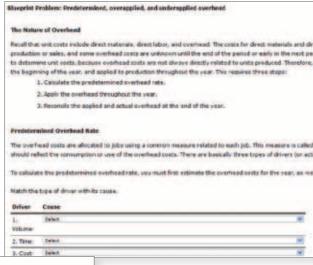
Clackamas Community College

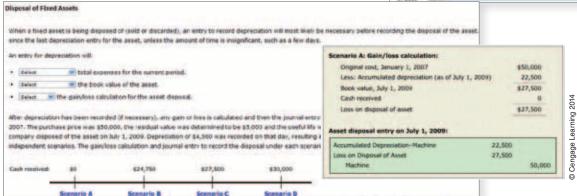
xxiv Preface

NEW CENGAGENOW FEATURES HELP STUDENTS MAKE CONNECTIONS

NEW Blueprint Problems

In CengageNOW, these problems cover primary learning objectives and help students understand the fundamental accounting concepts and their associated building blocks not just memorize the formulas or journal entries required for a single concept. Blueprint Problems include rich feedback and explanations, providing students with an excellent learning resource.





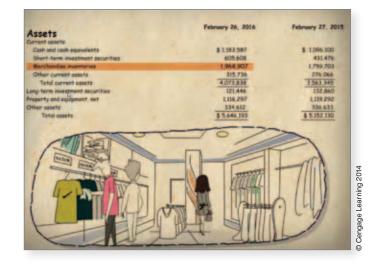
NEW Blueprint Connections



Blueprint Connections in CengageNOW build upon concepts covered and introduced within the Blueprint Problems. These scenario-based exercises help reinforce students' knowledge of the concept.

NEW Animated Activities

Animated Activities in CengageNOW are videos that guide students through selected core topics using a realistic company example to illustrate how the concepts relate to the everyday activities of a business.

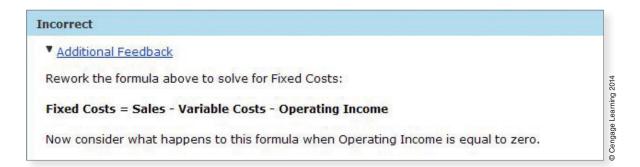


Preface **XXV**

NEW CENGAGENOW FEATURES HELP STUDENTS MAKE CONNECTIONS

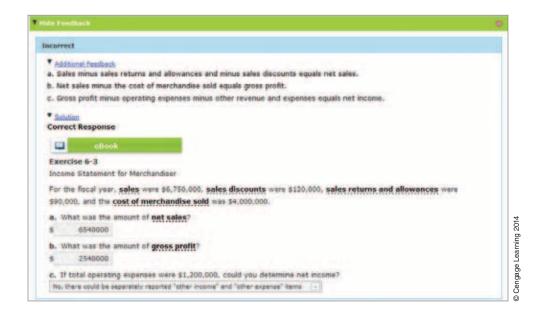
NEW Check My Work Feedback ▼

Written feedback is now available when students click on "Check My Work" in CengageNOW to provide students with valuable guidance as they work through homework items.



NEW Post-submission Feedback V

After students have submitted their assignments for a grade in CengageNOW, they can go back and see the correct answers to better understand where they might have gotten off track.



NEW Apply It Demos

These demonstration videos in CengageNOW will help students complete end-of-chapter questions from Section 2.

xxvi Preface

ACKNOWLEDGMENTS

In developing and refining the tenth edition of *Financial and Managerial Accounting*, we wanted to ensure that we were creating a textbook that truly reflected the way we teach accounting. To do so, we asked for feedback from over 150 professors, other professional colleagues, and students. We want to recognize those who made special contributions to our efforts in preparing this edition through their reviews, suggestions, and participation in surveys, interviews, and focus groups. We cannot begin to say how grateful we are for the feedback from the many instructors who have generously shared their responses and teaching experiences with us.

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xxvii

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Marian Powers received her B.S. degree from Chicago State University and her Ph.D. degree from University of Illinois at Urbana-Champaign. In addition to the Kellogg School of Management at Northwestern University, she has taught financial accounting at the University of Illinois, Chicago, and at the Lake Forest Graduate School of Management. Internationally recognized as a dynamic teacher in executive education, she specializes in teaching nonfinancial managers how to read and understand internal and external financial reports, including the impact of international financial reporting standards (IFRS). Her current research relates to international financial reporting, performance measurement, and corporate governance of high-performance companies in the United States, Europe, India, and Australia. Her research has been published in leading journals. Her textbooks, coauthored with Belverd E. Needles, Jr., are used throughout the world and have received many awards, including the Textbook Excellence Award and the McGuffey Award from the Text and Academic Authors Association. She has also coauthored three interactive multimedia software products. She currently serves on the Board of the CPA Endowment Fund of Illinois and is immediate past-chair of the Board of Governors of the Winnetka Community House. She is a member of International Association of Accounting Education and Research, and Illinois CPA Society. She has served on the Board of Directors of the Illinois CPA Society, the Educational Foundation of Women in Accounting, and both the national as well as Chicago chapters of ASWA.

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Financial & Managerial Accounting

TENTH EDITION

CHAPTER 1

LEARNING OBJECTIVES

- Define accounting, explain the concepts underlying accounting measurement, explain the three forms of business entities, and describe the characteristics of a corporation.
- Define *financial position*, and state the accounting equation.
- Identify the four basic financial statements and their interrelationships.
- Explain how generally accepted accounting principles (GAAP) and international financial reporting standards (IFRS) relate to financial statements and the independent CPA's report, and identify the organizations that influence GAAP.
- Identify the users of accounting information, and identify business goals, activities, and performance measures.
- Explain the importance of ethics in financial reporting.



USES OF ACCOUNTING INFORMATION AND THE FINANCIAL STATEMENTS

Business Insight

CVS Caremark

CVS Caremark operates a chain of more than 7,300 stores. Its pharmacies fill more than 1 billion prescriptions each year. Over the last five years, CVS has opened or purchased 2,600 new stores and more than doubled its sales and profits. This performance places it among the fastest-growing retail companies.

Why is CVS considered successful? Customers give the company high marks because of the quality of the products that it sells and the large selection of good service that its stores offer. Investment firms and others with a stake in CVS evaluate the company's success in financial terms.

Whether a company is large or small, the same financial measures are used to evaluate its management and to compare it with other companies. In this chapter, as you learn more about accounting and the business environment, you will become familiar with these financial measures.

CVS's Financial Highlights (In millions)					
	2011	2010	2009		
Net revenues	107,100	95,778	98,215		
Net earnings	3,457	3,424	3,696		
Total assets	64,543	62,169	61,641		
Stockholders' equity	38,051	37,700	35,768		

Note: Most companies list the most recent year of information in the first column, as shown here.

- 1. **CONCEPT** What is accounting, and what are the concepts that underlie it?
- 2. **ACCOUNTING APPLICATION** What financial statements does CVS need to present to its investors to evaluate its performance?
- 3. **BUSINESS APPLICATION** What are two principal financial goals investors will be able to determine by reviewing CVS's financial statements?

SECTION 1

CONCEPTS

- Accounting measurement
- Business transactions
- **■** Money measure
- Separate entity
- Assets
- **■** Liabilities
- Stockholders' equity

RELEVANT LEARNING OBJECTIVES

Define accounting, explain the concepts underlying accounting measurement, explain the three forms of business entities, and describe the characteristics of a corporation.

Define financial position, and state the accounting equation.

CONCEPTS

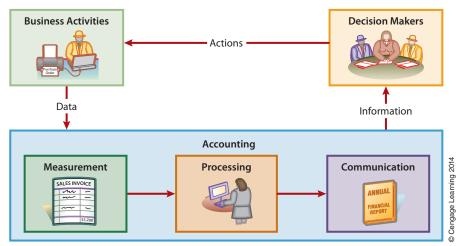
Concepts Underlying Accounting Measurement

Accounting is an information system that measures, processes, and communicates financial information about a business.¹ Accountants focus on the needs for financial information, whether the decision makers are inside or outside a business or other economic entity. An **economic entity** is a unit that exists independently, such as a business, hospital, or a governmental body. Accountants supply the information decision makers need to make "reasoned choices among alternative uses of scarce resources in the conduct of business and economic activities."² As shown in Exhibit 1, accounting is a link between business activities and decision makers.

- Accounting measures business activities by recording data about them for future use.
- The data are stored until needed and then processed to become useful information.
- The information is communicated through reports to decision makers.
- Based on information from accounting, decision makers take actions that affect subsequent business activities.

In other words, data about business activities are the input to the accounting system, and useful information for decision makers is the output.

Exhibit 1Accounting as an Information System



Financial and Managerial Accounting

Accounting's role of measuring, processing, and communicating financial information is usually divided into financial accounting and managerial accounting. Although the functions of financial accounting and managerial accounting overlap, they can be distinguished by the principal users of their information.

Financial Accounting External decision makers use **financial accounting** to evaluate how well the business has achieved its goals. These reports, called **financial statements**,

are a central feature of accounting. **CVS**, whose stock is traded on the New York Stock Exchange, sends its financial statements to its owners (called *stockholders*), its banks and other creditors, and government regulators. Financial statements report on a business's financial performance and are used extensively both inside and outside a business to evaluate its financial success.

It is important to distinguish accounting from bookkeeping and management information systems.

- **Bookkeeping** is the process of recording financial transactions and keeping financial records. It is mechanical and repetitive, yet an important part of accounting that is usually handled by computers.
- **Management information systems (MIS)** consist of the interconnected subsystems, including accounting, that provide the information needed to run a business.

Managerial Accounting Internal decision makers use information provided by managerial accounting about operating, investing, and financing activities. Managers and employees need information about how they have done in the past and what they can expect in the future. For example, **Gap, Inc.**, a retail clothing business, needs an operating report that tells how much was sold at each store and what costs were incurred, and it needs a budget that projects each store's sales and costs for the next year.

Accounting Measurement

To make an accounting measurement, the accountant must answer four basic questions:

- What is measured?
- When should the measurement be made?
- What value should be placed on what is measured?
- How should what is measured be classified?

Accountants debate the answers to these questions constantly, and the answers change as new knowledge and practice require. But the basis of today's accounting practice rests on a number of widely accepted concepts and conventions. We begin by focusing on the first question: What is measured? We discuss the other three questions in the next chapter.

Business Transactions Business transactions are economic events that affect a business's financial position. Businesses can have hundreds or even thousands of transactions every day. These transactions are the raw material of accounting reports.

A transaction can be an exchange of value (a purchase, sale, payment, collection, or loan) between two or more parties. A transaction also can be an economic event that does not involve an exchange. Some examples of nonexchange transactions are losses from fire, flood, explosion, and theft; physical wear and tear on machinery and equipment; and the day-by-day accumulation of interest.

To be recorded, a transaction must relate directly to a business entity. Suppose a customer buys toothpaste from **CVS** but buys shampoo from a competing store because CVS is out of shampoo. The transaction in which the toothpaste was sold is entered in CVS's records. However, the purchase of the shampoo is not entered in CVS's records because, even though it indirectly affects CVS economically (by losing a sale), it does not involve a direct exchange of value between CVS and the customer.

Money Measure All business transactions are recorded in terms of money. This concept is called **money measure**. Of course, nonfinancial information may also be recorded, but a business's transactions and activities are measured through the recording of monetary amounts. Money is the only factor common to all business transactions, and thus it is the only unit of measure capable of producing financial data that can be compared. The monetary unit a business uses depends on the country in which the business resides. For example, in the United States, the basic unit of money is the dollar.

In China, it is the yuan; in Japan, the yen; in the European Union (EU), the euro; and in the United Kingdom, the pound. In international transactions, exchange rates must be used to translate from one currency to another. An **exchange rate** is the value of one currency in terms of another. For example, a British person purchasing goods from a U.S. company like **CVS** and paying in U.S. dollars must exchange British pounds for U.S. dollars before making payment. In effect, currencies are goods that can be bought and sold.

Exhibit 2 illustrates the exchange rates for several currencies in dollars. It shows the exchange rate for British pounds as \$1.59 per pound on a particular date. Like the prices of many goods, currency prices change daily according to supply and demand. For example, a year and a half earlier, the exchange rate for British pounds was \$1.63.

Exhibit 2 Examples of Foreign Exchange Rates

Country	Price in \$U.S.	Country	Price in \$U.S
Australia (dollar)	1.07	Hong Kong (dollar)	0.13
Brazil (real)	0.58	Japan (yen)	0.012
Britain (pound)	1.59	Mexico (peso)	0.08
Canada (dollar)	1.00	Russia (ruble)	0.03
European Union (euro)	1.32	Singapore (dollar)	0.79

Source: The Wall Street Journal, February 18, 2012.

STUDY NOTE: For accounting purposes, a business is always separate and distinct from its owners, creditors, and customers.

Separate Entity For accounting purposes, a business organization is a **separate entity**, distinct not only from its creditors and customers but also from its owners. It should have its own set of financial records, and its records and reports should refer only to its own affairs.

For example, Just Because Flowers Company should have a bank account separate from the account of Molly Dar, the owner. Molly Dar may own a home, a car, and other property, and she may have personal debts; but these are not the resources or debts of Just Because Flowers. Molly Dar may own another business, say a stationery shop. If she does, she should have a completely separate set of records for each business.

Forms of Business Organization

The three basic forms of business organization recognized as separate entities are the sole proprietorship, the partnership, and the corporation.

Sole Proprietorship A **sole proprietorship** is a business owned by one person. The owner takes all the profits or losses of the business and is liable for all its obligations. As Exhibit 3 shows, sole proprietorships represent the largest number of businesses in the United States, but typically they are the smallest in size.

Partnership A **partnership** is like a sole proprietorship in most ways, but it has two or more owners. The partners share the profits and losses of the business according to a prearranged formula. Generally, any partner can obligate the business to another party, and the personal resources of each partner can be called on to pay the obligations. A partnership must be dissolved if the ownership changes, as when a partner leaves or dies. If the business is to continue as a partnership after this occurs, a new partnership must be formed.

Corporation Both the sole proprietorship and the partnership are convenient ways of separating the owners' commercial activities from their personal activities. Legally,

STUDY NOTE: A key disadvantage of a partnership is the unlimited liability of its owners. Unlimited liability can be avoided by organizing the business as a corporation or, in some states, by forming what is known as a limited liability partnership (LLP).

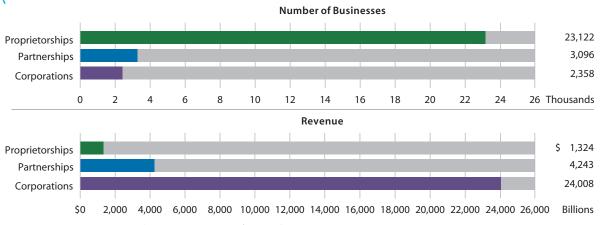


Ron Jon Surf Shop was founded in New Jersey in 1959. The corporation now includes nine store locations, a surf school, and a resort including a restaurant.

however, there is no economic separation between the owners and the businesses. A corporation, on the other hand, is a business unit chartered by the state and legally separate from its owners (the stockholders). The **stockholders**, whose ownership is represented by shares of stock, do not directly control the corporation's operations. Instead, they elect a board of directors to run the corporation for their benefit. In exchange for their limited involvement in the corporation's operations, stockholders enjoy **limited liability**; that is, their risk of loss is limited to the amount they paid for their shares. Thus, stockholders are often willing to invest in risky, but potentially profitable, activities. Also, because stockholders can sell their shares without dissolving the corporation, the life of a corporation is unlimited and not subject to the whims or health of a proprietor or a partner.

The characteristics of corporations make them very efficient in amassing capital, which enables them to grow extremely large. As Exhibit 3 shows, even though corporations are fewer in number than sole proprietorships and partnerships, they contribute much more to the U.S. economy in monetary terms. For example, in 2011, **ExxonMobil** generated more revenues than all but 28 of the world's countries.³

Exhibit 3Number and Receipts (Revenues) of U.S. Proprietorships, Partnerships, and Corporations



 $\textit{Source}. \ \textit{U.S. Treasury Department, Internal Revenue Service, } \textit{Statistics of Income Bulletin, Winter 2012} \\$



Business Perspective

Are Most Corporations Big or Small Businesses?

Most people think of corporations as large national or global companies whose shares of stock are held by thousands of people and institutions. Indeed, corporations can be huge and have many stockholders. However, of the approximately 4 million corporations in the United States, only about 15,000 have stock that is publicly bought and sold. The vast majority of corporations are small businesses privately held by a few stockholders. Illinois alone has more than 250,000 corporations. Thus, the study of corporations is just as relevant to small businesses as it is to large ones.

Formation and Organization of a Corporation

To form a corporation, most states require individuals, called *incorporators*, to sign an application and file it with the proper state official. This application contains the **articles of incorporation**. If approved by the state, these articles, which form the company charter, become a contract between the state and the incorporators. The company is then authorized to do business as a corporation.

The authority to manage a corporation is delegated by its stockholders to a board of directors and by the board of directors to the corporation's officers. That is, the stockholders elect a board of directors, which sets corporate policies and chooses the corporation's officers, who in turn carry out the corporate policies in their management of the business, as shown in Exhibit 4.



Stockholders A unit of ownership in a corporation is called a **share of stock**. The articles of incorporation state the maximum number of shares that a corporation is authorized to issue. The number of shares held by stockholders is the outstanding stock, which may be less than the number authorized in the articles of incorporation. To invest in a corporation, a stockholder transfers cash or other resources to the corporation. In return, the stockholder receives shares of stock representing a proportionate share of ownership. Afterward, the stockholder may transfer the shares at will. Corporations may have more than one kind of stock, but here we refer only to **common stock**.

Board of Directors A corporation's **board of directors** decides on major business policies. Among the board's specific duties are authorizing contracts, setting executive salaries, and arranging major loans with banks. The financial scandals at **Enron**, **WorldCom**, and other companies highlighted the importance of **corporate governance**, which is the oversight of a corporation's management and ethics by its board of directors. The composition of the board of directors varies from company to company, but generally corporate governance is strengthened when it includes several officers of the corporation and several outsiders. The outsiders are called *independent directors* because they do not directly participate in managing the business.

To strengthen corporate governance, the Sarbanes-Oxley Act requires boards of directors to establish an **audit committee** made up of the independent directors who have financial expertise. The purpose of this provision is to ensure that boards of directors are objective in evaluating management's performance. The audit committee is also responsible for engaging the corporation's independent auditors and reviewing their work. Another of the committee's functions is to ensure that adequate systems exist to safeguard the corporation's resources and that accounting records are reliable. In short, the audit committee is the front line of defense against fraudulent financial reporting.

Management Management, appointed by the board of directors to carry out corporate policies and run day-to-day operations, consists of the operating officers—generally the president, or chief executive officer; vice presidents; chief financial officer; and chief operating officer. Besides being responsible for running the business, management has the duty of reporting the financial results of its administration to the board of directors and the stockholders. Though management must, at a minimum, make a comprehensive annual report, it generally reports more often. The annual reports of large public corporations are available to the public. Excerpts from many of them appear throughout this book.

APPLY IT!

Match each description with the appropriate term.

- 1. Owners have limited liability
- 2. Requires an exchange of value between two or more parties
- 3. Owned by only one person
- 4. Multiple co-owners
- 5. An amount associated with a business transaction
- 6. Management appointed by board of directors
- 7. Distinct from customers, lenders, and owners
- 8. Biggest segment of the economy

- a. Business transactions
- b. Corporation(s)
- c. Money measure
- d. Partnership
- e. Sole proprietorship
- f. Separate entity

SOLUTION

1.b; 2.a; 3.e; 4.d; 5.c; 6.b; 7.f; 8.b

TRY IT! SE1, SE2, E1A, E2A, E3A, E12A, E1B, E2B, E3B, E12B

Concepts Underlying Financial Position

Financial position refers to a company's economic resources, such as cash, inventory, and buildings, and the claims against those resources at a particular time. Another term for claims is *equities*.

Every corporation has two types of equities: creditors' equities, such as bank loans, and stockholders' equity. The sum of these equities equals a company's resources:

 $Economic\ Resources = Creditors'\ Equities + Stockholders'\ Equity$

In accounting terminology, economic resources are called *assets* and creditors' equities are called *liabilities*. So the equation can be written like this:

Assets = Liabilities + Stockholders' Equity

This equation is known as the **accounting equation** (A = L + SE). The two sides of the equation must always be equal, or "in balance," as shown in Exhibit 5. To evaluate the financial effects of business activities, it is important to understand their effects on this equation.

Exhibit 5The Accounting Equation

