

# MERGER CHECKLIST



1

## COMMUNICATION PROTOCOL

a. Establish points of contact

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b. Define roles

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c. Non-disclosure agreements

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2

## STRATEGIC CONSIDERATIONS

a. Strategy assessment and synergies

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i. Vision

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ii. Expectations

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iii. Initial members and key personnel

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iv. Client considerations

---

b. Determine merger type

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c. Merged firm name

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d. Decide to proceed or end discussions

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3

## ECONOMIC CONSIDERATIONS

a. Common evaluation template

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b. Data collection and analysis (individual per firm)

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c. Data approval

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d. Create and circulate combined financial model

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i. Income

---

ii. Operating expenses

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iii. Cash flow

---

iv. Finance needs

---

v. Draw requirements

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vi. Capital policy and contributions

---

e. Assess financial feasibility

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4

## DUE DILIGENCE

a. Review assumed debt obligations

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b. Value any asset purchases

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c. Determine financing approach (equity or debt)

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d. Merger Model revision

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5

## MERGER PLAN

a. Create best and worst case scenario financial model

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b. Post-merger shareholder roster

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## MERGER AGREEMENT

a. Chart key merger elements

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b. Create merger agreement

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c. Adjust operating agreement or create new entity

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i. Formation documents

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ii. Tax IDs

---

iii. Operating agreement

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iv. Management structure

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v. Legal and tax support

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d. Set launch date

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## IMPLEMENTATION PREPARATION

a. Project plan and timeline

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b. Roles and responsibilities

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## IMPLEMENTATION

a. Financing

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i. Bank application

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ii. Personal financial statements

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iii. Loan negotiation

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iv. Commitment letter

---

v. Collateral requirements

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vi. Temporary operating funds accounts

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vii. Permanent bank accounts and notes

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viii. Transfer funds to new firm

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ix. Regular banking from new firm

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b. Insurance & benefits

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i. E&O

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ii. CGL, Non-owned-auto, EPL, Cyber

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iii. Health, life and disability

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iv. Key man

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v. Fiduciary

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vi. 401k/ Pension

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c. Office space

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i. Space requirements

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ii. Location

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iii. Build out

---

iv. Furniture

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v. Copier/ printers/ scanner

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vi. File cabinets

---

vii. Virtual office allowances

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viii. Office supplies

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ix. Moving logistics (support, delivery, occupational license, file moving)

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**d. Technology**

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i. Phone and internet

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ii. Hardware and network

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iii. Case and document management

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iv. Time and billing, accounting

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v. Research support

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vi. Data transfer/ migration

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vii. IT support

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**e. Operational training and procedures**

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i. Staff assignments

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ii. Staff and lawyer training for new systems

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iii. SOPs

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iv. Policies and procedures

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v. Client communications (ethics considerations, method and timing, client letters, paper and digital file authorizations, mentions to substitute counsel, time and billing)

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**f. Firm management**

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i. Performance management

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ii. Training and development

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iii. Recruiting

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iv. Systems and processes

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**v. Strategy plans**

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**g. Human Resources**

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**i. Payroll services**

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**ii. HR manual**

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**iii. Leave and holiday policies**

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**iv. New employee packets**

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**v. HR responsibility**

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**vi. HR consulting support**

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**vii. Offers**

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**viii. Bonus plans**

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**ix. Seniority in the new firm**

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**h. Firm culture**

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**i. Team development**

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**ii. Integration plan**

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**iii. Adjustments**

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**i. Marketing systems**

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**i. Website**

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**ii. Social media**

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**iii. Search engine listing**

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**iv. CRM and marketing software**

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**MONITORING**

**a. Define merger performance evaluation factors**

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**b. Capture evaluation data**

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**c. Determine merger assessment frequency**

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**d. Adjustments**

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