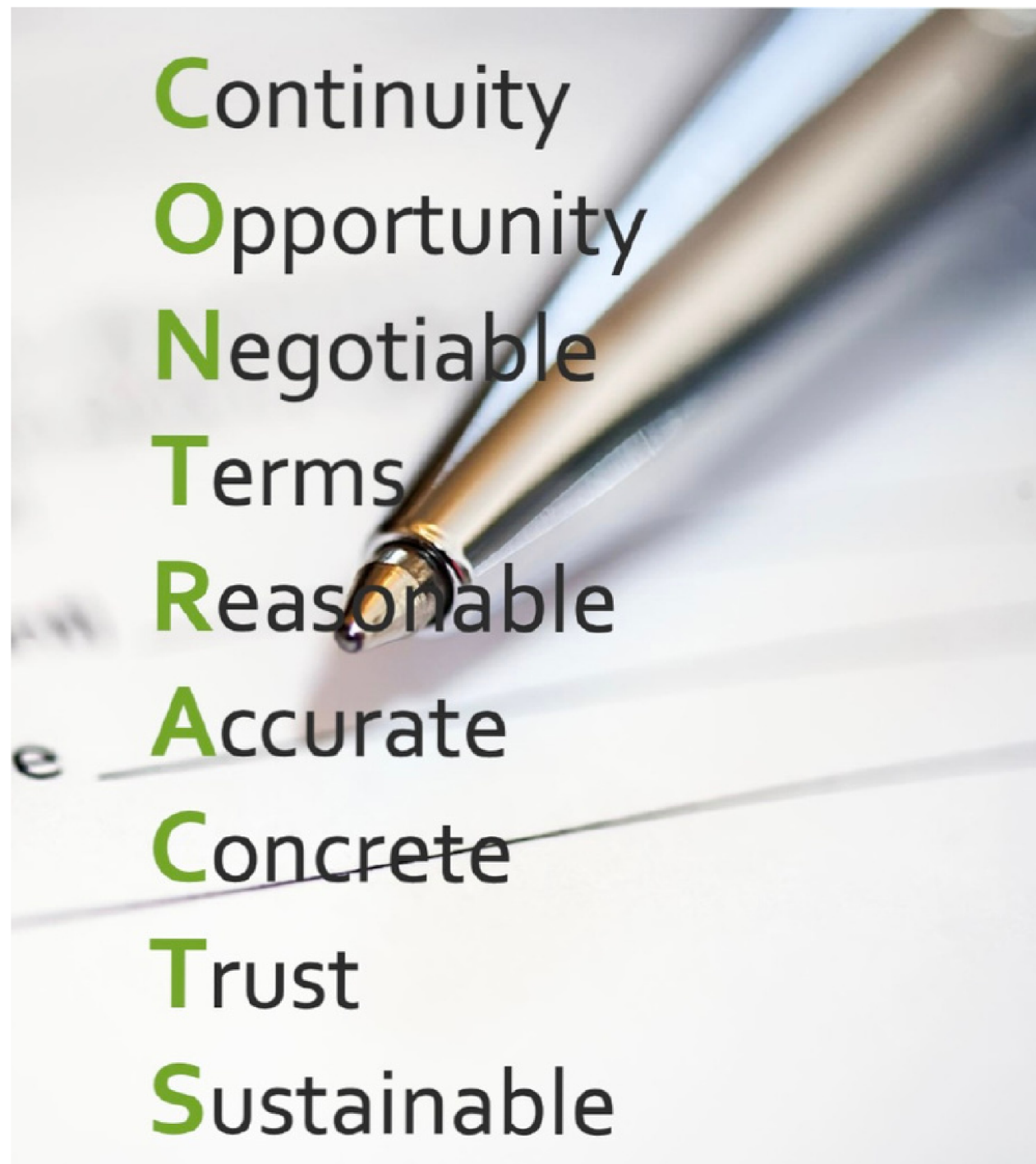


Defining the Value of the Business



- ✓ Key Elements
- ✓ Discovery Checklist
 - Allows the contract to be adjusted/customized and includes clauses, special circumstances that are in agreement to both parties.
- ✓ Dollarize Your Value

Key Elements of a Contract



Appointment



Territory



Products



Commission



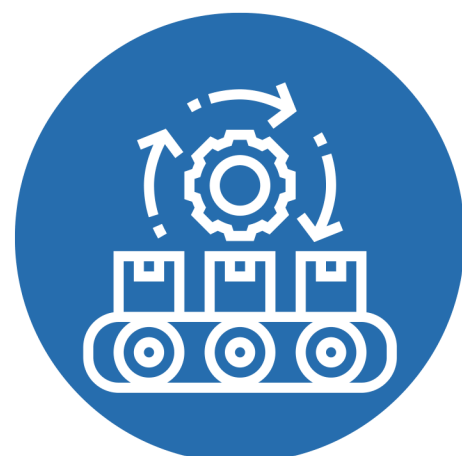
Compensation
"Dollarize your Value"



Acceptance of Orders



Duties, Relationship & Authority of Rep



Duties of the Manufacturer



Termination



Rights Upon Termination

Discovery Checklist: Defining the Value



- Order Entry
- Warehousing
- Technology
 - ERP Interference/CRM
- Customer Service
- Pricing
- Technology Systems



- Agency Support
 - Market Support
 - Co-funding employee/vertical
 - National Account Support
 - Spec Support
 - Fee Per Spec
 - Growth Initiative
- Channel Credit
 - MDF
 - POS



- Contract
 - Non-compete (state specific)
 - Terms
 - Exclude "paid when paid"
 - Identify Hidden Costs
 - Severance Terms
 - Spec Credit/ Destination Credit/
Bill to on Engineered Products
 - House Accounts

Dollarizing Your Business Non-Warehouse REP

Non-Direct Sales Generation Expense	Annual \$
Contractor Specification License	\$
CRM License	\$
CRM Resource (Input/export data into 8 mfr. CRM systems)	\$
CRM System Management Resource	\$
Marketing Resources	\$
IT Resources for Mfg. System Integration	\$
Misc.	\$
OVERALL TOTAL	\$\$

Dollarizing Your Business

Warehouse REP

Non-Direct Sales Generation Expense	Annual \$
Contractor Specification License	\$
CRM License	\$
CRM Resource (Input/export data into 8 mfr. CRM systems)	\$
CRM System Management Resource	\$
Marketing Resources	\$
IT Resources for Mfg. System Integration	\$
Misc.	\$
TOTAL	\$
Warehouse Talking Points	\$\$
Annual Rent Increases in Existing Lease (\$ more)	\$
Wage Pressures	\$
IT, Security, Video, Inventory Software	\$
Inventory Management (Difference Maker Between Breaking Even or Losing \$)	\$
Freight Expenses	\$
TOTAL	\$
OVERALL TOTAL	\$\$