

# CORPORATION OF THE COUNTY OF DUFFERIN

## BY-LAW NUMBER 2023-60

### **A BY-LAW TO RATIFY THE ACTIONS OF THE WARDEN AND THE CLERK FOR EXECUTING AN AGREEMENT BETWEEN THE CORPORATION OF THE COUNTY OF DUFFERIN AND AUTOMOTIVE MATERIALS STEWARDSHIP INC. (Municipal and First Nations Automotive Materials Services Amending Agreement)**

BE IT ENACTED BY THE MUNICIPAL COUNCIL OF THE CORPORATION OF THE COUNTY OF DUFFERIN AS FOLLOWS:

1. That the agreement between the County of Dufferin and Automotive Materials Stewardship Inc., in a form substantially the same as attached hereto as Schedule "A" be approved.
2. That the staff of the County of Dufferin is hereby authorized to take such actions as are appropriate, and the Warden and Clerk are hereby authorized to execute such documents as are appropriate to implement the agreement referred to herein.

READ a first, second and third time and finally passed this 14<sup>th</sup> day of December, 2023.

*Original signed by:*

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Darren White, Warden



Michelle Dunne, Clerk

**MUNICIPAL & FIRST NATIONS AUTOMOTIVE MATERIALS SERVICES AMENDING AGREEMENT**

**THIS AMENDING AGREEMENT** is made as of the 1<sup>st</sup> day of January, 2024 (the "Effective Date").

BETWEEN:

**AUTOMOTIVE MATERIALS STEWARDSHIP INC. ("AMS")**

- and -

**THE CORPORATION OF THE COUNTY OF DUFFERIN ("COLLECTOR")**

**(collectively, the "Parties")**

**WHEREAS** AMS and the Collector entered into a Municipal & First Nations Automotive Materials Services Agreement effective October 1, 2021 (the "**Agreement**"); and

**AND WHEREAS** AMS and the Collector are mutually desirous of making changes to the Agreement.

**NOW, THEREFORE** in consideration of the promises and the mutual obligations and covenants herein set forth and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, AMS and the Collector hereby agree as follows:

1. Amendment

- a. Schedule "B" to the Agreement is hereby replaced with the new Schedule "B" attached hereto this Amending Agreement as Appendix A.
- b. Except for this change, all other terms of the Agreement remain the same.
- c. The Agreement is modified only by the express provisions of this Amending Agreement, and, except as so modified, the Agreement shall remain unchanged and in full force and effect.

2. Miscellaneous

- a. This Amending Agreement is governed by and will be construed in accordance with the laws of the Province of Ontario and the laws of Canada applicable therein.
- b. If any provision of this Amending Agreement is determined by any court of competent jurisdiction to be invalid, illegal or unenforceable, that provision will be severed from this Amending Agreement and the remaining provisions will continue in full force and effect so long as the economic or legal substance of the transactions contemplated hereby is not affected in any manner materially adverse to either of the parties.

- c. This Amending Agreement will enure to the benefit of and be binding upon the respective successors and permitted assigns of the parties.
- d. In the event of any inconsistency between the terms of this Amending Agreement and the terms of the Agreement, the terms of this Amending Agreement shall prevail to the extent of any such inconsistency.
- e. This Amending Agreement constitutes the entire agreement between the parties with respect to the subject matter hereof and cancels and supersedes any other understandings and agreements between the parties with respect thereto, whether written or oral, and whether made prior to the date first written above.
- f. This Amending Agreement may be executed in any number of counterparts, each of which will be deemed to be an original, and all of which taken together will be deemed to constitute one and the same instrument. Delivery of an executed signature page to this Amending Agreement by any party by electronic transmission will be as effective as delivery of a manually executed copy of this Amending Agreement by such party.

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