

**AMENDING AGREEMENT NO. 3
TO THE COMMUNITY TRANSPORTATION
GRANT PROGRAM
TRANSFER PAYMENT AGREEMENT**

THIS AMENDING AGREEMENT NO. 3 shall be effective as of the date of signature by the last signing Party to this Amending Agreement No. 3.

B E T W E E N:

**HIS MAJESTY THE KING IN RIGHT OF ONTARIO AS
REPRESENTED BY THE MINISTER OF TRANSPORTATION**

(the “**Province**”)

- and -

CORPORATION OF THE COUNTY OF MIDDLESEX

(the “**Recipient**”)

WHEREAS The Parties entered into the Community Transportation Grant Program Transfer Payment Agreement, effective as of August 13, 2019 and amended on April 13, 2022, and September 5, 2024. (the “**Agreement**”);

AND WHEREAS There have since been developments in the project that require further changes to the Agreement. The Parties agree, pursuant to Article 4.0 (Amending the Agreement) of the Agreement, to amend the Agreement to reflect a one year extension to the term of the Agreement and thereby enter into this Amending Agreement No. 3 to capture those changes.

NOW THEREFORE: In consideration of the mutual covenants and agreements contained herein and for other good and valuable consideration, the receipt and sufficiency of which are expressly acknowledged, the Province and the Recipient agree to amend the Agreement as follows:

1. Capitalized terms used in this Amending Agreement No. 3 have the meanings ascribed to them in the Agreement.
2. The **Completion Date** is updated to reflect the new date of March 31, 2026.
3. The **Expiry Date** is updated to reflect the new date of September 30 2026.

4. Sub-schedule “C.2” is deleted and replaced with the Sub-schedule “C.2” attached at Appendix A.
5. Sub-schedule “C.3” is updated to reflect that the End Date listed in the fifth column of Table C.3.2 (a) is amended to reflect a one calendar year extension for the following Key Milestones:
 - a. Continue full implementation
 - b. Monitor performance of the microtransit service
6. Sub-schedule “E.1” is deleted and replaced with the Sub-schedule “E.1” attached at Appendix B.
7. Except for the amendments provided herein, all provisions in the Agreement shall remain in full force and effect.
8. The Parties respective electronic signature shall be deemed the legal equivalent of a manual signature. This Amending Agreement No. 3 may:
 - (a) be executed in any number of counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument; and
 - (b) be executed and delivered by scanning the manually signed Amending Agreement No. 3 as a PDF and delivering it by email or other electronic means to the other Parties.

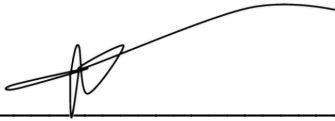
- SIGNATURE PAGE FOLLOWS -

The Parties have executed this Amending Agreement No. 3 on the dates set out below.

HIS MAJESTY THE KING IN RIGHT OF ONTARIO
as represented by the Minister of Transportation

March 25, 2025

Date



Name: Prabmeet Sarkaria
Title: Minister

CORPORATION OF THE COUNTY OF MIDDLESEX

Date

Name:

Title:

I have authority to bind the Recipient.

Date

Name:

Title:

I have authority to bind the Recipient.

Appendix A

“Sub-schedule C.2” PROJECT BUDGET

Table C.2 (a): Intercommunity Project Budget

Community Transportation Grant Program Project Budget									
Recipient Name:	Middlesex County								
CT Project Type:	Intercommunity								
	Year 1 2018-19	Year 2 2019-20	Year 3 2020-21	Year 4 2021-22	Year 5 2022-23	Year 6 2023-24	Year 7 2024-25	Year 8 2025-26	Total Years 1-8
Expenditures	\$ 15,000.00	\$ 371,250.00	\$ 371,250.00	\$ 150,398.15	\$ 348,818.28	\$ 491,717.32	\$ 479,755.44	\$ 479,755.43	\$ 2,707,944.62
CT Program Funding	\$ 15,000.00	\$ 371,250.00	\$ 371,250.00	\$ 150,398.15	\$ 348,818.28	\$ 491,717.32	\$ 479,755.44	\$ 479,755.43	\$ 2,707,944.62
Variance	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Note: Any cost overruns must be funded by the Recipient.									

Table C.2 (b): Local Project Budget

N/A

Appendix B

“Sub-schedule E.1”

PAYMENT PLAN FOR MILESTONES AND REPORTING SCHEDULE

Documents Required for Payment (in addition to the certificate of insurance and copy of the by-law(s) and, if applicable, resolution(s))	Timelines for the Submission of the Documents Required for Payment	Payment No. and Estimated Payment Amount	Estimated Timelines for Payment
Funding Year 1: April 30, 2018 – March 31, 2019			
Non-capital Costs Project status report (PSR), if applicable, as described in Sub-schedule “F.1” (Project Status Report); Interim financial report (IFR), if applicable, as described in Sub-schedule “F.2” (Interim and Final Financial Reports); and Project performance report (PPR), if the service is 100% implemented on or before October 1, 2018, as described in Sub-schedule “F.3” (Project Performance Reports)	Within 60 days after the Effective Date	1A. \$15,000.00	After 60 days of the receipt of the documents required for Funding Year 1 (listed in the 1st column of this row)
Funding Year 2: April 1, 2019 – March 31, 2020			
Non-capital Costs Project status report (PSR), if applicable, as described in Sub-schedule “F.1” (Project Status Report); Interim financial report	Within 60 days after the Effective Date	2A. \$92,812.50	After June 30, 2019 and upon receipt of the documents required for Funding Year 2 (listed in the 1 st column of this row)
		2B. \$92,812.50	After September 30, 2019 and upon approval of the documents

Documents Required for Payment (in addition to the certificate of insurance and copy of the by-law(s) and, if applicable, resolution(s))	Timelines for the Submission of the Documents Required for Payment	Payment No. and Estimated Payment Amount	Estimated Timelines for Payment
(IFR), if applicable, as described in Sub-schedule "F.2" (Interim and Final Financial Reports); and Project performance report (PPR), if the service is 100% implemented on or before October 1, 2018, as described in Sub-schedule "F.3" (Project Performance Reports)			required for Funding Year 2 (listed in the 1st column of this row)
		2C. \$92,812.50	After December 31, 2019 and upon approval of the documents required for Funding Year 2 (listed in the 1st column of this row)
		2D. \$92,812.50	After March 31, 2020 and upon approval of the documents required for Funding Year 2 (listed in the 1st column of this row)
Mid-year Project report using a form provided by the Province	On or before October 31, 2019		
Capital Costs Copy(ies) of the paid invoice(s) for capital purchases, including vehicles; and Request for payment form for capital costs using a form provided by the Province	Within 30 days of the issuance of the paid invoice(s)	2X. \$0.00	After 60 days of the approval of the documents required for the payment 2X (listed in the 1st column of this row)
Funding Year 3: April 1, 2020 – March 31, 2021			
Non-capital Costs Project status report (PSR) as described in Sub-schedule "F.1" (Project Status Report); Interim financial report	On or before the later of April 30, 2020 or within one year from the Effective Date	3A. \$92,812.50	After June 30, 2020 and upon receipt of the documents required for Funding Year 3 (listed in the 1st column of this row)
		3B. \$92,812.50	After September 30, 2020 and upon approval

Documents Required for Payment (in addition to the certificate of insurance and copy of the by-law(s) and, if applicable, resolution(s))	Timelines for the Submission of the Documents Required for Payment	Payment No. and Estimated Payment Amount	Estimated Timelines for Payment
(IFR) as described in Sub-schedule "F.2" (Interim and Final Financial Reports); and Project performance report (PPR), if the service is 100% implemented on or before October 1, 2019, as described in Sub-schedule "F.3" (Project Performance Reports)			of the documents required for Funding Year 3 (listed in the 1st column of this row)
		3C. \$92,812.50	After December 31, 2020 and upon approval of the documents required for Funding Year 3 (listed in the 1st column of this row)
		3D. \$92,812.50	After March 31, 2021 and upon approval of the documents required for Funding Year 3 (listed in the 1st column of this row)
Mid-year Project report using a form provided by the Province	On or before October 31, 2020		
Capital Costs Copy(ies) of the paid invoice(s) for capital purchases, including vehicles; and Request for payment form for capital costs using a form provided by the Province	Within 30 days of the issuance of the paid invoice(s)	3X. \$0.00	After 60 days of the approval of the documents required for the payment 3X (listed in the 1st column of this row)
Funding Year 4: April 1, 2021 – March 31, 2022			
Non-capital Costs Interim financial report (IFR) as described in Sub-schedule "F.2" (Interim and Final Financial Reports);	On or before April 30, 2021	4A. \$37,599.53	After June 30, 2021 and upon receipt of the documents required for Funding Year 4 (listed in the 1st column of this row)

Documents Required for Payment (in addition to the certificate of insurance and copy of the by-law(s) and, if applicable, resolution(s))	Timelines for the Submission of the Documents Required for Payment	Payment No. and Estimated Payment Amount	Estimated Timelines for Payment
and Project performance report (PPR) as described in Sub-schedule "F.3" (Project Performance Reports)		4B. \$37,599.54	After September 30, 2021 and upon approval of the documents required for Funding Year 4 (listed in the 1st column of this row)
		4C. \$37,599.54	After December 31, 2021 and upon approval of the documents required for Funding Year 4 (listed in the 1st column of this row)
		4D. \$37,599.54	After March 31, 2022 and upon approval of the documents required for Funding Year 4 (listed in the 1st column of this row)
Mid-year Project report using a form provided by the Province	On or before October 31, 2021		
Capital Costs Copy(ies) of the paid invoice(s) for capital purchases, including vehicles; and Request for payment form for capital costs using a form provided by the Province	Within 30 days of the issuance of the paid invoice(s)	4X. \$0.00	After 60 days of the approval of the documents required for the payment 4X (listed in the 1st column of this row)
Funding Year 5: April 1, 2022 – March 31, 2023			
Non-capital Costs Interim financial report (IFR) as described in Sub-	On or before April 30, 2022	5A. \$87,204.57	After June 30, 2022 and upon receipt of the documents required for Funding Year 5

Documents Required for Payment (in addition to the certificate of insurance and copy of the by-law(s) and, if applicable, resolution(s))	Timelines for the Submission of the Documents Required for Payment	Payment No. and Estimated Payment Amount	Estimated Timelines for Payment
<p>schedule "F.2" (Interim and Final Financial Reports); and</p> <p>Project performance report (PPR) as described in Sub-schedule "F.3" (Project Performance Reports)</p>			(listed in the 1 st column of this row)
		5B. \$87,204.57	After September 30, 2022 and upon approval of the documents required for Funding Year 5 (listed in the 1 st column of this row)
		5C. \$87,204.57	After December 31, 2022 and upon approval of the documents required for Funding Year 5 (listed in the 1 st column of this row)
		5D. \$87,204.57	After March 31, 2023 and upon approval of the documents required for Funding Year 5 (listed in the 1 st column of this row)
Mid-year Project report using a form provided by the Province	On or before October 31, 2022		
<p>Capital Costs</p> <p>Copy(ies) of the paid invoice(s) for capital purchases, including vehicles; and</p> <p>Request for payment form for capital costs using a form provided by the Province</p>	Within 30 days of the issuance of the paid invoice(s)	5X. \$0.00	After 60 days of the approval of the documents required for the payment 5X (listed in the 1 st column of this row)
Funding Year 6: April 1, 2023 – March 31, 2024			
<p>Non-capital Costs</p> <p>Interim financial report</p>	On or before April 30, 2023	6A. \$171,559.84	After June 30, 2023 and upon receipt of documents required for

Documents Required for Payment (in addition to the certificate of insurance and copy of the by-law(s) and, if applicable, resolution(s))	Timelines for the Submission of the Documents Required for Payment	Payment No. and Estimated Payment Amount	Estimated Timelines for Payment
(IFR) as described in Sub-schedule "F.2" (Interim and Final Financial Reports); and Project performance report as described in Sub-schedule "F.3" (Project Performance Reports) Service sustainability plan (SSP) as described in Sub-schedule "F.4" (Service Sustainability Plan)			Funding Year 6 (listed in the 1 st column of this row)
		6B. \$106,719.16	After September 30, 2023 and upon approval of the documents required for Funding Year 6 (listed in the 1 st column of this row)
		6C. \$106,719.16	After December 31, 2023 and upon approval of the documents required for Funding Year 6 (listed in the 1 st column of this row)
		6D. \$106,719.16	After March 31, 2024 and upon approval of the documents required for Funding Year 6 (listed in the 1 st column of this row)
Mid-year Project report using a form provided by the Province	On or before October 31, 2023		
Capital Costs Copy(ies) of the paid invoice(s) for capital purchases, including vehicles; and Request for payment form for capital costs using a form provided by the Province	Within 30 days of the issuance of the paid invoice(s)	6X. \$0.00	After 60 days of the approval of the documents required for the payment 6X (listed in the 1 st column of this row)
Funding Year 7: April 1, 2024 – March 31, 2025			
Non-capital Costs	On or before April 30, 2024	7A. \$479,755.44	After June 30, 2024 and upon receipt of

Documents Required for Payment (in addition to the certificate of insurance and copy of the by-law(s) and, if applicable, resolution(s))	Timelines for the Submission of the Documents Required for Payment	Payment No. and Estimated Payment Amount	Estimated Timelines for Payment
Interim financial report (IFR) as described in Sub-schedule "F.2" (Interim and Final Financial Reports); and Project performance report (PPR) as described in Sub-schedule "F.3" (Project Performance Reports)			documents required for Funding Year 7 (listed in the 1 st column of this row)
Mid-year Project report using a form provided by the Province	On or before October 31, 2024		
Capital Costs Copy(ies) of the paid invoice(s) for capital purchases, including vehicles; and Request for payment form for capital costs using a form provided by the Province	Within 30 days of the issuance of the paid invoice(s)	7X. \$0.00	After 60 days of the approval of the documents required for the payment 7X (listed in the 1 st column of this row)
Funding Year 8: April 1, 2025 – March 31, 2026			
Non-capital Costs Interim financial report (IFR) as described in Sub-schedule "F.2" (Interim and Final Financial Reports); and Project performance report (PPR) as described in Sub-schedule "F.3" (Project Performance Reports)	On or before April 30, 2025	8A. \$239,877.72	After June 30, 2025 and upon receipt of documents required for Funding Year 8 (listed in the 1 st column of this row)

Documents Required for Payment (in addition to the certificate of insurance and copy of the by-law(s) and, if applicable, resolution(s))	Timelines for the Submission of the Documents Required for Payment	Payment No. and Estimated Payment Amount	Estimated Timelines for Payment
Mid-year Project report using a form provided by the Province	On or before October 31, 2025		
Capital Costs Copy(ies) of the paid invoice(s) for capital purchases, including vehicles; and Request for payment form for capital costs using a form provided by the Province	Within 30 days of the issuance of the paid invoice(s)	8X. \$0.00	After 60 days of the approval of the documents required for the payment 8X (listed in the 1 st column of this row)
Program Wrap-up: April 1, 2026 – April 30, 2026			
Non-capital Costs Final financial report as described in Sub-schedule "F.2" (Interim and Final Financial Reports); and Final Project performance report as described in Sub-schedule "F.3" (Project Performance Reports)	On or before April 30, 2026	9A. \$239,877.71	After June 30, 2026 and upon approval of the documents required for program wrap-up (listed in the 1 st column of this row)