

CHECKLIST FOR CRITICAL DOCUMENTS

Entity Organizational Documents

- Articles of Incorporation/Organization
- S-Election (for corporation)
- Bylaws/Operating Agreement
- Annual and special Minutes of the Directors/Managers
- Annual and special Minutes of the shareholders/members
- Annual report (if required by state) completed and signed
- 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 updates
 - Capitalization Addendum
 - Product Addendum
 - Other Schedules and Amendments
- Communications from the Franchisor evaluating dealer performance and noting dealer criticisms/honors
- Policy letters and program announcements, particularly 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 Dealer's Garage Policy
- Umbrella Policy
- 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 for DMS software
- Digital equipment warranties
- Agreements and Licenses for all websites, URLs, apps, and other Dealership digital presence
- Proof of ownership/license for each program loaded on a dealership computer

Relationships Supporting Sales

- Indirect Finance and Lease Agreements
- Agreements for supply and administration of Voluntary Protection Products

Personnel Materials

- Handbook and separate policies
- Employee benefit administration agreements
- Employee benefit plans

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
- Other agreements requiring regular payments