



# TOYOTA MOTOR SALES, USA (TMS)

## Image USA II - Dealer Enrollment Form (Exhibit C)

Date: \_\_\_\_\_

Dealer Name: \_\_\_\_\_

Dealer Code: \_\_\_\_\_

Region/PD& Code: \_\_\_\_\_

Exclusive/Dual \_\_\_\_\_

Other Makes: \_\_\_\_\_

**Relocation:**

Renovate an Existing Building

Construct a New Building

Scope of Relocation (i.e. Sales, Service, TCUV, etc): \_\_\_\_\_

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**Existing Location:**

Renovate an Existing Building

Construct a New Building

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**Dedual:**

De-Dual

**Dealer Information:**

Dealer Principal: _____	Primary Phone Contact #: _____
	E-mail Address: _____
Dealer Responsible Party: _____	Primary Phone Contact #: _____
	E-mail Address: _____

**Property Included in Proposal:**

Dealership

Primary Facility Street Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_ Dual With: \_\_\_\_\_

Secondary Facility Street Address(s): \_\_\_\_\_

Type of Operation: (TCUV, Used, Body Shop, etc.): \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_ Dual With: \_\_\_\_\_

Street: \_\_\_\_\_

Type of Operation: (TCUV, Used, Body Shop, etc.): \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_ Dual With: \_\_\_\_\_

**DEALER PLANNING GUIDE (PG) – UNITS IN OPERATION (U.I.O)**

Attachment (Date): _____	<u>PG</u>	<u>U.I.O</u>
<b>TOYOTA:</b>	_____	_____
<b><u>OTHER (makes):</u></b>	_____	_____
<b>Combined Total:</b>	_____	_____
<input type="checkbox"/> Other make YE sales: _____		
<input type="checkbox"/> Other make Stall Requirement: _____		

## Enrollment Terms and Conditions:

The undersigned authorized Toyota dealer ("Dealer") hereby agrees to enroll in the Toyota Image USA II Facility Program (the "Program") with respect to the dealership facility located at the address(es) identified above ("Dealer Project"). By enrolling in the Program, Dealer agrees to adhere to the Program guidelines outlined during the Dealer Introductory Project Meeting 1, held on **(DATE)** \_\_\_\_\_ and defined in the Dealership Facility Compliance Check List attached as **Exhibit A** to this Agreement (the "Checklist"). The Checklist, which applies the Program guidelines to the Dealer Project, was developed and mutually agreed to by TMS, **(Region)** \_\_\_\_\_ and **(Dealer Name & Code)** \_\_\_\_\_.

Dealer acknowledges that the Image USA II - Process Protocol attached as **Exhibit B** to this Agreement (the "Process") summarizes the process and milestones of designing and building the Dealer Project in compliance with the Program and the Checklist. The Process outlines the respective responsibilities of Dealer, TMS, and TMS' Dealership Design Consultant ("Design Consultant"), during the designing and building of the Dealer Project.

By enrolling in the Program, Dealer authorizes TMS to furnish the design consultation services described in this Agreement and Exhibit B from the Design Consultant ("Program Services") as identified by the project type identified below. TMS will bill Dealer's parts account in the amount specified below for the Program Services.

**NEW FACILITY CONSTRUCTION:**

Dealer Project involves the design of a completely new dealership facility, incorporating all interior and exterior program elements to conform to the Program and Checklist requirements.

**FACILITY RENOVATION:**

Dealer Project involves renovating an existing facility, incorporating all interior and exterior program elements to conform to the Program and Checklist requirements.

### The Program Services fee structure is as follows:

**Facility Type A - Single Building:** A Dealership with Sales (New/Used), Parts and Service functions on one property in a single building.

Fee: \$20,000

Fee includes: One "Before and After" Rendering of the primary sales building elevation (typically the portal elevation); One set of *Site Specific Drawings* (listed below) for one building; One set of *Design Element Documents*

**Facility Type B - Multiple Buildings:** A Dealership facility with Sales (New/Used), Parts and Service functions on one or more properties in multiple buildings (Maximum of three buildings).

Fee: \$26,000

Fee includes: One "Before and After" Rendering of the primary sales building elevation (typically the portal elevation); One set of *Site Specific Drawings* (listed below) for each building; One set of *Design Element Documents*

**Facility Type C - Additional Buildings:** Any one building developed in addition to the "Facility Type A" or any one building developed in addition to "Facility Type B".

Fee: \$\_\_\_\_\_ (Number of Additional Buildings @ \$6,000 each; ex: 2 additional bldgs = \$12,000)

Fee includes: One set of *Site Specific Drawings* (listed below) for one building.

**Total Program Service Fees: \$**\_\_\_\_\_

**Program Services fee requirements and assumptions:**

- Multiple building projects will be incorporated into a single Schematic Design Document.
- Multiple building projects will follow a single process timeline without duplicating tasks.
- Dealer shall provide as-built drawings for all buildings/properties included in a multiple building project per Image USA II requirements.
  
- Fee structure is based upon the assumption that the Project Process as described in Exhibit B for any one Dealer shall be completed within 18 months of the Dealer Meeting 2 described in Exhibit B. Additional fees may be charged if the Dealer Project is not completed within such period.

Prior to enrolling in the Program, the Dealer must furnish "site-verified" CAD "as built" drawings (AutoCAD) representing existing facility and site conditions for the subject facility or facilities (the "Existing Facility Documents") for the Design Consultant's use. Dealer represents and warrants that these documents will be or have been prepared in accordance with TMS requirements previously furnished to Dealer, and that they include the drawings specified below.

**Site and Facility Documentation:**

Site-verified as-built CAD drawings (AutoCAD) for all Dealership facilities, including secondary buildings, to include:

- Site Plan
- Floor Plan(s)
- All Elevations
- Digital photography of the facilities (Exterior all sides, interior showroom and service reception areas)
- Area calculations indicating total; Land, Building, Parking Spaces and Service Stalls per the TMS AutoCAD Formatting Guide.

As the next step in the Project, Toyota representatives and TMS's Design Consultant will meet on-site with the Dealer and Dealer's architect. During this meeting (Meeting 2 in Exhibit B) Design Consultant will begin to develop the preliminary design for the Dealer Project based on the Checklist. If during this meeting, it is determined the Existing Facility Documents are not accurate and must be corrected in order to proceed, the on-site meeting will be rescheduled. Dealer will be responsible for furnishing, at Dealer's sole cost, corrected Existing Facility Documents via the Program Web-Site to TMS' Design Consultant, a minimum of two weeks (10 business days) prior to the rescheduled meeting date. Dealer will also be responsible for additional expenses associated with the Design Consultant's attendance of the rescheduled Meeting 2.

Following initial agreement by the parties on the preliminary designs developed at Meeting 2, Design Consultant will provide a project Schematic Design Proposal (SDP) that includes the following elements:

**Rendering:**

- One "Before and After" enhanced Photo

**Site Specific Drawings:**

- Site Plan
- First Floor Space Plan and Second Floor Space Plan (if applicable)
- First Floor Dimensioned Plan and Second Floor Dimensioned Plan (if applicable)
- First Floor Fixture/Furniture plan and Second Floor Fixture/Furniture Plan (if applicable)
- Four Elevations (Front, Back and Two Sides)
- First Floor Ceiling/Lighting Plan and Second Floor Ceiling/Lighting Plan (if applicable)
- First Floor Materials Plan and Second Floor Materials Plan (if applicable)
- Preliminary area calculations

**Design Element Documents:**

- Lighting, Furniture, Fixture and Finish specifications
- Prototypical Building Documents and Design Elements Package (plans, elevations, details, specifications) for use by Dealer's architect via program web-site

The site-specific CAD drawings and information provided in the SDP will be used by Dealer's architect to develop the Dealership's Design and Construction documents for the Project. Dealer will continue to involve TMS and Design Consultant in the design and building of the Dealer Project as described in Phases 3 and 4 of Exhibit B.

Any materials created by TMS or Design Consultant and furnished to Dealer in connection with the Program or the Program Services are intended to communicate a mutually agreed upon design that will comply with the Program and the Checklist. These drawings are for communication of design intent only and are not suited or intended for construction or fabrication. Neither TMS nor Design Consultant makes any representation that the SDP will address or anticipate any structural, Mechanical, Electrical or Plumbing (MEP), building code or legal, environmental or other issues relating to the Dealer Project. Dealer will be solely responsible for engaging properly licensed architectural, engineering and construction professionals to prepare construction documents and secure all applicable permits for the Dealer Project.

Dealer understands and agrees that upon completion of the Dealer Project and submission of final project documents TMS will provide additional vehicles in accordance with the then current Retail Market Development (RMD) policy (the "Policy"), provided the completed Dealer Project complies with the Program requirements as specified in the Checklist.

<b>DEALER AUTHORIZED SIGNATURE:</b> _____	<b>DATE:</b> _____
<b>REGION/PD AUTHORIZED SIGNATURE:</b> _____	<b>DATE:</b> _____
<b>TMS/RMD AUTHORIZED SIGNATURE:</b> _____	<b>DATE:</b> _____

**Dealer understands and agrees that TMS will not authorize additional vehicles per the Policy unless the completed Dealer Project fully complies with the Image USA II Program requirements and Dealer submits all documentation required by the Policy.**

**DEALER AUTHORIZED SIGNATURE:** \_\_\_\_\_ **DATE:** \_\_\_\_\_

### Additional Contact Information

Region/PD Representative: _____	Primary Phone Contact #: _____ E-mail Address: _____
Dealer Architect: _____	Primary Phone Contact #: _____ E-mail Address: _____
Dealer Contractor: _____	Primary Phone Contact #: _____ E-mail Address: _____
Other: _____	Primary Phone Contact #: _____ E-mail Address: _____

### Project Budget and Schedule:

This information is provided for general use only and is not a commitment to any specific budget or schedule.

<u>Anticipated Investment</u>
Land: _____
Building: _____
<u>Anticipated Schedule</u>
Final Schematic Design: _____
100% Design Development Submittal: _____
Permit Drawing Submittal: _____
Construction Start: _____
Construction Completion: _____
Grand Opening: _____