The initial partnership consisted of six people—Stephen, Georgia, Michael, Bernard, Malcolm, and Johnny. When the partnership was formed, there was an initial (unwritten) understanding that all partners would be contributing equally in terms of money and their time involvement to the enterprise. The exception was Johnny, who was only expected to contribute his time and effort. As mentioned, that did not work out, due to differences between Johnny and the other partners as to the type and quantity of work he contributed.

Stephen was the driving force in forming the partnership: Georgia and Michael were his family; Bernard and Malcolm were his business acquaintances. Stephen was a dynamic and charismatic businessman, who had set very high goals for himself as an entrepreneur. Although he had extensive hands-on experience in running a restaurant of exactly the same sort as Upside Down, his personal focus was on building the real estate side of his business portfolio. That took up a lot of his energy, and he was simply not able to put time into Upside Down. On occasion, he did try to visit and "set right" what he felt were errors, and on one memorable instance, even dismissed a manager from afar, while he was travelling abroad. His involvement in Upside Down was sporadic, although he expected his recommendations to be carried out immediately, since he viewed himself as both tough and knowledgeable in the business.

Malcolm was the owner of a restaurant very similar to Upside Down, located not too far from it. His restaurant was well-established and successful. Malcolm gave first importance to running his own restaurant and viewed his involvement in Upside Down as that of a silent partner. Even when he was aware of the immediate urgency of someone needing to step in for Upside Down, he did not volunteer to do so. Malcolm was known to Stephen since they belonged to the same community and industry.

Bernard was not only a business acquaintance but also partner with Stephen in other business enterprises. He had little prior experience in the food industry and his primary focus, like Stephen's, was also on real estate. Bernard was different from the rest of the partners, in that he belonged to a different ethnic community and was also considerably younger. Indeed he had recently got married and had an infant son. Although Bernard did not have direct industry experience, many of the issues at Upside Down simply required general management decisions which he could have performed with ease. However, Bernard proved resistant to taking on any of those tasks and often cited other (more important) demands on his time.

Georgia and Michael had experience in running exactly the kind of business that Upside Down was. However, their first restaurant, Food Station, could not be left untended. Initially, Michael took on some of the fire fighting at Upside Down, but soon they mutually agreed that he needed to be present at Food Station.

So it was left to Georgia to tend to Upside Down. Apart from the teething problems common to any new business, the situation was complicated by the unpredictable involvement of partners. Stephen and Malcolm would weigh in with top-level, strategic viewpoints and even decisions that Bernard often went along with. All this was done without much thought to actual impacts, implementation details, and follow through. One example was that of installing the bar. A critical factor in the successful running of a bar is a bartender. There had been at least five different bartenders in as many months at Upside Down. One of them was an attractive woman, who was competent and personable. Stephen decided that she should be elevated to the position of manager, based on her personality. It turned out that her skills as a manager were abysmal. The staff rebelled and she had to be let go. Some bartenders had an inflated expectation of how much money they could make, that was not in tune with where Upside Down was in its growth stage, and they left on their own accord. Finally, the decision to have a bar was not supported by a concerted marketing effort in that direction either.

Indeed, the marketing of Upside Down was confusing to both customers and employees. Each partner appeared to have different ideas on what approach to follow and there was no unified strategy. This began with the most basic issue of the menu; the