

West Virginia Lottery Commission

900 Pennsylvania Avenue, Charleston, WV 25302



LVL Retailer Corporate Buyout/Ownership Change Application

Corporate Buyout/Ownership Change Guideline

- I.** An unexecuted Purchase Agreement is required to be submitted to the WV Lottery for **pre-approval** prior to a corporate buyout. The purchase agreement should contain:
- a. Name, mailing address and physical address (if different) of business to be sold/purchased
 - b. Name(s), addresses and percentage(s) of ownership of current seller(s)
 - c. Name(s), addresses and percentage(s) of ownership of post-acquisition
 - d. Name(s) of any person(s) not listed as buyer who will have authority to act on behalf of buyer(s) as key or control person(s). See W.Va. Code §179-5-2.5.c. as applicable to transaction
 - e. Type of business – Sole Proprietor, Partnership or LLC
 - f. All DBA names associated with sale/purchase
 - g. West Virginia Lottery license number(s) associated with transaction
 - h. ABCA license number(s) associated with transaction
 - i. Identification of all real and/or intellectual property, goods, services, tradenames, licenses, permits, written agreements and contracts to transfer as a result of the purchase/sale
 - j. List of all assets being purchased
 - k. Source and monetary value of all debt and liability to be assumed by the buyer(s)
 - l. Purchase price and method of payment
 - m. Buyer(s)' source of funding/financing for purchase
 - n. Verification of secured funding/financing from approved credit/lending institution
 - o. Notarized Signature of seller(s) and buyer(s)
 - p. Closing Date

Attachments

- II.** Submit, along with the Purchase agreement, *if applicable*:
- q. Articles of Incorporation
 - r. Corporate Letter
 - s. Bill of Sale
 - t. Board Resolutions

After pre-approval has been received, the buyer must submit, along with the Corporate Buyout application, the following:

- Class "A" Private Club or Non-intoxicating Beer License issued by the WV ABCA
- Business license issued by the WV Secretary of State's office
- West Virginia Business Registration Certificate issued by the WV State Tax Department
- Proof of current workers' compensation coverage, if applicable
- Proof of unemployment coverage with Workforce WV, if applicable
- Unless owned by the applicant, you must provide a copy of the lease/rental agreement for the proposed limited video lottery retail location

Corporate Buyout Guideline - *continued*

- A completed Zoning Compliance form evidencing full compliance with city and/or county zoning laws regarding video lottery
- ADA Compliance
- Individual Release Form and Fingerprint Information Form for each member/officer
- Each new officer and member must be fingerprinted by the West Virginia Lottery for a background check. After you have submitted your application to the Lottery – call 1.800.982.2274, ext. 231 or 1.304.558.0500, ext. 231 to schedule your fingerprint session. Fingerprints obtained by the ABCA for their licensing requirements are not acceptable for use by the WV Lottery. Each officer and member is required to complete an Individual Release.
- If you are utilizing a checking account for your lottery account, you must attach a voided check from the account you are instructing us to use. If you are utilizing a savings account, you must attach a voided deposit slip. **The EFT Form is not needed if you are leasing your machines from an Operator.**

Qualified applicants must also comply with the following:

- Business name and doing-business-as name: Legislative Rule §179-5-33.4 states that a limited video lottery licensed retailer shall not use words commonly associated with gambling in either its corporation name or its doing-business-as name. For questions concerning your entity and/or DBA name, please contact the WV Lottery Licensing Division and speak with Elizabeth Webb, Deputy Director of Licensing, at 304.558.0500 Ext.213.
- If you are an operator who owns a retail establishment you are subject to the laws and regulations for retailers set forth in West Virginia Code §29-22B-1, *et seq.*, and West Virginia Code of State Rules §179-5-1. *et seq.*
- Complete the application in its entirety. Incomplete applications will not be considered and cannot be processed until all required information is received. Forms requiring signatures must include an original signature in blue ink. Signature stamps are not accepted.
- For a list of licensed operators, the Limited Video Lottery Act, Rules, and general information, please visit our website: www.wvlottery.com.

A \$250 non-refundable application fee must be paid at the time of application submission. The WV Lottery accepts the following forms of payment: business check, certified check, cashier's check, or money order. The WV Lottery also accepts credit/debit cards and automated clearing house (ACH) payments made securely on the WV Lottery website. To pay online, please go to www.wvlottery.com. Once there, select "Customer Service" at the top of the home page, then scroll down and select "Licensing." Once on the Licensing page you will see the online payment options in the upper right side. If paying online, your application must include a copy of the payment receipt showing the transaction ID number.

Mail completed application to:

**West Virginia Lottery
Licensing Division
P.O. Box 2067
Charleston, WV 25327-2067**



WEST VIRGINIA LIMITED VIDEO LOTTERY RETAILER CORPORATE BUYOUT/OWNERSHIP CHANGE APPLICATION

PLEASE PRINT OR TYPE. ATTACH ADDITIONAL SHEETS AS NEEDED.

If the applicant is a corporation, partnership or other business entity, the chief executive officer and/or president, directors, members and partners must be United States citizens, and must have filed their state income tax in a timely manner for the four-year period immediately preceding filing the application. Qualifications to be eligible for a limited video lottery license are found in W. Va. Code § 29-22B-504.

1. **\$250 Non-refundable Application Fee – Select Method of Payment**

- Business/Cashier's/Business Check#: _____
- Money Order #: _____
- Online Payment – Transaction ID #: _____ (Include copy of receipt with transaction ID#)

2. Business Organization Name: _____

Doing Business as Name: _____

Location Phone #: _____ Fax #: _____

Location Address: _____ City: _____

County: _____ State: _____ Zip: _____

Mailing Address: _____ City: _____

State: _____ Zip: _____

F.E.I.N (No Social Security #): _____ Workers' Compensation Policy #: _____

3. Type of Business or Organization:

- Sole Proprietorship** – List owner
- Partnership or Joint Venture** – List each general partner, limited partner, or joint venturer.
- Corp. or Subsidiary, Association** – List each officer and director (including those of the parent company or subsidiary.) Also list each stockholder, except if publicly owned. If publicly owned, list all owners and percentage of stock owned by each.
- LLC, LLP** – List each Member, if Member-Managed; or Manager, if Manager-Managed.
- Fraternal** – See Page 14 for additional information required for fraternal/veteran groups.

- Sole Proprietorship
- LLP
- Partnership or Joint Venture
- LLC
- Corporation or Subsidiary
- Fraternal/Veteran IRS Tax Exempt

4. List all names as required per type of business defined above and any executive employee or agent having power to significantly exercise influence in business operations. Each individual listed will also be required to complete the Individual Release.

NAME (Last name, Firstname, M.I.)

NAME (Last name, First name, M.I.)

5. Do any persons listed in response to question four (4) presently hold a West Virginia issued limited video lottery retailer or a limited video lottery operator license?

Yes No If "yes," provide the information in the table below.

	Business Name/DBA Name	Location	License Number
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			
9.			
10.			

* If you are an operator owning or acquiring a retail establishment you are bound by the duties of a retailer as set forth in West Virginia Code §29-22B-1, *et seq.*, and 179 C.S.R. 5, *et seq.*

6. DISCLOSURE STATEMENT (Read Carefully)

I, the undersigned, upon oath, do hereby declare that the foregoing information is true and complete. I authorize the Director of the WEST VIRGINIA LOTTERY or his or her designee, to investigate any matter set forth in the lottery application including, but not limited to, financial records, financial sources, state tax records, and criminal history as necessary for entering into an agreement as a limited video lottery retailer. I will, upon request, execute such additional documents as are required to facilitate this process, including a criminal record check agreement form.

APPLICANT/AUTHORIZED AGENT/TRUSTEE
BUSINESS/ORGANIZATION

Type or Print Name Title

Signature Date

STATE OF WEST VIRGINIA
COUNTY OF _____, to-wit:

Subscribed and sworn to before me, a Notary Public in and for the County and State aforesaid, this
_____ day of _____, 20_____.

(Seal)

My commission expires _____

Notary Signature _____

ABCA License Number _____



INDIVIDUAL RELEASE

Limited Video Lottery

1 FULL NAME: _____ PRIOR LAST NAME(S): _____

HOME PHONE: _____ EMAIL: _____

HOME ADDRESS: _____ DATE OF BIRTH: _____

SOCIAL SECURITY #: _____

2 YOUR RELATIONSHIP TO BUSINESS: _____

JOB TITLE: _____

PERCENT OF OWNERSHIP: _____ PERCENT OF STOCK OWNED: _____

3 PRESENT EMPLOYER: _____

4 U.S. CITIZEN: YES NO (If No, attach details)

Disclosure of WV Lottery Employee Relationship(s):

I hereby authorize any representative of the West Virginia Lottery Commission having this release to obtain information from files or other sources pertaining to the applicant's personal background, including, but not limited to, WV State Tax records, police records, credit records, or any other record applicable to the approval of this application. I hereby direct you to release such information as requested. Should there be any question as to the validity of this release, you may contact me as indicated above.

I confirm that neither I, nor any member of my immediate family, is employed by the WV Lottery. I understand that any connection to employees of the WV Lottery should be disclosed above by the name of the WV Lottery employee and a description of the relationship.

A copy of this release may serve as an original.

(Print Name, Title)

(Signature)

(Date)



West Virginia Lottery Limited Video Lottery ADA Compliance

Upon information or belief, WV Lottery games at this location are accessible to customers with disabilities as required by the Americans with Disabilities Act. Yes No

Name of Location: _____

Address: _____

City, State, Zip: _____

ABCA Number: _____

Signed: _____

Date: _____



EFT Authorization



LVL RETAILER INFORMATION

1. Lottery ID # (to be assigned): _____
2. Retailer Name: _____
3. Address: _____
4. City/State/Zip: _____
5. Telephone Number: _____

FINANCIAL INFORMATION

1. Name of Financial Institution: _____
2. Routing/ABA Number: _____
3. Denote Checking or Savings: Checking Savings
4. Account Number: _____

Must attach a voided check (checking) or deposit slip (savings) from account noted above.

I (We) hereby authorize the State of West Virginia, hereinafter called STATE, to initiate debit and/or credit entries into my (our) account indicated above and the Financial Institution named above, hereinafter called DEPOSITORY, to debit and/or credit the same any amounts owed by or due me (us) to/from STATE. This authority is to remain in full force and effect until the STATE has received WRITTEN NOTIFICATION from me (us) to its termination in such time and in such manner as to afford the STATE and DEPOSITORY a reasonable opportunity to act on it.

(Printed Name)	(Authorized Signature)	(Title)	(Date)
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(Printed Name)	(Authorized Signature)	(Title)	(Date)
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If you have questions about completing this form, please call the WV State Treasurer's Office EFT Division at 304.340.5032.

If you have questions concerning your Lottery account, please call the WV Lottery Commission at 800.982.2274 or 304.558.0500 ext 220.

SEND COMPLETED FORM TO:
West Virginia Lottery
Licensing Division
PO Box 2067
Charleston WV 25327-2067



WEST VIRGINIA LOTTERY WORKERS' COMPENSATION EXEMPTION FORM

**This form should only be completed when a business has no employees*

If your business has zero employees, it is exempt from obtaining Workers' Compensation Coverage. All businesses must register with Workforce WV/Unemployment Compensation by calling 304.558.2677 to determine if they are exempt from Unemployment Compensation.

If you or your business is exempt from Workers' Compensation, please complete below.

Business Name:	
DBA Name:	
Street Address:	
City, State, Zip:	
Employees:	

If at any time your business acquires employees, you must disclose this information to the West Virginia Lottery by supplying the appropriate documentation.

I attest that all information written on this form is true and correct.

Signature: _____ Date: _____



BUSINESS ZONING COMPLIANCE

ZONING COMPLIANCE BY APPLICANT FOR A LIMITED VIDEO LOTTERY RETAILER LICENSE
YOU ARE REQUIRED TO TAKE THIS FORM TO YOUR LOCAL CITY OR COUNTY ZONING OFFICE FOR COMPLETION. PLEASE RETURN THE COMPLETED FORM WITH YOUR APPLICATION.

To: The Building Official of the Municipality of _____
The Building Official of the County of _____
The Clerk or Recorder of the Municipality of _____
The County Clerk/Administrator of the County of _____

Take Notice:

- West Virginia Limited Video Lottery Act [W.Va. Code §29-22B-1902(b)] says:

The provisions of this article preempt all regulations, rules, ordinances and laws of any county or municipality in conflict herewith: Provided That nothing herein shall invalidate any zoning law, or Sunday closing law under article 61-10-1, et seq., of this code.

- The following individual, business, fraternal organization, or veterans organization is applying to the State Lottery Commission for a limited video lottery retailer license within your jurisdiction:

Business Name: _____
Street Address: _____
County: _____
City: _____ State: _____
Zip Code: _____

- Please confirm there is (yes) /is not (no) a zoning ordinance(s) that specifically would prohibit limited video lottery gaming on the premises, or that the limited video lottery gaming on the premises constitutes an allowed non-conforming use of the property under West Virginia Code Chapter, 8A.

If you checked yes, please indicate the law, regulation, rule, ordinance or code prohibiting the use of limited video lottery machines at this location. _____.

I, _____, do hereby certify this is a true city/county zoning confirmation for this "Business Zoning Compliance Form" for the Applicant applying for a Limited Video Lottery Retailer License which was served on this the

_____ day of _____, 20__.

Authorized signature for jurisdiction



Instructions and Requirements for Operator/Owned Locations

Pursuant to West Virginia Code §29-22B-503, *et seq.*, an Operator may also be licensed as a limited video lottery retailer provided the Operator is in compliance with the following requirements:

1. An Operator owns no more than 10 limited video lottery locations.
2. The owner(s) listed on the limited video lottery retailer application must be the same owner(s) listed on the Operator license.
3. All transactional documentation of the purchase of the limited video lottery location(s) must be provided to the WV Lottery.
4. All other qualification for licensure must be met.

FREQUENTLY ASKED QUESTIONS ABOUT ADA

Q: Are there limitations on the ADA's barrier removal requirements for existing facilities?

A: Yes. Barrier removal need be accomplished only when it is "readily achievable" to do so.

Q: What does the term "readily achievable" mean?

A: It means "easily accomplishable and able to be carried out without much difficulty or expense."

Q: How do I determine what ***is*** readily achievable?

A: Determining if barrier removal is readily achievable is a case-by-case judgment. Because removing common barriers can be simple and inexpensive in some cases and difficult and costly in others, the regulations for the ADA provide a flexible approach to compliance. Factors to consider include: (1) the nature and cost of the action; (2) the overall financial resources of the site involved; (3) the number of persons employed at the site; (4) the effect on expenses and resources; (5) legitimate safety requirements necessary for safe operation; and (6) if applicable, the relationship with any parent corporation.

Q: What are examples of the types of modifications that would be readily achievable in most cases?

A: Examples include the simple ramping of a few steps, the installation of grab bars where only routine reinforcement of the wall is required, and similar modest adjustments.

Q: Will businesses need to rearrange furniture and display racks?

A: Possibly. For example, bars may need to rearrange tables in order to permit access to wheelchair users.

Q: Does the ADA require existing buildings and newly constructed facilities to meet the same standards?

A: No. The ADA establishes different requirements for existing facilities and new constructions.

Q: If an area of my store is reachable only by a flight of steps, would I be required to add an elevator?

A: Usually, no. The readily achievable standard does not require barrier removal that requires burdensome expense, and in most cases, installing an elevator would qualify as a burdensome expense.

Q: I have a portable ramp that we use for deliveries – can't I just use that?

A: Yes, you could, but only if the installation of a permanent ramp is not readily achievable. If you use a portable ramp, it should be properly secured and staff should be trained in its safe use.

Q: What if I'm not able to remove barriers at this time due to my financial situation? Does that mean I'm relieved of current responsibilities?

A: No. When you can demonstrate that the removal of barriers is not readily achievable, you must make your goods and services available through alternative methods, if such methods are available and readily achievable. Keep in mind that barrier removal is a continuing obligation that changes as your circumstances change.

Q: When barrier removal is not readily achievable, must alternative steps be taken without regard to cost?

A: No, only readily achievable alternative steps must be undertaken.

Q: Must my business have handicapped-accessible restroom facilities?

A: Not as far as your license with the West Virginia Lottery is concerned. **The Lottery is only interested in making sure that your lottery games are accessible to disabled persons.** That does not mean that as a private citizen you do not have other obligations under the ADA, such as accessibility to your restrooms, but it does mean that the Lottery is not required to assure your compliance in regard to those other obligations in order to grant or renew a license.

Q: I have removed all barriers that are readily achievable, but there are still barriers to my lottery games. Can I honestly say that I am in compliance with the ADA?

A: **Yes. If you have removed all barriers that are readily achievable, then you are ADA-compliant and may so answer on your license form.**

APPLICANT CHECKLIST

Completed Corporate Buyout application	Must be completed in its entirety
\$250 Corporate Buyout Fee (Non-Refundable)	Business Check, Money Order, Official Bank Check
ABCA License *1	Contact the ABCA and change/add the members/officers to your ABCA license. Tell them it is a Corporate Buyout.
WV Secretary of State Business License *2	Contact the Secretary of State and change/add the members/officers to your business license.
Corporate Letter	Stating the minutes and re-distribution of stock in the corporation, signed by the member/officers, and notarized.
Bill of Sale	Seller and Buyer need Notary, Number of Permits, Business Entity being purchased, DBA Name, and Effective Date, including building. Bill of Sale listing all assets and all debts. (Include Rider – Will the debt and liability stay with seller?)
ADA Compliance	Complete Form
Zoning Compliance	A completed Zoning Compliance form evidencing full compliance with city and/or county zoning laws regarding video lottery
Voided check or deposit slip *3	Part of the Electronic Fund Transfer (EFT)
Building Lease Agreement	Lease/Rental Agreement for the location (unless owned by applicant)
WV Tax Business Registration Certificate *4	The certificate with the West Virginia seal in the background.
Workers' Compensation Insurance or Exemption Form *5	Proof of Coverage or Complete the Exemption Form (no employees)
Unemployment Coverage Letter with Work Force WV *6	Call the Unemployment Compensation office for this letter
Individual Release Form and Fingerprint Information Form (each member/officer) *7	Each officer/member is required to be live scanned with The West Virginia Lottery for background check. <i>When you contact the Security Division to schedule an appointment, you may be asked to provide a "control number." Your control number is the last 5 digits of your ABCA Class A license number. You are required to be fingerprinted twice: Once for ABCA and once for the West Virginia Lottery.</i>

*1 WV ABCA 900 Pennsylvania Ave Charleston, WV 25302	*2 Secretary of State State Capitol - Suite 157-K 1900 Kanawha Blvd. E Charleston, WV 25305	*3 WV State Treasurer's Office Grace Gilmore State Capitol Bldg. 1, Rm E-145 1900 Kanawha Blvd, Charleston, WV 25305	*7 WVL - Fingerprint Information Jonie DeBruyn, Security 900 Pennsylvania Ave Charleston, WV 25302
304-356-5500 1-800-642-8208 Fax: 304-957-0306	304-558-6000 1-866-767-8683	304-340-1569 Fax: 304-558-4179	304-558-0500, Ext. 231 E-Mail: jdebruyn@wvlottery.com
*4 WV Tax Department	*5 Workers' Compensation Coverage	#6 Unemployment Compensation	*Charleston Monday through Friday, 9 am. – 4pm <i>(no appointment necessary, it is suggested to call first.)</i> *Northern panhandle, call Jonie DeBruyn to schedule. *Local law enforcement agency - 2 fingerprint cards required to be mailed to the address above with the Fingerprint Information Release form. * If fingerprints are on file with the WVL, an updated Fingerprint Release form is needed to update the record.
304-558-3333 1-800-982-8297	Contact your insurance Company	304-558-2451 To register, contact Status Determination 304-558-2677	

For questions, please contact Marsha Sheets, Licensing Specialist at 304-558-0500, Ext. 278.

PRIVACY NOTICE

USAGE OF SOCIAL SECURITY NUMBERS

This form is included to notify you of our privacy practices and no action is required on your part.

With the exception of Lottery Commissioners, Lottery officers or Lottery employees, the West Virginia Lottery will only ask you for your social security number in the following circumstances:

1. You claim a lottery prize of \$600 or more directly from the Lottery, either by mail or personally at our Charleston or Weirton office. Your social security number is also your tax identification number, and the Internal Revenue Code requires that this prize payment be reported to the IRS along with the winner's tax identification number [Form **W-2G**]¹ or
2. You are a sole proprietor of a business, a partner in a business, or the shareholder of an incorporated business that is a lottery retailer or sales agent, and the Lottery must prepare an IRS [Form **1099**] to report sales commissions received by you along with a tax identification number if that number is also a social security number [Form **1099**]; or
3. You are applying for a lottery license or permit and you must allow the Lottery to capture your fingerprint images to be transported to the FBI's National Criminal Information Center [**NCIC**] for criminal background investigation required by statutory or regulatory authority. This is an FBI requirement; or
4. You have applied for a lottery license or permit and you have been asked to send copies of one or more years of your federal income tax returns in order to determine your credit worthiness for a table games license.²

Disclosure of your social security number should only be made if obtained from you in accordance with Section 7 of the Privacy Act of 1974. Your disclosure is voluntary and failure to provide the number will not subject you to a criminal or civil penalty.

When the West Virginia Lottery obtains your social security number, it will use the number for the purpose(s) cited above. The Lottery will not sell or share this number with any other person or entity, and will decline to make it available in response to any freedom of information request. Only government entities that are authorized to receive and use social security numbers by law will gain access, other than when outside access is ordered by a competent court of record.

If you have any questions or concerns about this privacy notice, or if you wish to submit a complaint regarding the Lottery's privacy policy, please contact the Legal Division at (304) 558-0500 ext. 255.

¹Prize winners of more than \$600 who are unable or unwilling to submit their tax identification number are subject to federal income tax "back-up withholding" of 24% of the prize money.

² Either after the license is issued to the applicant, or if denied, after the applicant has exhausted all appeals, the returns will be taken from the application file and shredded.