

APPLICATION INSTRUCTIONS



RETAIL SALES AGENT APPLICATION (LIMITED LIABILITY COMPANY)

A Limited Liability Company (LLC) applying for a retail sales agent appointment must be registered and in good standing to conduct business by the Oregon Secretary of State's office, and if appointed, the LLC 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 members, or employees, are not considered employees of the state.

Refer to the liquor store Information Sheet for financial requirements and 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 store Information Sheet.
- A Limited Liability Company (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 advertised store, submit a separate application for each.
- List **ALL** Members and percent of membership (use an additional sheet if necessary). **A current copy of the LLC's operating agreement can be included or OLCC may request a copy later.** The Member listed on line 1 of the "List Members of LLC" found on page 1 of the Retail Sales Agent Application (Limited Liability Company) must be the individual supervising the premises manager and will be representing the LLC through the entire appointment process. If the Member is also the premises manager, enter the same name on both lines.
- List the person who will be the designated premises manager handling day-to-day operation and who is the point of contact for the OLCC.
- The application form (page 1) must be signed by a listed Member who has authority to enter into binding third party agreements.
- An Individual History packet must be completed by the Member listed on line 1 of the "List Members of LLC" found on page 1 of the Retail Sales Agent Application (Limited Liability Company). A separate Individual History packet must also be completed by the premises manager, if applicable.
- The Statement of Funding Sources for Retail Sales Agent Appointment must be completed on the LLC with supporting financial documents included with the application.

- The store Information Sheet (see Conditions of Appointment section C) provides a minimum amount of funds needed to meet specific financial obligations. ALL funding listed on the Statement of Funding Sources (page 3 of the application) must be available to meet the minimum financial obligation by the store takeover date stated in the Information Sheet. All applicants need to reach out to their financial institutions prior to submitting an application to be sure the process of obtaining the funds can meet the deadline to pay the outgoing agent on the day of store takeover if the applicant is appointed agent.
Note: Additional funding may be needed over the minimum amount. See details on the Information Sheet.
- The Statement of Funding Source (page 3 of the application) requires supporting documentation to be submitted, demonstrating sufficient funds are available for the liquor store acquisition. Documents that are included with any other name than the applicant's legal entity name must be accompanied by a letter from the account holder listed on the document stating the outside source is providing the funds if the legal entity is appointed agent.
- Acknowledgement of Eligibility must be signed by a Member that has signing authority for the LLC.
- Submit a copy of the current Articles of Organization for the LLC that have been provided to the Secretary of State's office.
- Signatures may be made in ink or electronically signed.
- To be considered, the submitted application packet must include a fully completed Retail Sales Agent Application for a Limited Liability Company (pages 1-6), any supporting documentation and a fully completed Individual History packet(s) (pages 1-14).
- Email a completed application including supporting documents as a PDF document to olcc.retailservices@olcc.oregon.gov. All applications must be received by the deadline stated on the store specific Information Sheet.

Application packets that are incomplete or received past the deadline stated on the store specific Information Sheet will not be considered.

Once the application deadline has closed, applications will be reviewed.

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

OLCC Retail Services Division
Office 503-872-5020

Email: olcc.retailservices@olcc.oregon.gov

Please remove this page prior to submitting the application.



RETAIL SALES AGENT APPLICATION (LIMITED LIABILITY COMPANY)

LIQUOR STORE #: _____ LIQUOR STORE LOCATION: _____

Please complete the application by typing or clearly printing in dark ink. If the following document is not complete (pages 1-6), the Retail Sales Agent Application will not be accepted.

LLC Name: _____	Year Inc.: _____
Trade Name (dba): _____	Oregon Registry #: _____
_____	EIN #: _____
LLC Address: _____	
City: _____ State: _____ ZIP Code: _____	

Mailing Address: _____	
City: _____ State: _____ ZIP Code: _____	

List Members of LLC (all members must be listed; use an additional sheet if necessary):	% of Membership Interest
1. _____ (Member)*	_____
2. _____ (Member)	_____
3. _____ (Member)	_____
4. _____ (Member)	_____
5. _____ (Member)	_____
6. _____ (Member)	_____
_____	_____
_____	_____
(Premises Manager with on-site management responsibility) *	Title

* Must complete an Individual History packet

By signing, 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 for the LLC 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 agent agreement with the OLCC terminated.	
_____	_____
Print Name	Title
_____	_____
Signature	Date

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STATEMENT OF FUNDING SOURCES FOR RETAIL SALES AGENT (LIMITED LIABILITY COMPANY)

LIQUOR STORE #: _____ LIQUOR STORE LOCATION: _____
LLC NAME: _____

Describe the funding source(s) that will be used to finance the purchase of fixtures and equipment, pay the agent buyout amount and meet the operating expenses for two months before receiving the first compensation payment.

THE TOTAL DOLLAR AMOUNT LISTED IN THE TABLE BELOW **MUST MEET OR EXCEED** THE MINIMUM FINANCIAL AMOUNT STATED ON THE INFORMATION SHEET (SEE CONDITIONS OF APPOINTMENT SECTION C). FUNDING SOURCES THAT ARE NOT AVAILABLE OR SECURED AT THE TIME OF THE STORE ADVERTISEMENT CLOSURE WILL NOT BE CONSIDERED A PART OF THE FUNDING SOURCE TOTAL.

NOTE: Copies of loan applications or loan proposals from a financial institution are not considered a source of available funding and will not be accepted.

Supporting documentation must be submitted, demonstrating sufficient funds are available. This information could include a most recent bank statement(s), financial institution documentation showing pre-approved line of credit, portfolio statements, etc.

The following **MUST** be adhered to, or the supporting documents may not be accepted and cause the application to not be considered.

- 1) When the LLC (applicant) submits financial business documents for the legal entity, the **LLC's name** **MUST** be on all documents. The name can be printed from the financial institution, or the LLC's name can be handwritten/printed on the document, signed by an authorized account holder and dated as validation of the document.
- 2) **CIRCLE** the amount of available funds on each document. The circled amount should be the same amount listed below as a Source of Funds dollar amount.
- 3) **BLACKOUT** all account numbers.
- 4) If funding is from an outside source (i.e. business account, personal account/ loan), provide:
 - a. a loan term agreement or a signed letter from an individual with authority to authorize a loan from a business or personal account that has a different name from the LLC's name, stating funds will be made available to the legal entity if appointed the retail sales agent.
 - b. supporting documentation showing funds are available from the outside source. 1) The name on these documents can be printed from the financial institution, or the account holder's name can be handwritten/printed on the document, signed by an account holder and dated as validation of the document. 2) Circle the amount of available funds on each document. 3) Blackout all account numbers.

	Source of Funds (Do not include account numbers)	Dollar Amount
1.		
2.		
3.		
4.		
5.		
6.		
7.	If additional sources are listed on a separate sheet, enter one total on the right from all other sources not listed above and include supporting documents per the instructions above.	
TOTAL		

Comments
(optional):

Place a "X" in the appropriate Yes or No column based on the following questions. Answer the questions if applicable. Attach additional pages if needed.	YES	NO
1. Have any monetary judgments been filed against the LLC or an individual member? If yes, please explain.		
2. Are you aware of any such judgments that are pending? If yes, please explain.		
3. Have any liens been filed against the LLC or an individual member's property? If yes, please explain.		
4. Are you aware of any such liens that are pending? If yes, please explain.		
5. Has the LLC or any individual member ever declared bankruptcy or been insolvent? If yes, please explain.		
6. 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.		
7. 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 Agent Agreement? If yes, please explain.		
8. Are any of the LLC members or the premises manager a relative of any OLCC personnel? If yes, please explain.		
<p>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.</p> <p>The undersigned hereby authorizes and request any person, firm, or corporation to furnish any information requested by the Oregon Liquor and Cannabis Commission concerning any transaction or account with the undersigned; and the Oregon Liquor and Cannabis 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.</p> <div style="display: flex; justify-content: space-between; margin-top: 20px;"> <div style="width: 45%; text-align: center;"> <hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Print Name </div> <div style="width: 45%; text-align: center;"> <hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Title (if applicable) </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 20px;"> <div style="width: 45%; text-align: center;"> <hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Signature </div> <div style="width: 45%; text-align: center;"> <hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Date </div> </div>		



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 may be an Off-Premises Sales licensee.
- (4) A retail sales agent may be a Limited On-Premises Sales licensee provided that the premises with the license is in a different physical location and address from the retail liquor store.
- (5) A retail sales agent may not be a Full On-Premises Licensee.

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.

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. 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. If I fail to correct the conflict, I understand the application will not be accepted.

Print Name

Title (if applicable)

Signature

Date