



# Dissecting the LAW® 553-CA Retail Installment Sale Contract

February 28, 2008

Hilton Irvine/Orange County Airport

NADC members are invited to attend the California Chapter workshop. The State Bar of California has approved the workshop for 5.25 MCLE credits. Registration is \$375; \$325 for chapter members. Contact the hotel at 949-833-9999 for room rate of \$159, plus tax. Join some of the top California dealer attorneys as they painstakingly analyze the industry standard California retail installment sale contract (the LAW(R) 553-CA). Find out from the experts the proper way to complete and defend the 553 and participate in a "roundtable" discussion regarding future versions. Look for updates at: [www.dealer-counsel.com](http://www.dealer-counsel.com)

Workshop Sponsor



**9:00 - 9:15 am Introduction and History of the California 553 — Andrew Weill, Benjamin, Weill & Mazer and Chapter Chairman**

**9:15 - 10:30 am Part I Front Side Section Analysis — Moderator: Rob Cohen, Auto Advisory Services, Inc; Panelists: Alicia Tortarolo, Hudson Cook, LLP; and Bert Rasmussen, Manning, Leaver, Bruder & Berberich**

Fed Box  
Itemization of Amount Financed  
Total Cash Price  
Accessories  
Doc Fee  
Smog Fee  
Sales Tax  
Theft Deterrent Devices  
Surface Protection Products

Electronic Filing Fee  
Service Contracts  
Prior Credit or Lease Balance  
Gap Contract  
Contract Cancellation Option Agreement  
Other  
Amounts Paid to Public Officials  
License Fees

Registration Fees  
California Tire Fees  
Other  
Amounts Paid to Insurance Companies  
Statement of Insurance Section  
Smog Certification or Exemption Fee

**10:30 - 10:45 am Break**

**10:45 am - 12:15 pm Part 2 Front Side Section Analysis**

Total Downpayment  
Trade in description  
Prior Credit or Lease Balance  
Net Trade In  
Deferred Downpayment  
Other

Cash  
Seller Assisted Loan  
Auto Broker Fee Disclosure  
Seller's Right to Cancel  
Application of Optional Credit  
Insurance

Option Box  
Representations of Buyer  
Notice to Buyer  
Signatures  
Annual Percentage Rate disclosure  
Guaranty Box

**12:15 - 1:15 pm Lunch - Sponsored by Auto Advisory Services, Inc.**

**1:15 - 2:15 pm Back Side Language Analysis — Aaron Jacoby, Venable**

Use of vehicle  
Insurance requirements  
Default provisions  
Warranties of Buyer  
Arbitration clause

**2:15 - 3:15 pm Problems Encountered/Wish List (Desired Changes) Group Discussion Rob Cohen, Alicia Tortarolo and Terry O'Loughlin, Reynolds & Reynolds**

**3:15 pm Concluding Remarks — Andrew Weill**

## Biographies

### **Rob Cohen, Esq., President, Auto Advisory Services, Inc.**

Rob Cohen started with Auto Advisory Services in 1994, was made Managing Partner in 2001, and he became President in 2006. Prior to becoming partner, Rob represented dealers in litigation for four years. Rob specialized in the defense of consumer claims and represented licensees before DMV administrative hearings. He developed a strong background inside dealerships by working as a car salesman and doing F&I during law school. Rob has also served as General Counsel for a large automotive group in Los Angeles. Rob received his B.A. and M.B.A. from the University of California, Irvine and then went on to earn his J.D. from Whittier College, School of Law.

Rob currently serves as Vice President of the National Association of Dealer Counsel (NADC), is editor of Transmission (Auto Advisory Services' monthly newsletter) and The Defender (the NADC newsletter), and has been published in Ward's Dealer Business, Orange County Business Journal and F&I Management and Technology. He is a frequent speaker and trainer on a wide range of subjects pertaining to dealership sales and finance compliance. Rob co-authored the top-selling Automotive Dealership Information Safeguards Manual, the Automotive Dealership Identity Theft Guide, as well as the recently published Vehicle Finance and Compliance Documents Guide.

Recent Seminars: Common But Potentially Dangerous F&I Practices, NADC F&I Workshop, Baltimore, MD, November, 2006; Changes for 2007, Reynolds & Reynolds University Online, November, 2006; F&I Matters, NADC Member Conference, Chicago, IL, April, 2006; Car Buyer's Bill of Rights Training, California (multiple sessions), May-June, 2005; Negative Equity Disclosure, NADC Member Conference, Atlanta, GA, April, 2005

Auto Advisory Services is a leading compliance consulting company. With a client base of nearly 600 dealerships, Auto Advisory Services offers comprehensive sales, finance, advertising, and DMV compliance services. Auto Advisory Services performs over 140 on-site compliance audits each month and the compliance hotline receives approximately 200 calls per week. Auto Advisory Services conducts industry workshops, publishes informative compliance publications and is a contracted second line partner in conjunction with the California DMV's Business Partner Automation program.

### **Aaron H. Jacoby, Partner, Venable**

Aaron Jacoby is Chair of Venable's Automotive Industry Group. He focuses his practice on federal and state regulatory matters, unfair competition, class action and consumer litigation and government investigations affecting the automotive industry. Mr. Jacoby's representation of California's largest dealership groups in a wide variety of both business

and litigation matters over the past eighteen years provides the foundation for counseling clients in strategic planning, business practices, regulatory compliance and litigation avoidance. He has taken the lead role in significant class action and other complex litigation matters affecting retail auto dealers, including the Trygar matter filed against every dealer in the State of California.

Mr. Jacoby devotes his full time and attention to the legal issues facing dealership groups and related entities in the automotive industry. His industry focus and broad-based business and litigation experience enable Mr. Jacoby to counsel his clients on a wide variety of operational issues, and to offer pragmatic solutions to their daily legal challenges.

Mr. Jacoby is a member of the State Bar of California, the Los Angeles County Bar Association and the National Association of Dealer Counsel. He also serves as a member of Venable's Board.

Mr. Jacoby is frequently invited by trade associations, dealer groups and dealer twenty groups to speak regarding automotive industry legal matters.

J.D., University of San Francisco School of Law, 1988  
B.A., University of California, Santa Cruz, 1983

Bar Admissions: California, United States District Court for the Central District of California

Mr. Jacoby is fluent in French and Italian.

### **Terrence J. O'Loughlin, J.D., M.B.A., Director of Compliance Reynolds & Reynolds**

Prior to joining Reynolds in 2006, Terry was employed by the Office of the Attorney General, State of Florida, since 1990, in the Economic Crimes Section. For most of those years he was involved in the investigation and prosecution of automobile dealers, manufacturers, and finance and leasing companies. For the Attorney General, he led a task force which examined in excess of 60,000 motor vehicle files of which Terry has personally examined over 5,000. He settled with over 1,500 vehicle dealers for a total amount in excess of \$15,000,000.00. He was the mediator of Florida's Motor Vehicle Lease Disclosure Act, a statute which he assisted in drafting. He has served as a consultant to the Federal Reserve Board's Leasing Education Committee, an observer/advisor for the Uniform Consumer Leases Act committee, and a consultant to "PrimeTime Live," "Dateline," and various other media and publications. In addition, Terry routinely assisted numerous states agencies nationally regarding motor vehicle fraud. Terry has authored magazine articles for Consumer's Digest, At Home With Consumers, F & I Magazine, Consumer's Research, and Going Places. He was also published in the 1st edition of the Encyclopedia of Finance and Insurance Management.

Terry graduated from the University of Pittsburgh and received his graduate degrees from the University of

Dayton. He is a member of both the Pennsylvania and Florida Bars. Prior to his employment with the Attorney General's Office, he was employed as a public accountant. In addition, Terry was tennis and squash professional in Pittsburgh.

### **Bert Rasmussen**

#### **Manning, Leaver, Bruder & Berberich**

Bert Rasmussen is a partner in the Los Angeles law firm of Manning, Leaver, Bruder & Berberich. Bert represents new automobile, motorcycle, and truck dealers throughout California. His practice focuses on franchise issues between dealers and manufacturers and includes representation of dealers before the California New Motor Vehicle Board. He also regularly presents educational seminars for automotive and motorcycle dealers on legal compliance issues and is one of the authors of the Dealer Management Guide and F & I Compliance Manual, publications of the California Motor Car Dealers Association. He is a 1982 cum laude graduate of Loyola Law School, Los Angeles, California, and received his BA degree in 1980 from UCLA. His professional memberships include the Beverly Hills, Los Angeles County and American (Antitrust and Business Law Sections and Forum of Franchising) Bar Associations; State Bar of California.

### **Alicia H. Tortarolo, Partner, Hudson Cook, LLP, Los Angeles office**

Ms. Tortarolo's practice includes the counseling of financial institutions, financial services companies, and vendors in the areas of consumer lending and retail financial services, including federal and state regulation of automobile financing and leasing programs. She routinely counsels both financial and non-financial companies regarding federal and state law considerations in the establishment and maintenance of information privacy, data security, e-commerce, and direct marketing programs.

Ms. Tortarolo is an active member of the Consumer Financial Services Committee and the Cyberspace Law Committee of the American Bar Association and the Consumer Financial Services Committee of the State Bar of California. She served on the Accredited Standards Committee, X9 Financial Industry Standards, X9CI-Electronic Contracting Automotive Retail Financing-Originations Working Group, and participated in developing the standard for electronic contracting in the automobile finance industry from 2002-2004. She has been active in the programs offered by the Conference on Consumer Finance Law around the U.S., and authored and co-authored several articles for the Quarterly Report. She is a frequent presenter on legal issues affecting motor vehicle lessors at the Association of Consumer Vehicle Lessors' meetings. She serves as an appointed member of the Business Technology Committee of the American Financial Services Association. Ms. Tortarolo was admitted to the California Bar and received her JD from California Western School of Law. She speaks and writes frequently on automobile financing, direct marketing, information privacy and security matters.

### **Andrew J. Weill, Principal, Benjamin, Weill & Mazer**

Benjamin, Weill & Mazer is a leading complex litigation firm in San Francisco. Mr. Weill's practice includes complex business, tax and estate disputes across the nation. He graduated from Yale University in 1973 and obtained his J.D. from University of California, Berkeley (Boalt Hall) in 1976. He is a Certified Specialist in Taxation Law. He is a frequent speaker and writer on tax and litigation issues.