

FREE RESOURCE

AGREEMENT MANAGEMENT

The Licensing Agreement Essentials Checklist

64 terms every licensing agreement record should capture, so your team can track obligations, approvals and royalties without digging through PDFs.

MADE FOR

Heads of licensing, commercial and legal teams at licensors and agencies



Why agreement data matters

A signed licensing agreement is only valuable if your team can act on it. When key terms live inside a PDF, rates get misapplied, minimum guarantees slip by and approval rules are forgotten.

Use this checklist two ways: when **drafting or reviewing** a new deal, and when **entering a signed deal** into your system of record. If a term is not captured as data, nobody will be reminded about it.

How to use it. Tick each item once it is both agreed in the contract and recorded as a field your team can search, report on and get reminded about. Items marked **OFTEN MISSED** are common sources of revenue leakage and compliance gaps.

1. Parties and contacts

- ☐ Licensor legal entity and signing entity
- ☐ Licensee legal entity, parent company and affiliates covered
- ☐ Agent or agency involved, and their commission terms
- ☐ Named contacts for commercial, approvals, finance and legal
- ☐ Notice addresses and accepted notice methods
- ☐ Approved manufacturers and factories

OFTEN MISSED

2. Property and rights

- ☐ Licensed property, brands and specific marks
- ☐ Style guide and asset versions the licensee may use
- ☐ Exclusive, non exclusive or sole rights
- ☐ Excluded properties, characters or assets
- ☐ Reserved rights kept by the licensor
- ☐ Co branding rules and other IP that may appear

3. Products, territory and channels

- ☐ Licensed product categories and subcategories, ideally against a shared product hierarchy
- ☐ Specific SKUs or product types excluded
- ☐ Territories by country, and any regions excluded
- ☐ Approved sales channels: retail, ecommerce, marketplaces, direct to consumer, promotional
- ☐ Named retailers or accounts that are exclusive or prohibited
- ☐ Language and packaging requirements per territory

OFTEN MISSED

Commercial terms that drive revenue

4. Term and key dates

- ☐ Effective date and signature date
- ☐ Term start and end date
- ☐ Renewal option, conditions and notice deadline **OFTEN MISSED**
- ☐ First ship or marketing date commitments
- ☐ Sell off period length and conditions
- ☐ Reporting and payment due dates per period

5. Advances and guarantees

- ☐ Advance amount, due date and whether it is recoupable
- ☐ Minimum guarantee total and split per year or period
- ☐ Whether shortfalls carry over or cross collateralize across categories
- ☐ MG true up timing and invoice owner **OFTEN MISSED**
- ☐ Currency of the deal and of payment
- ☐ Exchange rate method if reporting in multiple currencies

6. Royalty structure

- ☐ Royalty rate per category, channel and territory
- ☐ Royalty base: wholesale, retail, FOB or landed price
- ☐ Allowed deductions and their cap **OFTEN MISSED**
- ☐ Tiered or escalating rates and their thresholds
- ☐ Direct to retail and FOB specific rates
- ☐ Rates for close outs, samples and promotional giveaways

7. Reporting and payment

- ☐ Reporting frequency and period (monthly, quarterly)
- ☐ Required report format and data fields per SKU
- ☐ Late reporting and late payment interest
- ☐ Withholding tax treatment and certificates
- ☐ Bank details owner and invoicing rules
- ☐ Audit rights: notice, lookback period, cost shifting threshold **OFTEN MISSED**

Protecting the brand and the exit

8. Approvals and brand assurance

- ☐ Approval stages required (concept, pre production, final sample)
- ☐ Review turnaround time and what happens on silence
- ☐ Number of production samples owed per SKU
- ☐ Packaging, marketing and digital assets that need approval
- ☐ Legal lines and trademark notices required
- ☐ Rules for resubmissions and changes after approval

9. Marketing commitments

- ☐ Marketing spend commitment, often as a percentage of sales
- ☐ Launch, retail or event activation obligations
- ☐ Social media and influencer rules
- ☐ Licensor marketing contribution, if any
- ☐ Proof of spend reporting **OFTEN MISSED**

10. Compliance and quality

- ☐ Product safety standards and testing per territory
- ☐ Factory audit and ethical sourcing requirements
- ☐ Sustainability or materials commitments
- ☐ Insurance types, amounts and certificate expiry **OFTEN MISSED**
- ☐ Recall procedure and responsibilities
- ☐ Counterfeit reporting obligations

11. Termination and end of term

- ☐ Termination rights and cure periods
- ☐ Change of control clause
- ☐ Inventory report due at end of term
- ☐ Destruction or return of tooling and assets
- ☐ Final royalty report and audit window after expiry

Five tests for every agreement

Before you sign or file a deal, run these five quick tests. If you answer no to any of them, the agreement will probably cost your team time later.

#	Test	Why it matters
1	Could a new team member find every rate, MG and due date in under two minutes?	Knowledge that sits with one person leaves when they do.
2	Will someone be reminded 90 days before the renewal notice deadline?	Missed notice windows quietly renew weak deals or lose strong ones.
3	Can incoming royalty reports be checked against the contracted rate automatically?	Manual checks are where under reporting goes unnoticed.
4	Do approvals reference the agreement, so you only approve products the licensee is allowed to make?	Approving out of scope products creates channel and category conflicts.
5	Can you see MG shortfall exposure across all deals today, not at year end?	Early visibility lets you act while there is still selling time left.

From checklist to system

Most teams start with a spreadsheet tab per deal. It works until you have dozens of licensees, multiple categories per deal and quarterly reports arriving in different formats. That is the point where a licensing relationship management (LRM) platform pays off: every term above becomes a structured field that drives approvals, royalty validation, reminders and reporting.

Tip: Score your current setup with the free Licensing Readiness Assessment and Licensing Stack Check-up on flowhaven.com, then use the Licensing ROI Calculator to estimate the admin time you could recover.



NEXT STEP

Turn every agreement into data that works for you

See how Flowhaven captures agreement terms once and uses them everywhere: approvals, royalty validation, renewals and analytics, all natively on Salesforce.

[Book a demo](#)

Flowhaven is the licensing relationship management platform built natively on Salesforce, trusted by approx 100 licensors, agencies and brands across sports, entertainment, gaming, music, lifestyle and art.

