

## Bootcamp Agenda

Cohort 1: July 22-25, 2021  
(Backup Date: July 29 - August 1, 2021)  
Tampa, Florida

### Day 1 - "So You Want to Make an Offer"

1. Valuation
  - a. EBITDA v. SDE v. Net Income
  - b. Multiples
2. Financial Modeling
  - a. Sources & Uses of Capital
  - b. Assumptions & Pro-Forma
  - c. Waterfall
  - d. Returns/Leverage Analysis
3. Deal Structuring
  - a. Stock Purchase v. Asset Purchase
  - b. Entity Selection
  - c. Negotiation Dynamics
4. Letter of Intent
  - a. LOI v. IOI v. Term Sheet
  - b. Seller Notes & Earn-outs
  - c. Working Capital
  - d. Transition / Non-compete / Non-solicit

### Day 2 - "Offer Accepted, Now What?" (Due Diligence)

1. Due Diligence (Financial & Business)
2. Legal Documentation + **Guest Speaker**
  - a. Purchase Agreement
  - b. Transition Agreement
  - c. Lease, Earnout & Other
  - d. Operating Agreement
3. Accounting + **Guest Speaker**
  - a. Tax Structuring / Allocation
  - b. Quality of Earnings
  - c. Add-backs & Working Capital
4. Insurance + **Guest Speaker**
  - a. Business Insurance
  - b. Life Insurance

### Day 3 - "Financing, Case Studies and More"

1. Bank Loan + **Guest Speaker**
  - a. Application Process & Timing
  - b. Term Sheet Analysis
  - c. Choosing a Lender
  - d. Getting through Underwriting
2. Equity Raise
  - a. Typical Investor Terms
  - b. Traditional vs. Self-Funded Terms
  - c. How to Approach Investors
  - d. Best Practices
3. Buying Real Estate
4. Case Studies
5. Searcher Q&A/Live Deal Analysis

### OPTIONAL Day 4: How to Search, Transition and Q&A

1. Search Tips, Tricks and Best Practices
  - a. Your Story: Where is your "edge"?
  - b. Direct v. Intermediary Approach
  - c. LLC, Website, Technology, etc.
  - d. Interns & Advisors
2. **Guest Speaker: Business Broker**
3. How to Transition After Closing
  - a. How to Handle the Seller
  - b. Announcement & Early Days
  - c. Transition Checklist
  - d. Must Do Tasks in Week 1
  - e. Key Pitfalls & Who to Call for Help
4. **Guest Speaker: Local Searcher CEO**
5. Open Q&A