

# VENDOR AGREEMENT

## (Direct Program)

This Vendor Agreement ("Agreement") is made as of the \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, by and between [NAME OF PURCHASING SERVICE PROVIDER] ("PROVIDER"), having an address of [address] and [NAME OF VENDOR] Vendor), having an address of [address].

### WHEREAS

- A. **WHEREAS** [MASTER FRANCHISOR] is the parent company of PROVIDER, and is the Master Franchisor for Canada of [name of franchise(s)]; and
- B. PROVIDER is the exclusive purchasing service provider for [list affiliates] ("Affiliates"); and PROVIDER is a supplier of approved products and services for [list non-affiliates] ("Non-Affiliates"); and
- C. PROVIDER operates a purchasing service through which Affiliates and Non-Affiliates and other persons or entities included in the program can acquire goods and services necessary or useful to them; and
- D. Vendor is a supplier/provider of [description of Vendor's products] (the "Products") and desires to sell the Products to Affiliates, Non-Affiliates and other persons or entities included in the program (collectively referred to as the "Participants").

**NOW, THEREFORE**, in consideration of the premises and the mutual representations, promises and covenants set forth below, the parties hereto, intending to be legally bound, hereby agree as follows

### 1. TERM OF AGREEMENT

The "Term" of this Agreement shall be for one (1) year, commencing as of the date set forth above, and shall automatically continue in effect from year to year thereafter, unless terminated in accordance with Section 13 of this Agreement.

### 2. OBLIGATIONS OF PROVIDER

PROVIDER agrees to list Vendor in directories and other lists as an authorized Vendor of products.