

membership information and application



TABB: a professional association

...a not-for-profit professional association representing the business brokerage profession in Texas. The association is the oldest statewide business broker trade association in the country.

Since 1981



TABB helps recognize business brokerage as a profession

The Texas Association of Business Brokers (TABB) is a not-for-profit professional association representing the business brokerage profession in Texas. The association is the oldest statewide business broker trade association in the country.

TABB is owned and operated by its membership and governed by a Board of Directors elected by the membership. The association has chapters in Austin, Dallas/Ft. Worth, Houston, and San Antonio. The TABB offices and staff are located in Austin, a few blocks from the State Capitol.



TABB's broker members represent both business sellers and buyers and offer privately held businesses for sale, mergers and acquisitions of all types, franchises and business evaluations, and appraisals. TABB's affiliate members have joined as professionals in finance, banking, accounting, law, real estate brokers/agents, appraisals, and other services used by broker members.

Education

The association offers education courses for business brokers in all fields of the profession, and are considered the best in the profession. Each course is taught by qualified instructors from across the country in half-day and all-day sessions. Courses cover topics such as legal aspects of business brokerage, tax issues, business valuation, analyzing and recasting financial statements, and numerous other subjects.

Each year, the association conducts an annual convention in late summer or early fall. During the convention, the association also conducts an education conference, where many of the TABB education courses are offered, and a trade show, where affiliate members display the latest in products and services available to business brokers.

Professional Certification

TABB offers one of the nation's top certification programs in the profession - Board Certified Broker. The BCB designation demonstrates to buyers and sellers that you have achieved a

superior level of knowledge about the business brokerage profession through the successful completion of prescribed education courses and experience in the brokerage profession. In addition, your BCB designation shows that you are committed to maintaining that level of competence through continuing education and furthering the causes of your profession.

TABB Forms

TABB provides a complete list of business forms used by brokers. These forms have been developed by TABB attorneys and are considered invaluable to those in business brokerage. The forms are free-of-charge to members.

♦ **Texas State Securities Board Audit Checklist**

♦ **Standard Business Listing and Services Agreement:** This form is the basis of the brokers' relationship with Seller to list the Seller's business pursuant to an "Exclusive Right to Sell" agency arrangement with the Seller and the business.

♦ **Buyer's Confidentiality and Warranty Agreement:** This agreement is the



How TABB Membership Benefits You

Code of Ethics

The TABB Code of Ethics, which members must abide by to retain their membership in the association, gives confidence to both buyers and sellers that they have chosen a responsible and ethical professional when working with TABB members.

document which the broker has potential buyers sign prior to the time that any information about a particular seller's business is disseminated to that buyer.

◆ **Indemnification and Hold Harmless Agreement:** This is a form the broker will request both the Purchaser and the Seller sign at the closing of the transaction to get the Seller and the Purchaser to acknowledge that the broker has fulfilled the broker's primary function and whereby the Seller and Purchaser agree to leave the broker out of any potential future dispute they might have with respect to the sale of the business.

◆ **Receipt of Information:** This form is used as an acknowledgement by the Buyer that they have received certain information about a business from the broker, that the information is confidential and that the broker has made no independent verification regarding the accuracy of such information.

◆ **Standard Cooperative Broker Agreement:** This agreement employs a co-broker as the subagent of the Seller.

◆ **Privacy Policy:** This form is a Privacy Policy that brokers can use to inform their clients about protecting their privacy, what information you collect and how you use it.

◆ **Owner's Discretionary Earnings Analysis - Exhibit A:** This form is used to recast the Seller's income statement to reflect the true cash flow of the Seller's business.

◆ **Schedule 2 - Additional Terms and Provisions:** This document is a check-

list of additional items that the Seller acknowledges, in writing, the Seller will provide to the broker within 10 days of signing of the document.

◆ **Unanimous Written Consent of Directors and Shareholders:** This document is a corporate resolution authorizing the signing of the listing and selling of the assets.

◆ **Unanimous Written Consent of Members and Managers:** This document is a limited liability company resolution authorizing the signing of the listing and selling of the assets.

◆ **Seller's Disclosure of Property Condition:** Texas Real Estate Commission approved form disclosing the condition of real property.

◆ **Information About Brokerage Services:** Texas Real Estate Commission form disclosing for whom the broker is working.

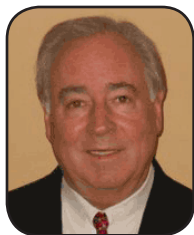
◆ **Standard Co-Brokerage Agreement:** This agreement creates a relationship with a co-broker as a representative of the Buyer and not as a subagent of the Seller.

- > An established code of ethics
- > Access to professional forms developed by the TABB attorney
- > Access to a policy and procedures manual should your firm be audited
- > Use of TABB logo on printed materials
- > Statewide news and information on latest legal and legislative issues
- > Professional certification program - Board Certified Broker
- > Educational programs for business brokers
- > Professional networking opportunities

Professional Connection

Most importantly, TABB is your connection to the profession. The association provides a comprehensive communications/networking package to its members through this web site, email updates to the membership, special mailings, and monthly chapter meetings. Finally, members are allowed to use the TABB logo on their printed materials, telling buyers and sellers that you are a part of the Texas recognized state organization.

2011 Leadership



President
Dominick Caravella, III, BCB
Del Lingco International, Inc.



Austin Chapter President
Dwight Sweeney
Corporate Investment



Vice President
David Parker, MBA, CMEA, Realtor
Murphy Business & Financial Corp.



Dallas Chapter President
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Laurel Johnson
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Doug Ashby
Certified Business Brokers



Treasurer
Peter Healey
Horizon Business Group, LLC



San Antonio Chapter President
David Sweeten
Sweeten & Sutton Brokerage, Inc.



Mike Miller
International Business Exchange



General Counsel
John Willems
Law Office of John C. Willems, III

Joining TABB

Being a TABB member offers many benefits including:

- ♦ An established code of ethics
- ♦ Access to professional forms developed by TABB attorney
- ♦ Use of TABB logo on printed materials
- ♦ Statewide news and information on latest legal and legislative issues
- ♦ Professional certification program - Board Certified Broker.
- ♦ Educational programs for business brokers
- ♦ Professional networking opportunities

TABB is a professional association, and as such, membership is open only to individuals within and affiliated with the business brokerage profession.

There are two membership categories in TABB - **business brokers** and those who provide the business broker profession with products and services, such as bankers, attorneys, CPAs, and others. We call these members **affiliates**.

Joining As A Business Broker

Member. To join this category, you must be an active business broker. There are two dues categories for business brokers. Annual dues for the first broker from your company are \$350. All other brokers joining from your company must pay dues of \$200 per year. Both fees are subject to a one-time orientation fee of \$100 paid at the time you file your application.

Joining As An Affiliate Member.

To join in this category, you must be engaged in providing products and services to Texas business brokers. Annual dues for all affiliate members are \$250, plus the \$100 orientation fee at the time you apply.

Membership Application

Personal Information

full name	company name		
address	city	state	zip code
email	phone	fax	

Membership Category

Category	Description	Annual Dues*	Orientation fee (one time charge)
<input type="checkbox"/> Company	<i>Business broker only.</i> First person to join from a company.	\$350	\$100
<input type="checkbox"/> Associate	<i>Business broker only.</i> Additional member from a company.	\$200	\$100
<input type="checkbox"/> Affiliate	Persons engaged in providing products & services to the business brokerage profession.	\$250	\$100

*TABB membership runs from June 1 - May 31 of each year.

Membership Agreement

By returning this membership application you are indicating that you are in agreeance with the below statements:

- (1) I warrant the information contained herein is true and correct.
- (2) I agree that if approved for membership, I will abide by the Code of Ethics and Rules and Regulations of the association.
- (3) I agree if I cease to be a member of TABB for any reason, I will IMMEDIATELY stop using any TABB, Inc., forms and remove any reference to TABB, Inc., from my published materials, i.e. business cards, website, etc.
- (4) AFFILIATE APPLICANTS ONLY. I represent and warrant that I am not and will not be involved in brokering businesses or in attempting to broker businesses for sale and/or collect a fee for the services.

Business Broker Applicants Only

Qualifying Questions (enter 'yes' or 'no' in the space provided)

- _____ Are you a U.S. Citizen? Or are you in this Country legally?
- _____ Have you been convicted of a felony or pleaded nolo contendere to a felony charge within the last ten years?
- _____ Have you had a judgement taken against you, finding fraud, breach of fiduciary duty or violation of any securities act and/or any State franchise law within the last ten years?

Payment Information

Your application for membership must be submitted with payment of your first year's dues in advance, plus a \$100 orientation fee.

Total to be charged/enclosed: \$ _____ Visa MasterCard AMEX

name as it appears on card	signature of cardholder		
billing address	city	state	zip code
credit card number	expiration date (mm/yy)		

If you would like to enjoy the convenience of **automatic billing**, simply complete the information below. Upon approval, we will automatically bill your credit card for the amount indicated and your total charges will appear on your credit card statement. You may cancel this automatic billing authorization at any time by contacting us.

I authorize TABB, Inc. to automatically bill the credit card listed above as specified:

Amount: \$ _____ Frequency: Monthly Quarterly Semi-Annually Annually

Start billing on: ____/____/____ End billing: Membership expires (May 31) Customer provides written cancellation

If paying by credit card, complete the payment information section above and email this application to sbulak@eami.com. If paying by check, mail both your check and application to TABB Membership, 823 Congress Avenue, Suite 230, Austin, Texas 78701. Questions? Contact the TABB state office at 512.479.0425 or email sbulak@eami.com or jgeorge@eami.com.

TABB is your connection to the business brokerage profession.



For More Information

Contact the Texas Association of Business Brokers state office at 512.479.0425. Feel free to email sbulak@eami.com or jgeorge@eami.com.
823 Congress Avenue, Suite 230 | Austin, Texas 78701 | www.tabb.org

History of TABB

It wasn't until the mid 1940's that major Texas newspapers established a "Business Opportunities" section in the classifieds. In the 1960's this section was separated into "Business Opportunities" and "Businesses for Sale." By 1970 there were less than 600 business brokerage firms in the U.S. and less than 10 such firms in Texas.

Up and through the 1970's business brokerage in Texas, as well as the United States, was for the most part unorganized with no sources of education, no common standards of operation and minimal communication between brokerage firms. There were no standards for adjusting and presenting business financial information and few if any, common methods for valuing businesses.

In 1981, with the initiative of a few brokers in Houston, Texas changed the profession forever by first agreeing to meet and discuss common problems. From these meetings evolved the Texas Association of Business Brokers, which in turn has helped spawn the International Business Brokers Association as well as many regional and State business brokerage associations.

People were now coming into the business brokerage profession from all walks of life and through TABB they were able to draw upon the experience of other members and partake in TABB's expanding educational programs.

Many of the founding brokers are still active in the business and in TABB. They all say that TABB has had a positive influence on the way they do business and our organization is a key reason why they have been successful in business brokerage.

TABB Standards

- Establish a code of ethics for Business Brokers that provides comfort to both Buyers and Sellers that they are dealing with responsible and ethical men and women when working with TABB members
- Provide forms (i.e. listing agreements, buyer confidentiality agreement, standard buyer's fee agreement, indemnification and hold harmless agreement, receipt of information, standard cooperative brokerage agreement) that have been developed by TABB attorneys
- Established and provide the TABB Logo for all members printed materials telling buyers and sellers that members are a part of recognized State organization
- Provide a Membership Directory, which is given to buyers and sellers when contacting the State office of TABB making it a valuable Referral Source
- Provide Internet connection through the TABB Home Page which is broken down by Chapter and each member within the Chapter by name, address, telephone number, and fax number
- Provide Certification to its members (Board Certified Brokers - BCB) which certification program includes tenure, experience, strict adherence to TABB's by-laws and Code of Ethics, and the successful completion and passing of courses and an examination of the educational courses
- Provide Membership with networking through monthly meetings and an annual Convention. The Austin, Dallas/Fort Worth, Houston and San Antonio chapters hold monthly meetings with timely programs relevant to business brokerage. The State TABB organization holds an annual convention with the location moved annually to one of the four major Chapter cities TABB is affiliated with, and has the largest group of members in the International Business Brokers Association (IBBA) whose membership encompasses the US and several Foreign countries. IBBA's educational and global networking opportunities are unsurpassed and TABB has reciprocal agreements for educational courses. The IBBA holds two conferences each year at different locations in the U.S.

