

ASSOCIATE HANDBOOK



Fitzgerald **AUTO MALLS**
FitzMall.com *Always Low Price* *Since 1966*

CHAIRMAN'S WELCOME

To Our Associates:

Welcome to Fitzgerald Auto Malls. I am pleased you have joined us. The Fitzgerald Automotive Family has been in business since 1966 establishing a reputation of complete customer satisfaction and ethical business standards (see an example of our business philosophy on page 6). I started selling cars in the 1950's, building this company on the principles of honesty, hard work and excellence in customer treatment. Thus, I am proud to say you have come to an automotive company that continues to grow while it remains committed to its past principles of success. I hope you will be a member of our team for a long time.

You will also discover our company has advantages over our competitors, such as our exclusive Buyer's Protection Program, Loaner Car Program, and our posting of one price on all new and used vehicles. We think vehicle sales should be done in a "no haggle" and respectful fashion, a concept to which our Sales Team is committed.

We are very proud of our service and parts departments as well. Cars and trucks today are highly complex machines, and our service technicians, service advisors and parts department associates are accomplished professionals who keep our customers happy. Our company is also composed of administrative and support staff whose work is equally important in our effort to maintain a high level of customer service.

In 2003 we became the first Automotive Group in North America to achieve certification to an international standard for quality, ISO 9001:2000. Our associates worked together using Process Based Management (PBM) to organize ourselves around the customer's experience.

I am happy you have joined the Fitzgerald Automotive Family and confident that your commitment will help contribute to our continued growth and success.

Sincerely,



John J. Fitzgerald, Jr.
Chairman

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Purpose of this Handbook

As an associate of the Fitzgerald Automotive Family (Fitzgerald), you will want to know what you can expect from us and what we expect from you. This Associate Handbook is designed to acquaint you with our company and to serve as a ready reference to answer many of your questions regarding employment with us. You should keep your Associate Handbook as a guide throughout your employment here. If you have any unanswered questions, contact your supervisor or department manager. They will be happy to assist you.

The Associate Handbook will prove to be a valuable tool. However, be aware that the contents represent only a summary of some the Fitzgerald Auto Malls associate benefits, personnel policies, and employment guidelines. For insurance and 401K benefits, refer to the current insurance or 401K plan documents.

The Associate Handbook supersedes the previous Handbook and all previous policies, procedures and practices that may in any way be inconsistent with the contents of this handbook. As new information or changes are generated, you will receive updates for insertion into your Associate Handbook. Be sure to read all new material and place the updates in your handbook to ensure you have an accurate reference for future use.

Finally, no portion of the Associate Handbook is or should be construed as creating any kind of “employment contract”, since Fitzgerald Auto Malls reserves the right to add, change, or delete benefits or policies as it deems necessary, without prior notice. Further, employment with our company is at will. This means that your employment is for no definite duration, that you are free to end your relationship with us at any time without cause or notice and that we reserve the right to do the same. Please understand that no one at our company has any authority to change this status except our Chairman who may do so by signing a formal contract document.

Fitzgerald’s Mission

Our purpose is to meet the transportation needs of individuals, their families, businesses, their owners and the franchisers we represent in the communities where our stores are located as well as on the internet.

We will remain passionate about creating positive long-lasting relationships with our customers. We build these relationships by tapping the knowledge, ideas and energy of our associates to deliver customer service and value that exceed anything past or present.

We believe that dealing in good faith is the worthiest of goals. We recruit, develop and retain associates of exceptional character and dedication by providing a positive and respectful work environment, operating to provide sound fiscal growth and demonstrating our commitment to be a good corporate citizen.

Fitzgerald Auto Mall Quality Policy

Fitzgerald Auto Mall has developed a Quality Policy to capture our thoughts and imagination. Every process that we've developed puts the customer in mind and is measured against our pursuit of our Quality Policy:

“Fitzgerald Auto Mall establishes and maintains successful business relationships with all our customers through our associates. We strive to continually improve the effectiveness of the Fitzgerald system for satisfying customers, which include our sales, service and parts processes.

Our organization is committed to achieve excellence, in our customer's view, while fulfilling our responsibilities to our community, associates, and franchisors and to all with whom we do business.

An excellent customer experience is achieved through the efforts of all members of Fitzgerald Auto Mall, working together.”

Quality Objectives

To complement our Quality Policy, which is somewhat intangible, we have established Quality Objectives that provide us with a clear organizational focus. Our Quality Objectives include:

1. Build customer loyalty through excellent customer service.
2. Be a leader in providing community service in our market area through our child safety seat and child ID programs.
3. Maintain financial stability in order to achieve our objectives in serving customers, our community and future growth opportunities.

Fitzgerald's Goal

Our goal is to achieve excellence, in our customer's view, in service and sales while fulfilling our responsibilities to our community, associates, franchisors, and to all with whom we do business.

Fitzgerald's Business Philosophy

One of the most influential business leaders in modern times was legendary business executive Harold Geneen, commander-in-chief of one of the most complex corporations in the world, International Telephone and Telegraph (ITT) company. Geneen subscribed to the belief he discovered as a young salesperson himself in a book published in 1918 called *A Handbook of Salesmanship Principals* by Norval Hawkins, the first sales manager for Ford Motor Company. That belief was that “to be a good salesman, essentially, you had to be a good man.” It was not the clothes or the sales pitch which made one a good salesman; it was the man himself who gained the confidence of the customer. Hawkins said that a successful salesman had to be “as clean as a hound’s tooth in body, mind, and spirit. He had to be honest and straight.”

Our business philosophy at Fitzgerald Auto Malls embraces this principle for all Fitzgerald associates. Our philosophy is simple. We are all ladies and gentlemen providing service to ladies and gentlemen with respect and dignity. We believe that in order to be good at our work we must first be good people. We also believe that each and every one of us has the responsibility for creating a positive environment for all of us at work. Together we are responsible for making Fitzgerald the best place to work.

Harold Geneen, believed that the success of a company is not all about analysis and data. A company can become great if it has the emotional commitment of its people.

“The key, essential element in all good business management is emotional attitude. The rest is mechanics. As I use the term, management is not a collection of boxes with names and titles on the organizational chart. Management is a living force. It is the force that gets things done to acceptable standards—high standards, if you will. You either have it in a company or you don’t.” – Harold Geneen

We are all part of that living force at Fitzgerald Auto Mall. It’s important for every associate to have the emotional commitment to provide the best service possible for our customers.

“A vision without a task is but a dream. A task without a vision is drudgery. A vision with a task is the hope of the world.” – Bubba

It is also important that your vision of your work life is consistent with the Fitzgerald business philosophy. Please take a few moments and ask yourself the following questions. To embrace the Fitzgerald business philosophy your answer to each of these questions will be “YES”.

- *Do I always tell the truth?*
- *Do I believe that I have the ability to respond to whatever life hands me?*
- *Do I believe that I am responsible for my own success or failure?*
- *Do I believe that I must first be a good person to be a good salesperson, parts, service or administrative person?*

- *Do I sincerely try to think positive thoughts about people?*
- *Do I avoid telling disparaging jokes about other people?*
- *Do I sincerely try to avoid vulgar language always?*
- *Do I always try to treat everyone with respect and dignity regardless of gender, race, physical, social or professional status?*
- *Do I try to be a good listener?*
- *Do I listen to constructive criticism?*
- *Am I considerate of others?*
- *Do I use the words “please” and “thank you” a lot?*
- *Do I smile a lot?*
- *Do I believe that we are all responsible for creating a happy environment at work?*
- *Do I really care?*
- *Do I accept responsibility for doing my part?*
- *Am I truly committed to my work here?*
- *Do I believe in community service as a good corporate citizen?*

Fitzgerald Management System (FMS)

Fitzgerald has developed the Fitzgerald Management System (FMS) for the benefit of all our customers and our associates. The FMS is a Quality Management System registered under the standards of ISO9001: 2000. In order to achieve this registration, several core elements are required of our company:

- *Customer Focus*
- *Continual Improvement*
- *Internal Audit*
- *Corrective & Preventive Actions*

Each department of our organization manages their part of the operation by processes that provide the framework for achieving particular outcomes. In order to benefit our customers, processes cross the traditional boundaries that exist between departments. Exceeding the expectations of customers requires all associates to work together, not just a particular department.

The FMS is stored in electronic version on the intranet at each location. You can reach this intranet by typing “jjfserver” in the address line of a web browser when at a terminal in any of our locations. Once that is complete, simply click on the heading to the left of the screen titled “Fitzgerald Management System” to bring up processes that are documented in flow chart form and work instructions. Your manager will provide assistance to gain access to the intranet.

THE ASSOCIATE RELATIONS PROGRAM

Associate Relations Philosophy

The Fitzgerald Automotive Family stresses the importance of the relationship between associates and management. Because of this, the organization has established an Associate Relations Program administered through the management team at your location in collaboration with the Human Resources Department. As a Fitzgerald associate, you have the freedom and responsibility to discuss any suggestions or concerns you may have, and you should expect a fair and honest answer in return. We strongly urge you to make your supervisor or manager aware of any concern or problem you have or of which you are aware. If you prefer to discuss anything directly with your General Manager or the Human Resource Department, you are encouraged to contact them. Human Resources can be reached locally at (301) 770-7283 or for locations out of state, toll free at (877) 770-7283.

Fitzgerald's Associate Relations Program has been established on the following principles:

- A pay and benefits program that is competitive within the industry.
- A work environment in which people are treated as individuals and are considered for employment and career advancement based on their skills, job performance, and potential to advance without discrimination based on gender, race, color, religion, national origin, age, disability, veteran status, or any other impermissible criteria.
- An employment policy of hiring and promoting the most qualified candidate.
- Open lines of communication to keep associates informed of significant developments, particularly those that affect them.
- Recognition of associate dedication and service.
- Encouragement and opportunity for associates to come to management with problems and questions and suggestions.
- Associate rights are highly respected, and the practice of courteous and fair treatment is honored.

As stated in our business philosophy on pages six and seven, associates at all levels are responsible to help create a happy work environment for each other.

Our Employment Relationship

At Fitzgerald, we believe in teamwork with open, honest dialogue and complete respect for individual dignity. We believe that you will achieve more if you are adequately trained and if you know what is expected of you. We encourage you to be open and honest with your supervisor/manager about any matters relating to your responsibilities and to suggest changes for improving our organization.

Company Hot-Line

While you are encouraged to make your supervisor, manager or general manager aware of any concern or problem you may have, there may be situations when you prefer to contact the company Hot Line. Your call may relate to violations of company policy (e.g. discrimination or harassment) or other situations that you feel should be brought to the attention of the company. In the event you would like to bring something to the attention of the company, please feel free to call the toll free company Hot-Line at (877) 770-7283. These calls will be handled and responded to by the Director of Human Resources who can also be reached at (301) 770-7283. If the Director of Human Resources is unavailable, please leave your name and phone number. Your call will be returned promptly and confidentially.

Your Supervisor/Manager

Your supervisor/manager is your direct link with Fitzgerald's management. You are responsible for discussing with your immediate supervisor any questions you may have regarding your work, as well as Fitzgerald policies, benefits and programs. Your supervisor/manager should welcome your ideas and suggestions. If you know of a better way of doing a job, let your supervisor know. If you have any concerns, we ask that you discuss them with your supervisor as well. He or she may be able to suggest a solution to your concern or refer you to someone who can help.

New Associate Orientation

Your supervisor or manager is responsible for providing you with an appropriate orientation to Fitzgerald Auto Malls and training that will be necessary for you to perform your job. The orientation is a formal welcoming process that is designed to make all our new associates feel comfortable, be informed about the company, and prepared for their position. New associate orientation may be conducted by a Human Resource representative initially, or a supervisor. This orientation includes an overview of the company history, an explanation of the company's core values, Quality Policy, mission and company goals including Quality Objectives. In addition, new associates will be given an overview of benefits, tax and legal issues and complete any necessary paperwork during this general orientation to the company.

At the time of your department orientation with your supervisor you will be presented with codes and keys as appropriate for your position, and any process/work instructions needed to navigate within the workplace. Your supervisor will introduce you to staff throughout your location, review your job responsibilities and the scope of your position, explain the introductory period and help you get started on specific functions. If you have any questions regarding your job duties, please speak with your supervisor or manager.

When You Have Concerns on the Job

The Management staff recognizes that associates may not agree with all of the decisions affecting them or the organization. When you disagree with a management decision, management provides you with the opportunity to have your concern discussed, addressed and resolved. The following steps provide all associates with the opportunity to have their concerns addressed by succeeding levels of management.

Step 1

If you have a concern, please discuss it with your supervisor or manager. During this discussion, please be honest with your supervisor who will listen in a friendly and courteous manner because it is his or her responsibility to discuss and help address your concerns. In most cases, you will be able to address your concerns at this level.

Step 2

If you are unable to resolve your concerns with your supervisor or manager, please see your General Manager. The General Manager will meet with you, obtain all the necessary information regarding the issue from you, and help address your concern in a fair and equitable manner. If you are not comfortable with the suggested solution, you may call or request a meeting with Human Resources, who can be reached locally at (301) 770-7283 or for all locations out of state, toll free at (877) 770-7283. In most cases, concerns not resolved at Step 1 will be resolved at Step 2.

Step 3

Human Resources will discuss your concern with you and all others involved, and after carefully reviewing the facts and circumstances, will provide a suggested solution to your concern.

Step 4

If even after all the above steps you've been unable to resolve a concern, you can confidentially write to either Dottie Fitzgerald or Rob Smith at 11411 Rockville Pike, N. Bethesda MD 20895, or contact them via email at either: dottie@fitzmall.com or Rob Smith robsmith@fitzmall.com.

This process allows every associate the opportunity to discuss his or her concerns with increasing levels of Fitzgerald management. This process has been established to ensure that all associates have the opportunity to have their concerns fully reviewed and considered. It is important to note that all associates, including supervisors, have the right to use this process and that no adverse action will be taken against them for using it. The purpose of this process is to ensure that all Fitzgerald associates are treated fairly.

Our Associate Standards

In an effort to provide a safe and efficient business operation, as well as to promote a comfortable and pleasant working environment, our company maintains associate standards that you are expected to meet. Rules are limited to the minimum necessary. Our company relies on the good judgment and common sense of our associates whenever possible. To provide guidance, we will give you some examples of our expectations. If you need further guidance about how to handle a given situation, consult with your supervisor before you act.

If you fail to meet our standards and in our judgment disciplinary action is required, it may take the form of any of the following actions:

- Verbal counseling
- A written warning or reprimand; or
- Probation;
- Suspension from work without pay;
- Suspension subject to discharge;
- Discharge.

Please remember that Fitzgerald Auto Malls is not required to use any particular disciplinary action prior to discharging an associate. Fitzgerald Auto Malls reserves the right to select any of these actions at any time, as deemed appropriate at the company's discretion. The nature of the disciplinary action will depend upon the conduct of the associate, regardless of whether specified in this handbook, and all the circumstances that are determined to be relevant. By outlining the options above, Fitzgerald Auto Malls does not give up or limit its right to discharge an associate for any reason at any time, with or without notice. Any decision made concerning discipline is final and binding on all concerned.

If you do receive the benefit of associate counseling through disciplinary action, be sure to take advantage of the opportunity to learn from the experience and improve your performance. Our company guidelines concerning associate standards include, but are not limited to, those discussed in the following sections of this Associate Handbook.

Do Not Commit Serious Offenses

As noted earlier in this handbook, your common sense will usually provide a guide as to what conduct is appropriate in most circumstances. There are, however, certain serious offenses that may compel the company to take immediate and severe disciplinary action up to and including discharge without any prior counseling or warning. Some examples of this conduct include, but are certainly not limited to, the following:

1. Failure or refusal to follow the instructions of a supervisor, unless those instructions are in opposition to Fitzgerald's business philosophy of an honest and forthright approach to all business dealings;
2. Insubordination;
3. Sleeping during working hours;
4. Theft, misappropriation, unauthorized possession or removal of customer or company property (including, without limitation: documents, files and copies thereof) or the property of others;

5. Fighting or otherwise threatening, intimidating, coercing or interfering with customers, supervisors, associates, or others;
6. Using obscene, profane or abusive language toward customers, supervisors, co-workers, or anyone else on the premises;
7. Punching the time card/clock or signing in or out for another associate or permitting anyone to do the same for you;
8. Gambling or disorderly conduct while on company property or business;
9. Unauthorized possession or use of explosives, firearms or other weapons while on company premises (including vehicles) or on company business;
10. Excessive absenteeism, tardiness, leaving work early or any similar violation;
11. Failure to report an absence of two days duration or longer, or failing to return from layoff within two days of recall;
12. Unauthorized use of a customer, associate, company or other vehicle;
13. Failure to satisfactorily perform your job;
14. Failure to notify your supervisor promptly when you have completed work assigned to you;
15. Incompatibility with customers, associates, supervisors, or company management;
16. Negligent use or care of customer, associate, or company property;
17. Violation of any safety, health, fire prevention or safety rule, policy, practice or procedure, including but not limited to Federal, State and local laws and regulations such as FTC guidelines, IRS guidelines, etc.;
18. Performing your job in a manner that might or does cause injury to a person or damage to property, machinery, equipment, supplies or other property of the company or others;
19. Violation of any provision of our Equal Employment Opportunity policy, specifically including but not limited to acts of sexual or racial harassment;
20. Possession, use, being under the influence of, consuming, using, transferring, selling or attempting to sell or purchasing or attempting to purchase any form of alcohol during your work day regardless of whether on duty, on company business, or on company premises;
21. Possession of, having present in the body system, being under the influence of, using, consuming, transferring, selling or attempting to sell, purchasing or attempting to purchase controlled substances or other illegal or unauthorized drugs or drug paraphernalia during the work day regardless of whether on company business or premises, or any violation of our substance abuse policy. The taking of a prescribed drug under the direction of a medical practitioner while acting in the course of his or her professional practice and to the extent the prescribed drug is used at the prescribed or authorized dosage level and such level is consistent with the safe performance of your duties is permitted;
22. False, fraudulent, misleading or harmful statements or omissions concerning another associate, our company or its customers or any other statements harmful or disloyal to our company.
23. False, fraudulent, misleading or harmful statements or omissions concerning or relating to your employment application or any other information provided to or requested by the company, as well as any failure to provide such information promptly;

24. An arrest or any other form or type of criminal charge or conviction, depending on the particular circumstances of the offense charged, including but not limited to our judgment as to the potential risk to safety or health of other associates or the safety or security of our premises or property on the premises, property or person of our clients, contractors and the public; and
25. Accepting or engaging in any outside employment with a competitor of our company or competing in any other manner with our company's business, as well as conducting or attempting to conduct any outside business while on our company's time or premises, including the unauthorized use of company materials, tools, machinery, information and equipment for such purposes.

Because this list cannot detail every circumstance constituting serious misconduct, it cannot and should not be considered as outlining the only offenses that could result in immediate termination. You should feel free to discuss with your supervisor any questions you might have about these or any other associate standards as they relate to your conduct while with our company. Please remember that nothing alters your at-will relationship with our company as described in this Associate Handbook.

No Harassment Policy

Fitzgerald Auto Malls is an equal opportunity employer and does not and will not tolerate discrimination or harassment on the basis of race, gender, religion, national origin, sexual orientation, citizenship, age, marital status or physical or mental condition resulting in disability. Harassment on the basis of such personal characteristics is unlawful discrimination. Harassment can include, but is not limited to, verbal conduct such as slurs, jokes, remarks or innuendo, physical conduct and/or the creation of a hostile working environment by behavior which disparages the race, sex, religion or other characteristics of an individual.

Like other forms of unlawful discrimination, Fitzgerald Auto Malls does not tolerate sexual harassment in the work place or in a situation that is work-related. Sexual harassment by co-workers, as well as by supervisors, is prohibited by law. All supervisors and associates share the responsibility for fostering a work place in which associates treat each other with dignity and respect.

Sexual harassment includes:

1. Uninvited or unwelcome sexual advances;
2. Requests for sexual favors, or other acts or words of a sexual nature, accompanied by a promise of favorable job treatment or a suggestion that rejection of the sexual words or conduct would adversely affect the associate's terms and conditions of employment;
3. Any words or conduct of a sexual nature that has the purpose or effect of interfering with an associate's performance of his or her job duties, or which creates an intimidating, hostile or offensive working environment.

Examples of behaviors that are typically unwelcome and personally offensive to associates are:

- (A) Repeated sexual flirtations, advances or propositions;
- (B) Repeated remarks of a sexual nature, crude jokes, graphic or degrading comments about an associate's clothing or appearance, or the display of sexually suggestive pictures or objects;
- (C) Uninvited or non-consented touching, including patting, pinching, or repeated brushing against another's body.

Social encounters or relationships to which both parties consent and well-intended compliments are not sexual harassment. Associates are cautioned, however, that such conduct, particularly statements concerning an individual's physical appearance, may be subject to misinterpretation. All Fitzgerald Auto Malls associates will treat customers and each other with the utmost respect and dignity at all times.

If you are the subject of conduct or harassment of any kind by an associate, customer, or vendor, which you believe is offensive or degrading, tell the harasser that you find the conduct offensive. If it does not stop at once, you should report it immediately to the comptroller, director of operations, or office manager of your company, or alternatively, to Rose Jernigan, Dorothy Fitzgerald, Rob Smith, Bill Cash, or Jack Fitzgerald of JJF Management at (301) 881-4000. If you witness conduct by another which you believe may constitute harassment, you should discuss the situation with one of the before mentioned people.

Any associate who reports an incident of possible harassment or discrimination is assured:

- (A) There will be no retaliation for making such a report.
- (B) The management will investigate the allegation.
- (C) If it appears that this policy has been violated, the offender will be disciplined, or other preventive measure will be taken.

Every effort will be made to conduct the investigation in a manner that will protect the privacy of all concerned. Engaging in such conduct will subject an associate to disciplinary action, up to and including, immediate discharge.

Do not assume that the company is aware of any incident of discrimination or harassment. All associates share the responsibility to bring complaints or concerns about discrimination or harassment to the company's attention so that efforts can be made to resolve the problem.

Introductory Period

All new associates are employed for a 90 calendar-day introductory period. During this time period, your supervisor/manager will discuss what is expected of you and will evaluate your performance as you progress through this period. At the same time, you will begin the opportunity to adjust to Fitzgerald, fellow associates, customers and your new job. Your employment may be terminated at any time during the introductory period, should your performance prove to be marginal or unsatisfactory. Neither this introductory period nor successful completion of the introductory period alters that at-will status you enjoy with our Company. Please consult your supervisor/manager if you have any questions about your introductory period.

No Solicitation Policy

Solicitation of associates during working time by or on behalf of any individual, organization, club, or society is prohibited. The distribution of any literature, pamphlets, or other material in the work area is likewise prohibited. This means associates may not solicit while they are engaged in the performance of work tasks nor may associates engaged in the performance of work tasks be solicited. Our no solicitation policy is enforced in accordance with applicable law.

Associate Communications

Communications are crucial to keeping associates informed. In addition to daily discussions with your supervisor, Fitzgerald Auto Malls provides meetings to add to these daily discussions that you may be required to attend. Information shared during these discussions and meetings includes business updates and operational changes, as well as opportunities for your comments, questions, and suggestions. Additionally, mailings are sent from our chairman, Jack Fitzgerald, directly to your home. There are times when you may find notices or bulletins in the envelope with your payroll check or stub if you have direct deposit. Please take a moment to read these items as they contain information about our company. This communication is provided to you so you will have up-to-date information in a timely manner. You should always feel free to speak to us about any questions you might have concerning the contents of these notices and bulletins.

Associate Suggestions

Your suggestions are welcome at all times. Your supervisor and manager are interested in your opinions and ideas about how to improve operations within the organization. In fact, our practice of Process Based Management at Fitzgerald Auto Malls requires continual improvement. Additionally, the intranet at <http://jjfserver> is a terrific resource for sharing your ideas and suggesting ways to streamline processes. Please feel free to discuss your ideas with your supervisor or manager. You may also call or write Jack Fitzgerald, Rob Smith, Bill Cash, or Dorothy Fitzgerald at JJF Management Services, Inc. 11411 Rockville Pike, N. Bethesda, MD 20895, (301) 881-4000 with any suggestion you might have. JJF Management Services is responsible for helping to manage Fitzgerald Auto Malls.

Language

At Fitzgerald Auto Malls we are thrilled to have associates with abilities to speak many different languages. While we encourage diversity of language, it is important to recognize that English is the primary language that will be used whenever there is a business need. This will include times such as:

1. For communications with customers, co-workers, or supervisors who only speak English.
2. In emergencies or situations in which workers must speak a common language to promote safety.
3. For cooperative work assignments in order to promote efficiency.
4. To enable a supervisor to monitor the performance of an associate whose job duties require communication with co-workers or customers.

Bulletin Boards

Bulletin boards are located in each of the locations. We may use them to post announcements, notices, instructions, and other important information. It is important you check the bulletin board daily and comply with all posted instructions.

Promotions and Transfers

Fitzgerald Auto Malls believes in career advancement for its current associates and attempts to promote from within the company. While Fitzgerald Auto Malls reserves the right to hire the most qualified individual from any source, associates are encouraged to take advantage of in-house opportunities to move up within the company.

Any qualified Fitzgerald associate will be given equal consideration, together with other qualified candidates from outside the company, for transfers and promotional opportunities.

If you meet the minimum qualifications for the position, you will receive consideration for the job.

Equal Employment Opportunity

Fitzgerald Auto Malls is an equal opportunity employer. As such, Fitzgerald recruits, advertises, employs, promotes, transfers, terminates and conducts all of its associate relations activities without regard to race, color, religion, national origin, age, gender, physical or mental disability, sexual orientation, marital status, veteran status, or any other status protected by applicable law. All of our personnel policies and practices are administered in a non-discriminatory manner without limitation to compensation, benefits, training, and education.

WHAT FITZGERALD AUTO MALLS EXPECTS OF YOU

As a Fitzgerald associate, you are expected to use your education, training, and abilities, as well as your good judgment and common sense, to the fullest. Each associate is expected to help us meet our principal goal – providing the best quality service to all of Fitzgerald’s customers. We realize that no one person can meet this goal alone – this is why Fitzgerald encourages a teamwork approach.

As part of the Fitzgerald team, you are expected:

- To make a sincere effort to contribute to a pleasant working environment;
- To treat your fellow associates with dignity and respect; and share the Fitzgerald Business Philosophy outlined on page six of this handbook;
- To do your job to the best of your ability;
- To offer and receive constructive comments and suggestions on how you can improve your performance;
- To approach your work with a positive attitude and a desire to do the best job possible; and
- To comply with the contents of this Handbook as well as with other policies, procedures and practices affecting your employment.

Drug Free Workplace Position Statement

In an effort to address the problems of substance abuse; to ensure the safety of the work environment, associates, and customers; the non-prescription use, sale, possession, distribution, dispensation, manufacture, or transfer of controlled substances or alcohol on company property or elsewhere is strictly prohibited. In addition, the use, sale, possession, distribution, manufacture, or transfer of controlled substances or alcohol on non-working time to the extent that such actions impair an associate’s ability to perform his or her job, or affect the reputation of the Fitzgerald Auto Malls within the general public, or threatens its integrity, are prohibited.

Fitzgerald acknowledges that substance abuse is a serious and complex but sometimes treatable condition/disease that may negatively affect the stability of the organization. The fact that an associate has an alcohol or drug problem is not automatic grounds for termination. Associates are, however, strongly encouraged to seek programs of their choice before such problems affect job performance or result in on-the-job incidents.

Fitzgerald offers all associates information about the dangers of drug abuse in the workplace. Please contact the Human Resources Department if you have any questions.

All associates are expected to:

- Agree to abide by the Policy on Controlled Substances and Alcohol Abuse;
- Agree to notify the Human Resources Department within five days of conviction for any work-related drug violations;
- Understand that the development of performance problems associated with substance abuse or the violation of the Policy on Controlled Substances and Alcohol Abuse will result in disciplinary action, up to and including termination;
- Take responsibility for seeking treatment from available sources for substance abuse/dependency prior to being compromised in the work environment.

Parking

Each Fitzgerald Auto Mall location has varying requirements regarding where associates park their personal vehicle and company demonstrators. All associates must park their vehicles in areas designated by senior management at the location where they work.

If you are visiting another dealership, it is expected that you will not park in areas assigned for customer parking unless you are purchasing a vehicle yourself or are having your vehicle serviced.

Severe Weather Emergencies

You are expected to be available for work during a severe weather emergency and to make every effort to be present for your scheduled shift. While it is not Fitzgerald's intent to require you to take risks that may endanger your safety, you are expected to plan for the additional time that may be needed to travel to work in the event of a severe weather emergency. If you are unable to arrange for transportation, please call your supervisor immediately.

Protection of Valuables

Our insurance does not cover the loss of your personal belongings and we cannot be responsible for their security. Please exercise caution in the handling of your personal belongings.

Name Tags

During your first week of work, all associates will be issued a nametag. Your nametag is important because it is a symbol that you are an associate and helps inform our customers that you can help them. Please wear your nametag at all times while at work. Should you lose your nametag or if it has worn out, please send an email to nametags@fitzmall.com.

Uniforms

Associates who are issued uniforms will be responsible for 100% of the current prevailing charges for their uniforms from Fitzgerald Auto Malls' supply company. Upon termination, you must return all uniforms to your manager. If you fail to return your uniforms upon termination of your employment you are fully responsible for the cost of the uniforms that were issued to you.

Standards of Appearance

Fitzgerald strives to maintain a very high standard in personal appearance and dress. As an associate, you represent the organization. Therefore, it is important that you present a well-groomed appearance at all times and that you dress appropriately for your position. We prefer to rely on every associate's good judgment to dress appropriately for business. This means associates should avoid extremes in dress. Flashy or revealing clothing and other non-business like clothing are unacceptable.

Each department performs different tasks and, therefore, it is up to each department manager to determine what is and is not appropriate attire for that department. If you wear a uniform, please be sure it is kept clean and neat, and shirt tails are tucked in at all times. Associate's who do not meet these standards may be sent home without pay.

Computer Systems – Policy Guidelines

Fitzgerald Auto Malls has a strong commitment to technology and provides a wide range of information technology systems and services. Associates are provided with systems and software that are necessary to complete their work assignments.

General Use Guidelines

The mainframe computer terminals, personal computers, and associated software are the property of Fitzgerald Auto Malls. Associates are not permitted to use their terminals, PC, or the company local network for personal use, personal gain or profit.

Associates are not permitted to install any hardware or install or execute any software products on their desktop systems that have not been approved by the Information Technology Group. Associates are not permitted to maintain any computer files on either floppy diskettes or other media without the permission of the Information Technology Group. If a document is sensitive, associates should adjust the permissions on the files or use a password.

System Security Guidelines and Unauthorized Uses

Associates are responsible for following procedures that avoid compromising systems security. These procedures include establishing passwords that are not easily uncovered and not disclosing passwords to anyone for any reason. Each associate is responsible for all computer related activities under his or her password.

Associates shall not use any additional passwords or encryption methods, or access another associate's files without explicit authorization. Associates should not attempt to gain access to another associate's e-mail messages without permission.

Social Media/Social Networking Policy

Social media; and social networking; has changed the way people work, exchange information and exchange ideas. It is in Fitzgerald Auto Malls best interest to reasonably participate in various forms of Social Media in

an effort to better serve our Customers, Communities, Vendors and Associates. There follows our policy and guidelines for Fitzgerald Associates who participate in Social Media and networking:

Policy and Guidelines

- Know and follow our standards for Associates as stated on our company's Associate Handbook when participating in personal or our business related social media and networking.
- Remember that what you personally publish or post to a blog, wiki, social media platform, or an online social network should not adversely impact Fitzgerald Auto Malls and the Fitzgerald automotive family.
- Social media platforms such as Facebook are not allowed for inter-company communications.
- When participating in a personal social media platform or network, be clear that you are not an official spokesperson of our company. Personal social media platforms and networks should not be used to communicate with our customers and vendors.
- Access to social media platforms and networks while at work will be limited and granted on a case-by-case basis for business activities only. Facebook as an example can be a "time sink" that could prevent you from completing your daily work related duties.
- When participating in our company's social media and networking activities ensure that your content is consistent with our standards. This will include having content cleared by a supervisor, or a person(s) in the company who is responsible for our company-branded social media and network content.
- Always ask for clarification from a supervisor if you are not clear on what is acceptable in terms of social media participation.
- We respect the legal rights of our Associates. In general what you do on your own time is up to you. However, Associate's activities that can impact Fitzgerald Auto Malls business interests and quality policy are a proper focus of company policy and procedure.

Electronic Mail System (e-mail) and Internet Usage

The company electronic mail ("e-mail") system is intended to facilitate business communications only. Although each enrolled associate is provided with an individual account, all messages composed, sent, or received on the e-mail system are, and remain the property of Fitzgerald Auto Malls. The company reserves the right to monitor, access, and disclose as necessary all messages sent over its e-mail system, without regard to content. Effectively, e-mail communications will be treated like any other official company record, e.g., memo with company letterhead.

Personal Use of E-mail/Internet

The e-mail and Internet system is to be used for business purposes only and will be subject to the same ownership, review and content rules as all other business communications. Associates are prohibited to use the e-mail/internet system for any personal use including commercial ventures, religious or other personal causes, or any other outside non-job-related solicitations or use. Associates are prohibited from being involved in any way with using the Internet for illegal activities, text and/or graphic-based sexually explicit images, messages, jokes or cartoons, use of ethnic or religious slurs, racial epithets, or anything that may be reasonably construed as harassing or disparaging to others. Additionally, associates should not download or install any software available from Internet hosts unless the Information Technology Group has previously approved it.

Fitzgerald Auto Malls routinely monitors individual Internet usage, including sites visited and the amount of time logged on.

Content of E-mail Communications

Fitzgerald Auto Malls strives to maintain a workplace free of harassment and is sensitive to the diversity of its associates. Therefore, the e-mail system is not to be used in any way that may be seen as insulting, disruptive, or offensive by other persons. This includes any messages that contain sexual implications, unwelcome propositions of love letters, foul language, off-color jokes, ethnic or racial slurs, or any other message that can be construed to be harassment or disparagement of others based on their sex, race, sexual orientation, age, national origin or religious or political beliefs.

The e-mail system shall not be used to send or receive copyrighted materials, trade secrets, proprietary financial information, or similar materials without prior authorization. Other disallowed e-mail communications include chain letters, political activities, solicitations, advertisements, and attaching unapproved files.

Email is not a confidential or secure means of electronic communication. Because personnel and human resources issues are confidential, and must be treated as such, it is the company's policy that e-mail not be used for the communication of any sensitive personnel issues. Communications regarding personnel or human resources issues should be conducted via a written confidential memo, a phone call, or an in-person discussion.

Inappropriate use of the e-mail/Internet system, through personal use, or use in violation of existing laws or Fitzgerald Auto Mall policies, may result in disciplinary action up to and including termination of employment.

No Smoking Policy

To safeguard the health of our associates, customers, and in order to comply with laws of local jurisdictions, Fitzgerald prohibits smoking inside all Fitzgerald buildings. If you wish to smoke, you may do so outside the building in areas that are not frequented by customers. Smoking is also prohibited in all Company vehicles including all Company demonstrators.

IMPORTANT REGULATIONS

Confidential Information

It is your responsibility to know that only authorized Fitzgerald associates can release any customer or associate information. Release, distribution, misuse, removal or the attempted removal of any lists, records, confidential information, including but not limited to both customer and business information of any nature, including passwords, is prohibited and will subject the associate to appropriate disciplinary action up to and including immediate termination.

Safeguarding Customer Information Policy

Identity theft is likely the fastest growing crime in the United States. Because automobile dealerships routinely collect, process, disclose, administer, and store confidential personal information about customers, they are vulnerable to this type of illegal activity.

Confidential personal information is defined as personal information about a customer that is not available to the general public. Such information includes bank account and credit card numbers, personal income and debtor information. Information of this type is routinely provided on credit applications and other documents produced by the sales department and processed by personnel working in the business office.

Effective May 23, 2003, the Federal Trade Commission began enforcing the Safeguards Rule, which requires automobile dealers and other institutions to establish specific procedures and policies to protect customer's confidential personal information. The requirements are well defined and of the type the government actively enforces. Such being the case, each associate should be aware of his or her role in complying with the federal rules as implemented by the company.

1. Establishment of Secure Document Areas

Under the policy implemented by the company, the business office, F&I office and Cashier Areas are designated as Secure Document Areas. Only personnel trained to handle confidential personal information will have access to these areas.

The purpose of this rule is to limit the number of people who have access to information that the government requires the company to protect. The individuals who will handle confidential personal information will be trained on their duties and responsibilities. If you are not on the roster of those approved to enter a Secure Document area you are not permitted to access those areas and should see a manager if you need information for a business reason from those areas.

2. Limited Access Computer Terminals

Firewalls are being established to limit access to data containing confidential personal information. However, steps are being taken to ensure that the information you need to perform your duties will be available.

3. Document Controls Required

You will still have access to deal folders if needed to perform your duties.

Individuals requiring access to documents that are listed as confidential personal information – such as credit applications, bank call-back sheets, insurance applications and related documents – should make a specific request of the information to an individual authorized to handle confidential personal information. The requested information (not a copy of the document that contains it) will be provided as needed.

The information contained on a customer's driver's license and proof of insurance card is confidential personal information and must be handled by a Secure Document worker and placed either in a deal file if a deal is made, or shredded after the name and address information is captured into our lead management software for tracking purposes. For test drives, copies of driver's licenses must be left with a sales manager at the sales tower who must secure the information until returning, when the information can be dispositioned appropriately depending on if a sale is completed. Working "deal" documents must be secured at all times.

It is important to note that lists such as those containing customer information in the aggregate, that have identifying data with addresses, phone numbers and type of vehicle purchased, is also considered to be confidential personal information and will be treated as such.

4. Vigilance is Asked of All Associates

You are asked to be on the alert for documents containing confidential personal information, or files containing such documents, that are in an unsecured area. If such items are found, they are to be turned over to the business manager or his or her assistant.

You are also asked to be on the alert for any suspicious activity on the part of another person or group who asks you to provide, or secure on their behalf, information that would result in the unauthorized acquisition of confidential personal information. Any such activity should be reported immediately to the office manager or his or her assistant.

Federal Trade Commissions “Do Not Call” Regulation

It is important for all associates to follow regulations that affect the business related to your work environment. To that effort, all associates are expected to comply with the Federal Trade Commission (FTC) “Do Not Call” regulation. Effective October 1, 2003, a new regulation enacted by the FTC makes it illegal for a seller (Fitzgerald) to call a person in an attempt to sell them goods or services if that person’s name is on the FTC’s “Do Not Call” list. The main exception to this ban on sales calls would be if Fitzgerald Auto Malls has an “established business relationship” with that person. An “established business relationship” exists when:

1. The person has purchased, leased, or rented goods or services or otherwise engaged in a financial transaction with us within the eighteen (18) months immediately preceding the date of the call: or
2. The person has made an inquiry or application regarding a product or service offered by us within the three (3) months immediately preceding the date of our call to them.

As Fitzgerald Auto Malls is engaged in the business of selling parts, service and vehicles, customer follow up is important to maintain loyalty. Follow up calls after the sale of vehicle(s) or a service experience is not a violation of this policy because we have an established business relationship.

When making any call to sell a product or service, it is important that you verify that we have an “established business relationship” with that person. The fine for violating the regulation is \$11,000.00 per call. If for any reason, you feel you have to make a sales call to a person where we do not have an “established business relationship,” you must get permission from your manager first. If managers or associates have any questions regarding this policy, please contact corporate counsel at 301-881-4000.

IRS Cash Reporting Rule

Associates are required to follow all regulations regarding IRS Cash Reporting requirements. This regulation most likely affects transactions in the sales departments. Office Managers are primarily responsible to assure the reporting of transactions is compliant with the regulation.

The law states that any person engaged in a trade or business who, in the course of that trade or business, received more than \$10,000 in cash or cash equivalent in one transaction, or two or more related transactions must report such transaction to the IRS by filing Form 8300.

Sales associates should not discuss the cash reporting law with customers at any time or for any reason. All cash reporting inquiries should be referred to the Office Manager or Process Owner for Finance and Insurance (F&I). As the training will demonstrate, it's important to prevent inadvertently structuring transactions which could lead to criminal prosecution for sales associates themselves and serious liability for the dealership as well. See your office manager if you need additional information.

Vehicle Damage

We strive to uphold the highest standards at Fitzgerald when it comes to protecting vehicles in our care that belong to customers or are part of our inventory; they equally require our attention to detail. Damage to any vehicle should be reported immediately to your supervisor. If you are aware or are involved in damage to a customer's vehicle, it is your duty to report this information to management who are responsible to inform the customer as soon as possible.

Management understands that incidents of damage may occur. Associates might be held responsible if damage is frequent or the result of carelessness or recklessness; otherwise, there is no punitive punishment for reporting such damage.

Hazardous Materials

If your job requires that you use hazardous or toxic materials, you are responsible for complying with all current laws, rules, regulations and suggested guidelines regarding the safe handling and disposal of these materials. If you have any questions about the handling or disposal of these materials, please discuss them with your supervisor or manager.

Vehicle Key Security

You are responsible for keys issued to you, and are expected to reimburse the dealership for the cost to replace keys that you may have misplaced or lost. Keys should not be loaned or duplicated without permission. You are expected to exercise caution in handling vehicle keys and must comply with all key security systems.

Customer and Company Vehicles

When driving a company vehicle, it is important to remember you are representing Fitzgerald Auto Malls. Proper observance of all traffic laws and good driving etiquette should be followed at all times. All associates must wear seatbelts whenever they are operating customer or dealership owned vehicles. This requirement is for your own safety.

You are responsible for company and customer vehicles while in your possession or use. If a company or customer's vehicle is damaged, stolen or in any way abused or misused while in the associate's possession, Fitzgerald may be held financially responsible. Depending upon the damage and related circumstances, the associate may be held partially or totally financially responsible for the damage done to the vehicle(s) and/or the deductible imposed by Fitzgerald's insurance carrier.

It is company policy that all sales associates accompany their customers on the test drive. The only exception to this policy is with the permission of management.

Dealer Tags

If you are issued a dealer tag you are responsible for that tag and agree to pay any and all violations against said tag that is assigned to you. A dealer tag is issued to you with the understanding that if you lose the tag, you agree to pay a minimum charge of \$100.00.

Upon termination, either voluntary or involuntary, an associate will immediately, on the day of termination, return his or her assigned tag to the manager and/or payroll office prior to leaving the dealership.

Housekeeping

In order to maintain a high quality work environment for our customers and associates, we ask that you comply with the following housekeeping rules:

- Do not eat or smoke in the showroom or in any other public areas open to customers;
- Do not leave paper or other materials on top of sales or service work areas when they are not attended;
- Always keep demonstrator cars clean and in excellent condition for immediate delivery.
- Never smoke or leave personal items in these vehicles.

Conflict of Interest

We respect your right to privacy outside of work. We do ask that you discuss with your manager any activity that might conflict with your responsibilities to the company. For example, we consider buying and selling automobiles in private a potential conflict of interest. Under no circumstances may an associate sell his or her own vehicle to a customer or refer a customer to another company to buy a vehicle.

We also discourage our full-time associates from working for other employers. If your personal circumstances make it necessary for you to have a second job, please let your managers know. This information will help us avoid conflicts or misunderstandings about your time demands and ensure that our associates aren't working for a competitor or supplier. You must realize that we consider your full-time job with the Fitzgerald Automotive Family your first employment responsibility. We won't accept outside employment as an excuse for poor performance, absenteeism, tardiness or failure to work required overtime. It's just not possible to define all the other circumstances that might be considered unethical or a conflict of interest. The list below lists some additional activities that we think would limit your ability to perform your job in an ethical way:

- Conducting company business with a firm in which you or a close relative has a substantial ownership or interest, without informing management;
- Borrowing money from customers or firms (other than recognized lending institutions) that provide services, materials, equipment or supplies to this company; and
- Divulging confidential company information to any source including civic or professional organizations.

Gifts or Gratuities from Customers and Vendors

The only gifts and gratuities that are allowed to be accepted by associates are those that have been formally approved by management.

Telephone Etiquette and Use

Our telephones are an important sales tool that must be free for business. We ask you to limit the number of personal calls and keep them brief.

In no case may an associate use company telephones to place personal long-distance calls. This will be considered unauthorized use of company property. Any charges traced to an associate will be charged to the associate immediately. Associates should not use phones that are designated for customer use only. In addition, the associate could be subject to disciplinary action, including termination.

Because our customers judge and evaluate us based upon our phone courtesy and professionalism, please comply with the following guidelines:

- Answer the phone politely, identifying the department and yourself.
- If you have to put a caller on hold, don't forget that person. Check back to let the caller know that you're still trying to complete the call or to take a message if the caller doesn't want to continue waiting.
- Transfer calls with an explanation to both the caller and person receiving the transferred call.
- Take accurate messages and phone numbers, and write clearly.
- Return calls promptly when you get phone messages.
- Remember that you represent the Fitzgerald Auto Malls to the caller.

Use of Cell Phones

Do not answer cell phones when you are with a customer. Allow the calls to go to voicemail.

In consideration of our customers and for your safety and the safety of your co-workers, personal cell phone use should be limited to non-working hours or during lunch and break times unless there is a business reason for the use of the cell phone. Some examples of when a cell phone should not be used include, but are not limited to the following situations:

- Using a personal cell phone during working hours
- Using a cell phone while working in the shop on vehicles
- Using a cell phone while driving customer vehicles
- Using a cell phone while driving company vehicles without a hands free device

Your safety, and the safety of those around you are primary concerns when using cell phones for any reason.

Paging System

The paging system is available in most of our dealerships to facilitate communication with associates when we cannot reach them by telephone. The paging system should be used in a professional manner for business communication purposes only. The paging system is not an arena for comedy, pranks, entertainment etc. and those actions may result in disciplinary action.

Attendance

Because your presence is essential to provide the best possible customer service, you must report to work on days you are scheduled. If you must be absent or late for any reason, it is your responsibility to personally contact your supervisor/manager by telephone as soon as you are aware that you will be absent or late. You must notify your supervisor/manager each day that you are absent. Failure to do so may subject you to dis-

ciplinary action. If you are absent for two consecutive days without notifying your supervisor/manager, Fitzgerald may consider this an indication that you have abandoned your job and will terminate you. Because the procedures for handling unscheduled absences may vary by location or department, you will be asked to discuss the specific procedures regarding unscheduled absences or tardiness with your supervisor/manager.

Time Reporting Procedures

Your supervisor or manager will explain your normal work schedule, the usual start and finish times, lunch hours, and break periods. He or she will let you know as far in advance as possible if we need to change your schedule. Sometimes you may be asked to work overtime or through a break period. We will try to give you as much notice as possible depending upon the circumstances, but you are expected to work additional time when asked. Your supervisor or manager must authorize all overtime work in advance.

Your supervisor or manager will also explain the procedure for recording the hours you work. Some associates will be required to use a time clock or their computer terminal while others will use a time sheet. Whichever method is used, time must be recorded daily and accurately. Time cards must remain at the assigned location in the associate's departmental time card rack. If you have any questions about your work schedule or the way you keep track of your time, please ask your supervisor or manager.

Employment of Relatives

Fitzgerald Auto Malls will accept employment applications from relatives of associates. Associates' relatives may not work in the same department under most circumstances. Associates are not normally permitted to supervise their relatives, however, senior management may grant exceptions to this policy.

Job Duties and Responsibilities

Your supervisor/manager is responsible for providing you with specific information about your job duties that are explained during your department orientation process.

Because we are in the business of serving the public, it is every associate's responsibility to ensure that Fitzgerald Auto Malls' commitment to its customers is always honored. On occasion, to help fulfill this commitment you may be required to assist in another area of the company.

Training

Training is an important part of your employment experience with Fitzgerald Auto Malls. Training begins on day one, with an orientation of who we are as an organization and what values are important to both our organization and our customers. It's important to know about our philosophy, our culture and who we are. It's also important for you to know how to perform the specific tasks related to the position for which you've been hired. Training can take place on the job (OJT), with a mentor or supervisor, or even in a classroom. Training records are maintained in the Fitzgerald Management System under Process (P4019) Individual Associate Training Plan, using the JJF server on the IVORY system. Some positions may also require training offered by manufacturers and other outside agencies.

As associates are hired, they are assigned a position code in the accounting department. Each position code has an established curriculum that is required to assure the competency of associates for serving both each other and our customers. You can access your training record through the jjfserver using the "IVORY my training" icon that appears at the top of the jjfserver screen. Supervisors are responsible to assure that their

associates receive the appropriate training for their position and are charged with enrolling associates in training classes available from manufacturers and on the IVORY system.

ASSOCIATE HEALTH AND SECURITY

Injuries on the Job & Workers Compensation

If you are injured or become ill on the job, it is your responsibility to:

- Report all work-related injuries and/or illnesses immediately to your supervisor or manager.
- Comply with treatment procedures ordered by the treating physician.

Please contact your payroll/benefits administrator for more information.

Company Security Inspections

The safety and security of our company's property and premises is very important to all of us. For example, we must have immediate access to all company files and other property. We also must retain our ability to locate missing property promptly and to investigate suspicious activities at our facilities. Therefore, for your protection as well as our company's, we reserve the right to inspect and search all areas of our premises at any time without notice and to question individuals on our premises concerning security matters. These inspections, searches and investigations can include, without limitation, the examination of offices, files, file cabinets, desks, production areas, warehouses, closets, storage areas, tool chests, rest rooms, locker rooms, and all other areas of our facilities and premises as well as the person, vehicles, purses, packages, parcels and other containers of individuals entering, leaving or located on company property. We may conduct these investigations, inspections and searches to detect illegal or unauthorized drugs and drug paraphernalia, alcohol, weapons, removal of company property, or for other reasons at our discretion. For these reasons, we keep duplicates of all keys issued to our associates.

If you are assigned a locker, we ask that you cooperate with us in maintaining company security by providing us with the combination or a spare key. You should understand that, in any event, we reserve the right to remove any lock and inspect the contents of a locker at any time and confiscate all suspected illegal or unauthorized items.

You can also help us in other ways. Please leave valuable items at home. We cannot be responsible for the loss, theft or damage of any property brought on our premises. Additionally, you should report any suspicious activity you observe on our property to your supervisor. Your assistance with our efforts to provide for your and our company's security, including your authorization to conduct security inspections or cooperation with company security inspections, is expected as a condition of your continued employment and is greatly appreciated.

FITZGERALD BENEFITS

Employment Classifications

Full-time associates are associates who are normally scheduled and work thirty (30) or more hours a week. Full-time associates currently are eligible for all of the benefits described in the following section.

Part-time associates are associates who are normally scheduled to work fewer than thirty (30) hours a week. Part-time associates are not eligible to receive company benefits or insurance except for the company's current 401K program.

Temporary associates are hired on a temporary or seasonal basis and are not eligible for any company benefits or insurance.

If you have any questions regarding your status or the benefits for which you qualify, please contact your payroll or benefits administrator. Please remember that nothing in any other section of the Associate Handbook is a guarantee of any particular classification, number of hours per week, or benefits.

Your Pay

Currently, we distribute paychecks bi-weekly on Friday for the hours worked during the previous pay period. Commissions, where applicable, will be paid on a monthly basis. For your protection, we do not release your paychecks to anyone other than you unless you give us written authorization to release them to a specific individual, including your spouse. This authorization will be effective only for the dates or pay periods you specify in the authorization.

Direct Deposit

We offer a direct deposit program. In most cases your paycheck can be deposited automatically in your personal bank account. When you enroll in direct deposit you will receive a pay stub that shows all of your earnings. The check portion will reflect as voided. If you are interested in direct deposit please see your payroll/benefit administrator. They will have you fill out a form and submit a voided check. It may take a few pay periods for direct deposit to take effect.

Payroll Information

It is your responsibility to keep your payroll and benefits administrator up-to-date regarding any changes in your name, telephone number, marital status, number of dependents, the name of the person you would like us to notify in case of an emergency and the beneficiaries for your life insurance and retirement programs. This information is important to our efforts to ensure proper administration of your benefits and to make emergency contacts on your behalf when necessary.

Overtime

Your immediate supervisor/manager must authorize all overtime before it is worked. Please understand that Fitzgerald Auto Malls may require you to work overtime or hours beyond which you are scheduled and that you are expected to do so when asked.

Payroll Deductions

Fitzgerald is responsible for withholding federal social security taxes (FICA, OASDI, Medicare) as well as federal taxes from associates wages. You may also authorize other payroll deductions for insurance plans, retirement plans or other approved reasons. Please see your payroll administrator regarding any questions you may have about payroll deductions.

Fitzgerald Auto Malls reserves the right to automatically deduct from an associates pay for the following: loans, advances on salary or wages, or any indebtedness for which the associate is personally responsible, including expenses for the cleaning and upkeep of associate uniforms.

Company Benefits

Please remember that some, if not all, of the benefits discussed below are described in summary only. Plan documents and booklets are available from Fitzgerald Auto Mall's payroll/benefits administrator. In the event of a conflict in language or interpretation between official plan documents and the summary of this handbook or any other company document, the terms of the plan documents will control.

Insurance Benefits

Fitzgerald Auto Malls currently offer comprehensive health, dental, disability, and life insurance plans for regular full-time associates who work more than 30 hours a week.

Your payroll/benefits administrator will explain applicable eligibility requirements and you'll receive complete plan description when you enroll. If you lose your eligibility to group health insurance because of a reduction in your work hours or discharge for reasons other than misconduct or for certain other reasons, you have the right to continue some coverage for a certain period of time. You will be responsible for paying the complete premium cost plus a small administrative fee if you choose to continue coverage under the company plan. The payroll or benefits administrator at your location can provide you with additional information regarding your rights to continue your health insurance under COBRA.

401K Savings/Retirement Plan

Fitzgerald Auto Malls sponsor a 401K retirement and savings plan for eligible associates to contribute to your financial planning objectives. If you are a full-time or part-time associate who works at least 20 hours per week, have completed at least one year of continuous employment, and are 21 years of age, you are eligible to participate in the plan. You will receive a complete plan description that explains this benefit when you meet eligibility requirements. Please see your benefits administrator with any questions you may have.

Health and Dental Insurance

Fitzgerald currently offers both health and dental insurance coverage. Most full-time associates become eligible for medical and dental insurance coverage on the first day of the month after their first three months of full-time employment. Detailed information on each of these plans, including enrollment requirements and premium payments is provided when you become eligible. It is your responsibility to make an informed choice and to be aware of the coverage each policy offers.

In addition, in compliance with federal law, if you voluntarily or involuntarily leave Fitzgerald (unless terminated for gross misconduct), you have the right to continue your health/dental coverage, if enrolled, based on the federally prescribed guidelines.

Life Insurance

Fitzgerald Auto Malls offer life insurance to full-time associates beginning on the first of the month after three months of full-time employment.

Short-Term Disability

Short-Term disability currently is provided to all full-time associates beginning on the first of the month after six consecutive months of service. Details regarding this coverage are provided when you become eligible.

Long-Term Disability

Long-Term disability currently is provided to all full-time associates beginning on the first day of the month after six consecutive months of service. Details regarding this coverage are provided when you become eligible.

Observed Holidays

- New Year's Day
- Memorial Day
- Independence Day
- Labor Day
- Thanksgiving Day
- Christmas Day

To receive a paid holiday benefit, you must work both the scheduled day before and the next scheduled day after the holiday, or have previously been approved for time off by your supervisor in order to be qualified for the holiday. A paid holiday is not considered as a day worked in calculating overtime for any given week. On occasion an associate will not be able to observe a holiday because of a work assignment. In these circumstances associates (other than salaried associates and sales associates) will be paid their regular base rate for the hours worked on that day in addition to the holiday pay. Salaried associates and sales associates who are asked to work on a recognized Company holiday may select another day off at a time that is mutually convenient for them and Fitzgerald Auto Malls.

The Federal Government schedule is followed when a recognized holiday falls on a Saturday or Sunday. When a company holiday falls during your vacation period, that day will not count as a vacation day. You may extend your vacation period by one day or take the day later at a time convenient to you and Fitzgerald Auto Malls.

Vacation Policy

During the first year of service, depending on the quarter in which you start working at Fitzgerald, full-time associates have the potential to earn vacation days that could be taken during that initial year. You must accumulate three (3) months of service before any benefits are paid.

Full time associates can accumulate vacation based on the following schedule:

Hire/Start Date	Starting Year After 3 mos.	January 1st 1st Full CY After Start	January 1st 2nd Full CY After Start	January 1st 3rd Full CY After Start
Jan 1-Mar 15	3 Days	5 Days	9 Days	10 Days
Mar 16-Jun15	2 Days	5 Days	8 Days	10 Days
Jun 16-Sep 15	1 Day	5 Days	7 Days	10 Days
Sep 15-Nov-30	1 Day	5 Days	6 Days	10 Days
Dec 1-Dec 31	0	3 days	5 Days	10 Days

Each year you must schedule your vacation with a supervisor as far in advance to avoid conflicts with your co-workers. As a general rule the company is busier in the summer months. Coverage during this peak business period is essential. Fitzgerald Auto Malls may ask you to consider scheduling your vacations before or after the summer season. We ask you to remember that we are in the customer service business and need your cooperation because customer needs must come first.

In the Sales Department, the last 10 days of the month are generally the most productive for our sales associates, since many customers make their purchasing decisions during this period. Sales associates are encouraged to schedule time off during the beginning of the month whenever possible.

Sales associate's and technician's vacation pay will be calculated by dividing the previous qualifying twelve month period's income by fifty-two to equal an average week's pay for the first year calculation. All subsequent years use previous calendar year's income for calculating vacation pay.

Vacation time can accrue into the next year provided it is taken at the convenience of the company and when the work load is lower, to a maximum of Five (5) Days with approval before the end of the calendar year.

Associates will not accumulate vacation time or personal time off when on an unpaid leave of absence. You must accumulate three (3) months of service before any benefits are paid. In the event of a separation from the company, vacation will be awarded on a prorated basis.

Personal Time Off

Personal Time Off – Program: Eligibility to use personal time off is limited to regular full-time employees, both salaried and non-salaried, including sales staff. Employees working less than 30 hours a week and temporary employees are not eligible for this program. Employees on a leave of absence and employees who have resigned or been terminated are not eligible to participate or be paid accrued time.

Length of Service Requirements and Accrual Rates;

Initial year of service	Prorated
After 1st full year of service	2 days to be used in year 2
After 2nd full year of service	2 days to be used in year 3
After 3rd full year of service	3 days to be used in year 4
After 4th full year of service	4 days to be used in year 5
After 5th full year of service	5 days to be used in year 6 +

New full time employee's accrual rate is prorated during their initial year of service. New employees earn and are able to use one half day for each three months worked. For example, if an employee begins work on February 19, they will earn 1 and 1/2 days through December 31 of the same calendar year.

After completion of their first year of service, employees continue to accrue and can use personal time off at the rate stated above.

Carry Over: Employees are not permitted to "carry over" personal time off from one year to the next. Non-salaried employees who do not use their personal time off will be eligible to be paid for their unused personal time after the completion of their initial year of service. For example, if a non-salaried employee begins work on March 2, 2005, they become eligible to receive their first payout for their unused personal time off in December 2006.

Personal Time Off – Payout: After completing their initial year of service, non-salaried employees become eligible to be paid for a maximum of one year's accrual. Payment will be made at 75% of the employee's base rate times eight hours. Payouts will be made in increments of one-half day only and will be made on a calendar basis with the first payouts being made in December of 2005. Payout of the personal time off is limited to non-salaried employees only.

Example of Calendar Year 2006

Year Employed	Personal Days	Pay Out
2006	as earned (up to 2)	None
2005	as earned (up to 2)	Pro Rate (after 1 year anniv. until 12/31)
2004	2	Up to 2
2003	3	Up to 3
2002	4	Up to 4
2001 & Prior	5	Up to 5

Length of Service Requirements and Accrual Rates

Start Date

Initial Year	Jan 1 – Mar 15	Earn 2 days Jan 1 of following year
	Mar 16 – Jun 15	Earn 1 days Jan 1 of following year
	June 16 – Sep 15	Earn .5 days Jan 1 of following year
	Sep 16 – Dec 15	Earn 0 days Jan 1 of following year

1 Year of Service Jan 1 Earn 2 days

2 Years of Service Jan 1 Earn 2 days

3 Years of Service Jan 1 Earn 3 days

4 Years of Service Jan 1 Earn 4 days

5+ Years of Service Jan 1 Earn 5 days

Example:

Associates start date is April 10, 2004	
Jan 1, 2005	Associate Earns 1 day
Jan 1, 2006	Associate Earns 2 days
Jan 1, 2007	Associate Earns 2 days
Jan 1, 2008	Associate Earns 3 days
Jan 1, 2009	Associate Earns 4 days
Jan 1, 2010	Associate Earns 5 days

Family and Medical Leave

You may be eligible for family and medical leave if you have worked for our company for at least 12 months and have worked at least 1250 hours during the twelve-month period immediately preceding the request. If you satisfy these requirements, you may be able to take up to 12 weeks of family and medical leave on a continuous, intermittent or reduced leave schedule basis. Family and medical leave may be available for you in the following circumstances:

1. for the birth of a child to you or your spouse;
2. for the adoption of a child by you or your spouse;
3. when it is medically necessary for you to care for a child, spouse or parent with a serious health condition;
4. when medically necessary because of your own serious health condition.

Your family and medical leave year will begin on the day you first take family and medical leave and ends one year later. For example, if you first use family and medical leave on September 14, your family and medical leave will begin on that date and end on September 13 the following year.

Before you may take any unpaid family and medical leave, you must use all of your accrued paid leave including vacation, and personal time off. Paid leave used in this manner will be counted as part of your 12 weeks of family and medical leave.

Thereafter, you will be permitted to take any remaining leave for which you are eligible on an unpaid basis up to the maximum of 12 weeks in a family and medical leave year.

When your need for family and medical leave is foreseeable, you must provide us with notice of your intent to take the leave at least 30 days before the leave is to begin. When the need for leave is not foreseeable, you must provide us with notice of your intent to take the leave as soon as possible. Failure to provide us with timely notice can result in a denial of your request for leave until 30 days after appropriate notice has been given.

When you make a request for family and medical leave, we will require certification that the leave is necessary. We reserve the right to verify this certification by obtaining alternate medical opinions at our expense and at our discretion. We also reserve the right to require recertification of the need for the leave during the leave period as well as reports on your status and intention to return to work. When your family and medical leave ends, we will require you to obtain appropriate certification that you are able to resume work as a condition of your return to work. Failure to provide us with timely certifications or reports as requested can result in a delay in the authorization to take the leave or its cancellation.

Certain benefits will continue while you are out on family and medical leave. If you are paying a portion of these benefits, you must make arrangements with our payroll or benefits administrator to continue payments during any extended periods of leave. Additionally, you will not accrue leave benefits while you are out on an unpaid family and medical leave.

When you return from family and medical leave, you will be placed in the job you had when you began your leave, and/or in an “equivalent” position, which means identical to the original job in terms of pay, benefits and other employment terms and conditions. Please remember that you must supply us with the required certification before you will be permitted to return to work.

Fitzgerald Auto Malls’ family and medical leave policy complies with federal laws and regulations as well as other applicable laws that provide for certain obligations and restrictions that involve you and the company. This summary does not include all of the details and provisions of the policy. If you believe you may be entitled to a family and medical leave, please contact your supervisor, benefits or payroll administrator for further information and the appropriate forms.

Social Security Insurance

Each pay period a percentage of your pay is deducted and matched with an equal amount by Fitzgerald to be sent to the Federal Government for deposit to your Social Security account. If you are not familiar with the retirement and disability benefits provided under Social Security, check with the Payroll Administrator or your local Social Security Office for additional information.

Associate Purchase and Service Discount Program

All associates are encouraged to use Fitzgerald's products and services. Discounts are offered, based upon the following, to full-time associates who have been with Fitzgerald at least 90 days:

In an effort to insure that you, your friends and family receive the best price possible on a vehicle purchase, we have instructed our sales managers to refer your purchase request to designated members of the Management Company. We will do everything to make certain you have been given every consideration possible. Please keep in mind that pricing can be affected by availability of particular models, time on lot, etc. In all cases, direct your request only to the sales manager at your Fitzgerald Auto Malls location. We offer our associates discounts on service labor, parts, and car rental when their personal vehicles need servicing. The discount is 25% off regular customer retail prices. The amount of discount is subject to change. Associates must satisfy all applicable business criteria and requirements for these benefits.

From time to time some manufacturers may offer rebates or incentives on certain models or brands to associates who are employed within a specific dealership. There are a number of restrictions that may apply. These incentives will be made available to associates but are subject to the manufacturers guidelines.

Military Reserve Training

If you are a member of the military reserves and are required to take time off for military training you will be granted time off for such training. You must present a copy of your military orders to your supervisor as soon as you are advised by the military of your training schedule. Associates may use their paid personal time off or vacation time while on military leave or military reserve training. Your supervisor must approve such leave periods.

Jury Duty

An associate who has been summoned for jury duty may be granted administrative leave with pay for such duty. The receipt of a summons or subpoena to report for jury duty must be reported immediately to your supervisor or department manager. Payment for jury duty leave will not exceed eight hours each day and will not be counted in computing overtime and will be paid at the associate's base rate. Payment of jury duty is limited to a maximum of 10 days unless required otherwise by applicable law.

If you are summoned but not selected for a jury, or are released from jury duty prior to the end of your normal work day, you are expected to call your supervisor before returning to work

Bereavement

Fitzgerald Auto Malls recognizes and understands the need for time away from work in the event of a death in your immediate family. You will be allowed up to two days administrative leave with pay (annually) for attending and/or arranging the funeral. Immediate family includes your husband, wife, child, father, mother, brother, sister, aunt, uncle, grandparent, mother-in-law, father-in-law, sister-in-law, and brother-in-law.

Bereavement leave is not counted in computing overtime. Bereavement leave is available to regular full-time associates who have been with Fitzgerald for at least 3 months and will be paid at the associate's base rate.

LEAVING THE FITZGERALD AUTOMOTIVE FAMILY

While we hope you will remain a member of the Fitzgerald Automotive Family for a long time, it may become necessary for you to leave your job. Such a departure can be voluntary or involuntary. An example of a voluntary separation might be that you resign because you are moving from the area. An involuntary separation would occur if Fitzgerald terminates an associate.

In addition, at the time an associate gives written notice of his or her intent to leave Fitzgerald, the supervisor/manager will notify the payroll/benefits administrator so that arrangements can be made for a final paycheck. The final paycheck, processed in the next payroll cycle, can be deposited, mailed or picked up at the discretion of the company. Prior to receiving your final paycheck, it is essential that you have returned all company property and fulfilled all financial obligations to the company.

Lay-Offs and Reduction in Force

Fitzgerald Auto Malls places a high level of importance on the maintenance of a stable staff as a vital part of our overall Associate Relations Program. Stability is also necessary to provide the high quality of customer service that Fitzgerald has demonstrated over the years. Although we cannot guarantee the future, Fitzgerald Auto Malls is very proud of the fact that during the more than thirty five years the organization has been in business, there have been no lay-offs or reductions in force. Continuing to provide outstanding customer service will contribute greatly to Fitzgerald's future ability to support a stable work force.

Exit Interviews

Some candidates that choose to end their relationship with Fitzgerald may be asked to participate in an exit interview. Information gathered through this process is used to promote improvements in Fitzgerald's facilities, services and policies. It also gives associates a chance to reflect on their employment experience at Fitzgerald. A department manager, an associate in Human Resources or an outside third party may conduct exit interviews.

ACKNOWLEDGEMENT OF RECEIPT OF HANDBOOK

I acknowledge that I have received a copy of Fitzgerald Auto Malls *Associate Handbook* and understand that I am responsible for knowing its contents. I further understand that the *Associate Handbook* constitutes only a summary of benefits and an overview of some of the guidelines related to work rules and other company policies and practices and that all company rules, policies, practices, wages and benefits, regardless of whether they are contained in the handbook, may be unilaterally changed, amended, modified, reduced or discontinued by the company at any time in its sole judgment and discretion. I understand that nothing in this handbook or in any other company policy or practice in any way creates an expressed or implied contract of employment or a guarantee of any benefit. I agree that my employment is at-will and for no definite duration, that I can terminate my employment with the company at any time, with or without notice, and that the company reserves the right to do the same.

ASSOCIATE SIGNATURE: _____

PRINTED NAME: _____

LOCATION/DEALERSHIP: _____

DATE: _____

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