

CHECKLIST FOR CRITICAL DOCUMENTS

If you have a dispute, and you must understand your rights and obligations, you must have available critical documents. Here is a list of documents to guide your recordkeeping

Entity Organizational Documents

- Articles of Incorporation/Organization
- S-Election (for corporation only)
- Bylaws/Operating Agreement
- Annual Minutes of the Board of Directors/Managers
- Annual Minutes of the Meetings of the shareholders/members
- Annual report completed and signed
- Appropriate annual director/manager election
- Name and address of registered agent is included in corporate records.
- Stock ownership/member certificate register is complete and up to date.

Franchise Documents

- Dealer Sales and Service Agreement
 - Agreement with dealership specifics
 - Standard Terms
 - Premises Addendum
 - PMA Addendum and Changes
 - Capitalization Addendum
 - Product Addendum
 - Other Schedules
 - Amendments
- Franchisor performance reports and evaluations
- Communications from the Franchisor evaluating dealer performance and noting dealer criticisms/honors
- Incentive Programs

Occupancy Documents

- Lease (for rented property)
- Mortgage Documents (for owned property)
- Zoning and Related Authorizations
- Certificate of Occupancy
- Real Estate Tax Records

Insurance Documentation

- General Auto Dealers' Garage Policy
- Umbrella

- Workers Compensation Policy
- Specialty Coverages.

Critical Operating Documents

- Business License
- Dealer License
- Salespeople Licenses (if licensed by state)
- Specialty License Required by State or Local Law
 - Repair License
 - Body Shop License
 - License for Finance and Lease Operations
- Proof of filing of Trade Name(s)
- Documentation for floorplan/operating loans/lines of credit
- Credit Card merchant agreements

Digital Compliance

- DMS Agreement and Related service contracts and Licenses
- Digital Equipment Warranties
- Agreements and Licenses for all Websites, Apps, and other Dealership digital presence
- Proof of filing/ownership of URLs and similar intellectual property
- Proof of ownership/license for each program loaded on a dealership computer

Relationships Supporting Sales

- Indirect Finance and Lease Agreements
- Agreements for supply and sale of Voluntary Protection Products
- Ensure any communication on an audit preserves your rights to challenge through the franchisor's internal process and through your state process

Infrastructure Documents

- Equipment Leases
- Equipment Purchase Documents
- Equipment Service Contracts and Warranties

Other Supplier Agreements

- cleaning contracts, uniform contracts, environmental waste removal, etc.
- Advertising Agreements