



# SUPPLIER CONFIDENTIALITY PLAYBOOK

Ford Motor Company Requirements to Prevent Product & Data Leaks

V1.0 August 2021

# ***Introduction***

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Ford Motor Company's supply base is critical to our ability to deliver world-class vehicles to customers. We value this relationship, and it is a foundation for our success.

One area of the relationship we would like to strengthen is the treatment of confidential pre-production vehicles and prototype properties – both physical and digital.

With that goal, we have created this playbook to help you better understand some of the best practices you should employ to protect your organization from unauthorized leaks while in possession of Ford vehicles and data prior to public release.

This playbook should be viewed as a minimum set of standards you should consider in support of the confidentiality guidelines inherent in Ford's Global Terms and Conditions. Each organization is unique so we would expect you to tailor and to modify these guidelines to ensure a zero-leak environment.

Collectively we invest a great deal of our time and resources to produce exciting vehicles that deliver a sustainable advantage in a hyper-competitive environment. These benefits can be severely diminished or eliminated altogether through accidental or careless disclosure of confidential information.

Thank you for your commitment to upholding confidentiality!

# *Overview/Contents*

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The nature of the Ford/Supplier business relationship is that we must collaborate daily on pre-production vehicle development. In the course of our work, sharing confidential information between our organizations is a necessity.

Many business practices are self-evident such as preventing unauthorized removal of camouflaged prototype vehicles or providing a secure environment with supplier facilities when in possession of Ford parts or properties. Our Ford Global Terms & Conditions also outline our high-level expectations for confidentiality.

However, given the complexity of our businesses and the changing technological environment, we want to go deeper. This document is organized in 6 sections that each represent a minimum standard of requirements.

1. Physical & Environmental Security
2. Organizational & Bailment Requirements
3. Handling of Vehicles, Components, and Parts
4. Requirements for Events and Photo/Film Shoots
5. Information Security Protocol
6. Security Breach – Reaction Plan

# ***1. Physical & Environmental Security***

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The following represent some of the steps suppliers should take to ensure physical and environmental security.

## **Physical Security Perimeter**

- Exterior Surveillance Cameras
  - No more than 10' elevation above ground
  - UHD Quality
  - Increased camera installation in sensitive areas
  - At front entrance to facilities, use a 360 camera to capture vehicles entering and exiting.
- Exterior signage on fence line and exterior doors (clearly stating no photographs or videos taken while on premises)
- Perimeter fencing with wind screen
- Customer separation screening for shared spaces

## **Physical entry controls**

- Company photo badge identification
- Badge access control with surveillance cameras inside confidential areas
- Security access control – access rights (add, change, delete), loss procedure, traceability
- Visitor badge identification worn at all times while on premises
- Visitor sign in logs
- Visitor escorts while on premises
  - No Visitor Access to Sensitive Areas, unless there for a specific purpose on project
  - Obligation to document visitors -- visitors will be obligated to confidentiality. Security and visitor regulations will be published

## **Interior phone/camera/video restrictions**

- Secured on person in confidential areas
  - Tamper evident camera lens stickers
- ✓ **Note that advancements in technology have simplified recording and disclosure of information, especially with the widespread availability of cell phone and social medial platforms. Your internal policies need to be reviewed frequently to keep up with advancements in technology.**

## ***2. Organizational & Bailment Requirements***

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### **Confidentiality Framework:**

- Follow Ford Global Terms and Conditions for Production – Section 16
- Follow Ford Global Terms and Conditions for Non-Production Goods and Services FGT30 – Section 13, 15
- Follow Ford Global Terms for Indirect Solutions – Section 11
- Consider daily confidentiality attestation for Employees / Suppliers entering secure locations
- Adhere to applicable Non-Disclosure Agreements (NDA) as required
- Adhere to applicable prototype vehicle Bailment Agreements when in possession of a Ford vehicle/property
- Ensure that your Sub-Contractors' confidentiality requirements are equivalent to Ford Global Terms & Conditions

### **Organizational Control:**

- Designate a lead contact for prototype security who will be responsible for answering prototype security questions and ensuring prototype protection in all areas of the business
- Utilize email/file encryption and project code names in vehicle communications
- Provide your employees with training on prototype security requirements
- Accompany all maintenance and cleaning personnel when they enter vehicle storage areas.

### **Vehicle/Property Bailment Agreements:**

**All vehicles and/or properties going to a vendor/supplier must have a signed bailment agreement to support off-site non-Ford testing/evaluation or fleet mileage accumulation.**

A bailment agreement is a contract for a vehicle or property loaned to a vendor/supplier for the purpose of performing tests or services in which Ford Motor Company receives benefit. The bailment agreement makes the borrower liable for the vehicle while it is in their possession, whether being used on public roads, in their test facility or on their grounds.

### **Bailment Agreement Structure:**

Reference Ford Global Terms and Conditions for Production (Section 34) and Ford Global Terms and Conditions for Non-Production Goods and Services FGT30 (Section 4).

Please work directly with your Ford product development, program, manufacturing, or vehicle engineering team members to determine the appropriate bailment agreement.

## 2. Organizational & Bailment Requirements

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### Agreement Types:

- **Short-Term**
  - Time span of 1 to 30 days
  - Manager or higher (officer of company) approval is required from borrower
- **Long-Term**
  - Time span of 31 days to 3 years
  - Borrower supplies license plate
    - Obtain an [Appointment of Agent form](#) (to be signed and notarized by Vehicle Control). See example in [Reference](#) section of this document.
    - Title or Certificate of Origin of Vehicle (COV) will be obtained by Vehicle Control for Borrower to get a license plate from their DMV
  - Manager or higher (officer of company) approval and initial in the Protection of Confidential Equipment section is required from Borrower.
  - A Field Test Exemption is required from Vehicle Environmental Engineering if the vehicle will be loaned for more than 6 months

### Bailment Extension Requirements:

*Originally a Short-Term Agreement* – (can be extended up to 2 weeks) a letter from the Supplier on their letterhead stating:

- They agree to the original terms of the contract (include contract number)
- VIN number and description of the vehicle
- Date of return and reason for extension
- Letter must be signed by an officer of their company (manager or higher)

If the vehicle is needed for more than 2 weeks, a new bailment must be submitted

*Originally a Long-Term Agreement* – Can be extended for up to 30 days with the same letter listed above. If the extension is needed for over 30 days, a new contract must be submitted.

## **3. Handling of Vehicles, Components, and Parts**

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### **Vehicles or Properties Requiring Camouflage and Special Handling:**

- Prototype Vehicles: Any vehicle that contains components that are not or have never been fitted to a production vehicle (i.e., BIW, bucks, exterior sheet metal, engine, transmission, and interior features).
- XM Prototype (XM): A prototype vehicle used to develop new P/T and/or vehicle technologies to support vehicle system CAE assessments.
- Attribute Prototype (TPV): Prototype vehicles are typically ground-up or donor builds. Design intent for all Underbody (UN) Content, Chassis, UN Electrical, and P/T Content.
- Verification Prototype (DCV): Prototype vehicles with design Intent for all UN and Upper Body (UP) Content, UP Electrical Content, and P/T Calibration.
- TT- MP2 Launch Vehicles: Per Ford standards Pre-Production (TT through MP2) vehicles will typically not receive camouflage. However, vehicle programs may deviate from this policy on a case by case basis where a public reveal has not yet taken place or by Chief Nameplate Engineer direction. If you are unsure, please clarify with your Ford contacts.

### **Requirements for Test Vehicles**

**Vehicles must be fitted with the specified functional camouflage at all times.**

- Lockable cover: A Cover that fits over the whole vehicle and is secured in place by a locking mechanism to prevent removal.
- Lock code control management policy with single point of contact
- Interior Cover: A cover designed to be placed inside of the vehicle to obscure the view of the key interior features.

### **Key Considerations:**

- ✓ **Vehicles should NOT be left where they are susceptible to being photographed**
- ✓ No interior or exterior camouflage can be removed or adjusted when the vehicle is not in a secure facility
- ✓ Use secured parking lots/garages and lockable car covers when the vehicle is not being driven
- ✓ No weekend or overnight use allowed without Chief Nameplate Engineer approval
- ✓ Never drive with loose camouflage
- ✓ Plan routes on public roads to avoid traffic congestion where possible
- ✓ Ensure that there is enough fuel for your purposes
- ✓ Ensure that the vehicle is in a fit state for the journey to be undertaken.
- ✓ Vehicles must be re-covered during rest periods

### ***3. Handling of Vehicles, Components, and Parts***

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#### **Transportation:**

- Whenever a vehicle is being transported, the vehicle should ideally be boxed and camouflaged.
- Wherever possible, transport by road should be by covered transporters, with camouflage and covers fitted at all times. In cases where this is impractical and the vehicles must be driven on the roads, the planned route should avoid highly populated and high traffic areas except as required by specific testing procedures and driver should avoid unnecessary stops.
- Only approved transport companies may be used
- Designate a specific representative present to oversee the loading and unloading
- Ensure that when the vehicle is unloaded, physical security controls are in place (line of sight, secure building)

**Note: If you have question about these protocols, contact your Ford team members at once for guidance.**



## ***4. Requirements for Events and Photo/Film Shootings***

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If you utilize Ford vehicles or properties for purposes outside of testing, please implement organizational, personnel, and technical security processes to safeguard clinics, meetings, events, marketing, and media.

- Use remote, secret, locations
- Do not photo/film in public
- Ensure a closed set
- No cell phone policy
- Employ NDA agreements with all sub-contractors
- Deploy security measures
  - Advanced team to assess area and plan for security
  - Counter spy measures
  - Daily security briefings
  - Use code names on locations, casting specs, booking sheets, call sheets, union reports etc.
  - Policy to report missing or stolen keys, data, badges, computers, storage devices, materials
  - Password protected Wi-Fi

## ***5. Information Security Protocol***

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Protection of Ford confidential information is not limited to physical vehicles and components. Suppliers must equally protect the associated electronic data related to our new model products. All suppliers should have policies in place to protect information, but please consider the following measures if not already incorporated into your business with Ford.

- Limit access to areas where confidential files are being used
- Don't leave devices unattended or screens unlocked
- Cover editing windows / rooms with blackout curtains
- Email sharing of confidential information should use encryption
- Implement server segmentation with unique passwords
- Content must not be accessible through Wi-Fi
- Utilize antivirus software on machines to prevent Malware (worm intrusion)
- Implement an incident response and data breach policy
- Use a password policy for user accounts
- Use project code names
- File sharing software must be password protected and not forwardable. Passwords should be sent in a separate email from link.
- Discourage use or ability to use memory sticks. Assets stored on removable media must be stored safely when not in use (in a safe within a secure area)
- Backup copies must be encrypted that are sent to offsite secure storage
- Have a corrective action plan process in place for any data/asset breach or leak

## ***6. Security Breaches – Reaction Plan***

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In the unlikely event of security breach, please contact Ford Motor Company immediately. We have resources in place to help mitigate the impact of these events.

Please contact the following Ford personnel:

- The specific program Ford Chief Nameplate Engineer (CNE) or Ford Program Manager
- Your direct Ford Product Development, Vehicle Engineering, Manufacturing, or other contact
- Copy all correspondence to [SpeakUP@ford.com](mailto:SpeakUP@ford.com) (this will go to a team of dedicated Ford team designed to protect Ford assets).

## ***References***

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Another useful 3<sup>rd</sup> party reference document is the guide published by the German VDA organization.

**VDA -- MINIMUM REQUIREMENTS FOR PROTOTYPE PROTECTION (Version 3.0)**

[Minimum Requirements for Prototype Protection - VDA](#)

# Appointment of Agent Form (For Long-Term Bailment)

## APPOINTMENT OF AGENT

*For Licensing & Titling of a Vehicle Only*

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State of \_\_\_\_\_

County of \_\_\_\_\_

Ford Motor Company hereby appoints

\_\_\_\_\_  
(Agent's Name)

Agent's Address: \_\_\_\_\_

\_\_\_\_\_

as its agent to sign legal documents pertaining to  
the licensing and titling only of the unit  
described below which is required to be titled  
and/or registered under the laws of the State of

\_\_\_\_\_ .

Vehicle  
Identification No. \_\_\_\_\_

Year \_\_\_\_\_ Make \_\_\_\_\_

Tag No. \_\_\_\_\_ Test Request No. \_\_\_\_\_

Mileage: \_\_\_\_\_

A false statement in connection with a title  
transaction is a crime.

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Signature of Owner \_\_\_\_\_  
Agent

Title MUST BE filled out to the owner below.

Owner's Address: Ford Motor Company  
Product Development Center  
20901 Oakwood Blvd  
Mail Drop 158  
Dearborn, MI. 48124

Phone No. (313) 805-2756

Dealer License No. A1778

Subscribed and sworn to before me this \_\_\_\_\_ of  
(Day)

\_\_\_\_\_  
(Month) , \_\_\_\_\_ (Year)

\_\_\_\_\_  
Signature of Notary Public

(Previous issues cannot be used.)

W:\FLEET\APPT OF AGENT\AGENT.XLS  
Issue Date: Unknown  
Revision Date: May 21, 2015

Author: Vehicle Control  
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