

Due Diligence Questions for TSI- 3rd set

General Questions

1. I would like to contact your customer's to discuss TSI and its programs, I would conduct the phone call under the guise that I am your New Sales and Marketing executive that is calling to introduce myself and get feedback on TSI programs and find out what they think about of them, as well as any areas of improvements we can make. Under no circumstance will I mention I am looking to buy the company that is understood here. I must know what your customers perceive your product to be. This will be very beneficial to both of us because it will give me an unfiltered/unbiased view of your products, as well as what your customers perceive it to be and the improvements it might need. Please give me at least 2 contact names and phone numbers of each AdDept customer. I would like the names to be of people that are using the program. I also want 1 or 2 contact names of your top 10 AxN newspaper customers who are using the program.
2. I would like for Mike and Denise to devise a plan together on exactly what we should do to develop an owners manual for the software code of AdDept and AxN. I need to know that there will be a Master book or Index book in place of exactly how the code is comprised. Envision the "Bus theory" for Mike and Tim, what if my wife had to take over the company? Would there be an owners manual of code she could give to someone to start running the company??
3. Denise I would like for you to develop a plan for transitioning the application development side of TSI to Mike. This transitioning will need to occur ASAP so that Mike is very comfortable with the code/programs before the close of the business. I will be taking Mike's position over when I buy the company and you will be with us only 30 days and I do not think that will give us enough time. I will be spending time with you during that 30 day period and I don't think you will have time for both me and Mike so if you start transitioning now then it will make things run smoothly after the sale.
4. Please update me on new projects you expect to bill for in June, July, Aug and Sept., as well as any potential pending projects.

Technical Questions

1. Change control process, how do you control the release of SW changes? How do you validate the changes?
2. Design reviews of changes. Do you have a peer review of any SW change?
3. Do you have design specs for the changes? What documentation do you have for the SW that is available today? Do flow charts exist along with comments in line with the source code?
4. Is there a plan to port over to PC based servers? Why or Why not?
5. Do you do any cross training? How is it documented
6. Are you familiar with “screen scraping software”? This allows you to take old screen based text fields and convert them into a graphical user interface. Mike I would like for you to look into this technology as well as all others out there that we should consider in order to bring the software up to date with a modern looking visual feel. Perception is very big when you demo a product and if it looks old and tired potential new customers may not want to invest in it. Customers may not always tell you what they see or perceive, I know this from 25 years of selling experience.