

Buy-Sell Agreement Checklist

How is the Business Structured?

- Proprietorship
- Partnership
- C Corporation
- S Corporation (Maintain S Election)
- PC
- LLC
- Other _____

Who are the Parties to the Agreement?

- Related
- Unrelated
- Spouse (Community Property)

What Triggering Events are Identified?

- Death
- Disability
- Retirement
- Termination of Employment
- Divorce, Marital Separation
- Loss of License
- Act of Law
- Bankruptcy
- Other Insolvency Laws

Is "Disability" defined, and if so, How?

- Disability Insurance Policy
- Social Security
- Other

How is the Buy-Out Structured?

- Cross Purchase
- Stock Redemption
- Combination
- Trusteed Arrangement

How is the Business Value Determined?

- Stated Value
- Formula
- Independent Appraiser
- Other _____

Does the Business Value reflect Current FMV?

- Yes
- No

How often is the Valuation Updated?

- _____

Is the Business Value the same for all Triggering Events?

- Yes
- No

Does the Agreement provide for Life Insurance to Cover a Buy-Out at Death?

- Ownership/Beneficiary Consistent
- Payment of Premiums
- Procedure upon Failure to pay Premiums
- Disposition of Policies-Death/Lifetime
- Ability to Purchase Additional Insurance
- Policy Schedule
- Allocation of Excess Proceeds

Does the Agreement provide for Disability Income Insurance?

- Yes
- No

Does the Agreement provide for Disability Buy-Out Protection?

- Yes
- No

What are the Payment Terms?

- Lump Sum
- Installment (Promissory Note)
- Other _____

Are there Dispute Resolution Provisions?

- Arbitration
- Mediation
- Other _____

Are Relevant Schedules Attached?

- Life Insurance
- Share Structure
- Trustee Agreement, if applicable
- Other Applicable Agreement

Mandatory Non-Competition Clause for Seller?

- Yes
- No

Are Loans made to Business Callable at Death?

- Yes
- No

