



APPLICATION INSTRUCTIONS

RETAIL SALES AGENT APPOINTMENT FOR A LLC

An LLC applying for a retail sales agent appointment must be approved to conduct business by the Oregon Secretary of State's office, and if appointed would be an independent contractor for the state. The LLC will operate the retail liquor location on behalf of the OLCC and has no rights to ownership of the distilled spirits inventory or revenue. The LLC, its managing members, members or employees are not considered employees of the state.

Refer to the Information Sheet for more details about the appointment process.

When completing the application, please consider the following:

- **EVERY** applicable section **MUST** be filled out prior to submitting the application by the deadline stated on the Information Sheet.
- An LLC application is intended for one entity only. If there are multiple entities listed, the application will not be considered.
- If applying for more than one location, a separate application for each is required.
- List all Managing Members and percent of membership (use an additional sheet if necessary). The managing member listed on line 1 of the "Managing Members List of LLC" found on page 1 of the Retail Sales Agent Appointment for a LLC must be the individual supervising the premises manager and will be representing the LLC through the entire appointment process.
- List the person who will be the designated premises manager handling day-to-day operation at the proposed location.
- The application form (page 1) must be signed by a listed Managing Member who has authority to enter into binding third party agreements.
- Statement of Funding Sources for Retail Sales Agent Appointment must be completed on the LLC by a managing member.
- An Individual History packet must be completed by the managing member listed on line 1 of the "Managing Members List of LLC" found on page 1 of the LLC Application. A separate Individual History packet must also be completed by the premises manager, if applicable.
- Acknowledgement of Eligibility must be signed by a managing member.
- Submit a copy of the current Articles of Organization for the LLC that have been provided to the Secretary of State's office.

A detailed business plan **MUST** accompany each submitted LLC application. Content at a minimum must include:

- Proposed retail liquor location including address
- Type of business to be operated in conjunction with the retail liquor location (if applying for a non-exclusive)
- A summary of how the liquor location will improve convenience to the public
- Distance from the proposed location to a school, house of worship or an alcohol treatment center (if location is within 1000 feet)
- Control plan describing how the applicant will prevent access to minors and reduce opportunities for theft

- Expected consumer demand (with supporting data and sources) at the location including:
 - Population count (21 and older) within a one mile radius
 - Traffic patterns and traffic count
 - Estimated distilled spirits sales
 - Potential impact to existing liquor stores
 - Other relevant business factors to be considered
- Hours of operation (distilled spirits sales can only be from 7 a.m. to 10 p.m.)
- Photographs of proposed location (exterior/interior) and if applicable any architectural renderings of upgrades to the proposed location or new construction
- Configuration of retail location including:
 - Total square feet dedicated to the proposed distilled spirits area and stockroom; total linear feet of sales floor shelving dedicated to distilled spirits
 - Detailed floor plan (including stockroom) indicating where the distilled spirits categories will be located
 - Detailed description of exterior signage and internal fixtures and equipment that will be used to merchandise and account for distilled spirits sales and inventory
- Product selection:
 - Number of products in each distilled spirits category
 - List of products and sizes in each distilled spirits category
- Detailed description and estimated cost breakdown for start-up costs, payroll, rent, site improvements, fixtures and equipment, etc. that will be used to merchandise and account for distilled spirits sales and inventory. Supply financial documentation that shows source of funds to accomplish the build-out. Note: If applying for more than one location, financial documents must show sufficient funds for each.

To be considered, the submitted application packet **MUST** include:

- 1) A completed Retail Sales Agent Application for a LLC (pages 1-6).
 - Retail Sales Agent Application for a LLC
 - Statement of Funding Sources for Retail Sales Agent Appointment including copies of bank, portfolio and/or approved loan documents showing the required minimum financial amount stated in the applicant's business plan. When submitting bank or portfolio statement(s), highlight the current total balance for each account and redact any account number information.
 - Acknowledgement of Eligibility
- 2) A fully completed Individual History packet(s) (pages 1-13).
 - Individual History packet for Managing Member per application instructions
 - Individual History packet for Premises Manager (if applicable)
- 3) A detailed business plan as described above.

Incomplete application packets will not be considered.

Please feel free to contact the Retail Services Division with any questions regarding the application or appointment process.

OREGON LIQUOR CONTROL COMMISSION
ATTN: RETAIL SERVICES DIVISION
Mailing Address: PO Box 22297, Milwaukie, OR 97222-7355
Main Office: 9079 SE McLoughlin Blvd, Portland OR 97269-2297
Phone: 503-872-5020 OR 1-800-426-2004, Dept # 62
Fax: 503-872-5355
Email: olcc.retailservices@oregon.gov

Please remove this page prior to submitting the application.



RETAIL SALES AGENT APPLICATION FOR A LLC

Please complete the application by typing or clearly printing in dark ink. If the application materials do not clearly show the qualifications are met for the store for which you are applying, the application will not be accepted.

PROPOSED RETAIL LIQUOR LOCATION	STREET ADDRESS		
	CITY	ZIP CODE	

LLC Name: _____ Trade Name (dba): _____ ----- LLC Address: _____ City: _____ State: _____ ZIP Code: _____	Year Filed: _____ OR Registry # _____ EIN : _____ D and B #: _____
Mailing Address: _____ City: _____ State: _____ ZIP Code: _____	

List Managing Members of LLC (all managing members must be listed; use an additional sheet if necessary):	% of Membership Interest
1. _____ (Managing Member)*	_____
2. _____ (Managing Member)	_____
3. _____ (Managing Member)	_____
4. _____ (Managing Member)	_____
_____	_____
(Premises Manager)*	Title

* Must complete an Individual History packet.

By my signature, I certify that I have read the application, Information Sheet and other documents regarding this application, that I have authority to enter into third party agreements and that all answers and statements regarding the LLC are true and complete. I understand that should an investigation disclose untruthful or misleading answers, the application may be rejected or withdrawn from consideration, or the retail sales agreement with the OLCC terminated.

Signature	Title
Print Name	Date

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STATEMENT OF FUNDING SOURCES FOR RETAIL SALES AGENT APPOINTMENT

LLC NAME	
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PROPOSED RETAIL LIQUOR LOCATION	STREET ADDRESS		
	CITY	ZIP CODE	

Describe the funding source(s) that will be used to finance any start-up costs, purchasing fixtures and equipment and meet the operating expenses of the retail location for two months before receiving the first compensation payment.

Supporting documentation must be submitted (bank statements, financial institute documentation showing pre-approved line of credit, portfolio statements, etc.) with the application to demonstrate sufficient funds are available. Please redact any account number information.

Enter the total estimated dollar amount for establishing the retail liquor location as stated in the business plan.	\$
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	Source of Funds <small>(Do not include account numbers)</small>	Dollar Amount
1		
2		
3		
4		
5		
6		
7		
8		

TOTAL AMOUNT OF FUNDS <small>(Must equal or exceed the estimated dollar amount for establishing the retail liquor location stated in the business plan)</small>	
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COMMENTS (optional):

Please answer yes or no to the following questions. Attach additional pages if needed.	YES	NO
Have any monetary judgments been filed against the LLC or an individual member? If yes, please explain.		
Are you aware of any such judgments that are pending? If yes, please explain.		
Have any liens been filed against the LLC or an individual member's property? If yes, please explain.		
Are you aware of any such liens that are pending? If yes, please explain.		
Has the LLC or any individual member ever declared bankruptcy or been insolvent? If yes, please explain.		
Is the LLC or any individual member acting as a surety or bondsman for others, or as an endorser on their notes or accounts? If yes, please explain.		
Does the LLC or any individual member have any other contingent liabilities that would affect their ability to perform under the terms of the Retail Sales Agreement? If yes, please explain.		
Are any of the LLC members or the premises manager a relative of any OLCC personnel? If yes, please explain.		

Sworn Statement: I swear the information provided on this form is true, accurate and complete, I understand that the OLCC may require me to give proof of the above information and that if the information is not true, accurate or complete the OLCC may prosecute me criminally for False Swearing under ORS 162.075. I understand that should an investigation disclose untruthful or misleading answers, the application may be rejected or withdrawn from consideration, or the retail sales agent agreement with the OLCC terminated.

The undersigned hereby authorizes and request any person, firm, or corporation to furnish any information requested by the Oregon Liquor Control Commission concerning any transaction or account with the undersigned; and the Oregon Liquor Control Commission may furnish copies of the forgoing statement and any information which it now has or may hereafter obtain to other companies for the purpose of securing additional information.

Signature

Title (if applicable)

Print Name

Date



ACKNOWLEDGEMENT OF ELIGIBILITY

There are certain prohibited interests that may preclude an applicant from becoming a retail sales agent.

ORS 471.710(3) states:

A retail sales agent appointed by the commission, or a person in the household or immediate family of a retail sales agent, may not have any financial interest in or business connection with:

- (A) A person or business that is licensed as a distillery;
- (B) A person or business that holds a full on-premises sales license; or
- (C) A distillery whose products are sold in Oregon.

OAR 845-015-0115 Retail Sales Agent Eligibility states:

- (1) A retail sales agent who is an individual person must be at least 21 years old. Retail sales agents must devote enough time to a retail liquor store to ensure its efficient operation and reasonable service to the public.
- (2) A retail sales agent may not have a financial interest or business connection that ORS 471.710(3) or OAR 845-015-0118 prohibits.
- (3) A retail sales agent cannot be a Commission licensee or an officer, director, substantial stockholder or member of a licensee, except that:
 - (a) A non-exclusive retail sales agent may be an Off-Premises Sales licensee. An exclusive retail sales agent may be an Off-Premises Sales licensee provided that the licensed business is separate from the retail liquor store; or
 - (b) The Commission may appoint a licensee if the licensee is the only suitable applicant for appointment as retail sales agent in a very small town in a remote area. This retail liquor store must be non-exclusive and must be located in a part of the premises completely separated from the service or consumption of alcoholic beverages.

OAR 845-015-0118 Retail Sales Agent Prohibited Interests, ORS 471.710(3) states:

- (1) Definitions: As used in ORS 471.710(3) and this rule:
 - (a) "Liquor Store Agent" has the same meaning as a retail sales agent, as defined in OAR 845-015-0101(5);
 - (b) "Financial Interest" means knowingly having an ownership interest, as a sole proprietor, partner, limited partner or stockholder or any direct or indirect ownership interest through a device such as a holding company, in a business licensed with a Distillery or Full On-Premises Sales license or any distillery whose products are sold in Oregon;
 - (c) "Business Connections" include, but are not limited to:
 - (A) Knowingly providing anything of value to a person or business licensed with a Distillery or Full On-Premises Sales license or to any distillery whose products are sold in Oregon, in return for something of value. This rule does not, however, prohibit persons and licensees from providing commodities and services to each other that they routinely provide to the general public under the same terms;
 - (B) Partnerships with a person or business licensed with a Distillery or Full On-Premises Sales license, or to any distillery whose products are sold in Oregon, and similar ventures formed for the purpose of making profit,
 - (d) "Knowingly" means a person actually knew or reasonably should have known;
 - (e) "Household" means all persons living as a family unit in the same dwelling;
 - (f) "Immediate Family" means spouse or Domestic Partner, and minor dependent children.
 - (g) "Domestic Partner" means an individual who, along with another individual of the same sex, has received a Certificate of Registered Domestic Partnership pursuant to the Oregon Family Fairness Act.

(h) "Company Principal" means a person who holds any of the following interests in a legal entity that is a retail sales agent or an applicant for appointment as a retail sales agent:

(A) An officer;

(B) A director;

(C) A person who owns or controls 10% or more stock in the entity or holds 10% or more of the total membership interests in the entity or whose investment interest is 10% or more of the total investment interests in the entity;

(D) A manager of a limited liability corporation or limited liability partnership or the general partner of a limited partnership.

(2) Prohibited Interests. No retail sales agent, company principal, or member of the agent's household or immediate family may hold a Financial Interest or Business Connection as those terms are defined in section (1) of this rule.

(3) Additional Prohibitions:

(a) No retail sales agent, company principal or member of the agent's household or immediate family may be employed by a business that is licensed with a Distillery or Full On-Premises Sales license unless:

(A) The person's job duties do not include involvement with that portion of the business that requires an alcoholic beverage license to operate; or

(B) The person exercises no management control over that portion of the business that requires an alcoholic beverage license to operate.

(b) No retail sales agent, company principal or member of the agent's household or immediate family may be employed by any distillery whose products are sold in Oregon.

(4) Reporting Requirements:

(a) All retail sales agent applicants must complete and sign a form describing any financial interest or business connection the applicant, company principal or any person in the applicant's household or immediate family has, that the applicant would reasonably know of, with a Distillery or Full On-Premises Sales licensee, or with a distillery whose products are sold in Oregon. The Commission will determine whether any prohibited interest or connection exists. An applicant, company principal or person in the applicant's household or immediate family who has a prohibited interest or connection must divest the interest or connection before the Commission appoints the applicant;

(b) A retail sales agent must report, to the agent's district manager, any prohibited interest or connection with a Distillery, Full On-Premises Sales licensee or a distillery whose products are sold in Oregon as soon as the agent would reasonably know of the interest or connection. If ORS 471.710(3) or this rule prohibits the interest or connection, the Commission will set a reasonable time period for divestiture. If the retail sales agent, company principal, household member or immediate family member fails to divest, the Commission will terminate the agent's contract.

(5) Gifts and Gratuities: No retail sales agent will accept any gift, gratuity or thing of value from any Distillery or Full On-Premises Sales licensee or any distillery or any person representing a distillery, except that a retail sales agent may accept:

(a) Items totaling \$25 or less per year per licensee or distillery offered to retail sales agents as customers of the licensee or distillery as long as the items are offered on an equal basis to all customers irrespective of any connection to the Commission;

(b) Food and beverages provided for immediate consumption at a convention or a business conference or meeting that are offered to all participants irrespective of any connection to the Commission;

(c) A non-alcoholic beverage for immediate consumption that a licensee offers at a business meeting;

(d) Items offered to all participants at a convention irrespective of any connection to the Commission.

(6) Disciplinary Actions: The Commission will appropriately discipline a retail sales agent who:

(a) Fails to report a prohibited interest or connection as section (4) of this rule requires;

(b) Knowingly acquires an interest or establishes a connection that ORS 471.710 or this rule prohibits; and

(c) Accepts a gift or gratuity that section (5) of this rule prohibits.

If there is a conflict of interest, a separate sheet must be included fully explaining the issue and how the applicant will remedy the conflict.

I hereby acknowledge that I have read and understand the Provisions of ORS 471.710(3), OAR 845-015-0115 and OAR 845-015-0118.

Signature

Title (if applicable)

Print Name

Date