



MEMORANDUM OF UNDERSTANDING

BETWEEN:

UPPER CANADA COLLEGE
(hereinafter called "UCC")

OF THE FIRST PART

-and-

THE CORPORATION OF THE TOWN OF HALTON HILLS
(hereinafter called the "Town")

OF THE SECOND PART

1. This Memorandum of Understanding pertains to the construction and operation of a public use trail contained on UCC property, south of the Credit River, hereinafter referred to as the "UCC Trail" as shown on Schedule A.
2. It is the desire of both parties for the Town and UCC to enter into an agreement for the purpose of constructing, maintaining, and operating a public use trail in accordance with this Memorandum of Understanding.

Term

3. Both parties acknowledge that the term of this Memorandum will be five (5) years commencing January 1, 2021. Additional one year terms may be added, with terms negotiated at that time, if it is desired by both parties.
4. This Memorandum shall cease to be valid upon the signing of a formal lease or license agreement with respect to the UCC Trail.

Financing

5. The Town will be responsible for all costs incurred for the planning and design of the UCC Trail.
6. The Town will be responsible for any costs associated with the construction, maintenance and operations of the UCC Trail.
7. The projected capital cost of the UCC Trail is \$176,000. The project operating cost of the UCC Trail is \$2,000 per year.
8. The Town will include in the Capital Forecast a Trails Capital project for the UCC Trail, subject to final approval by Town Council.

Key Responsibilities

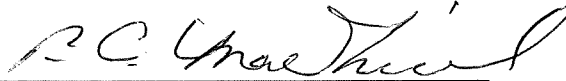
9. The Town will be responsible for all aspects of trail design, construction and operations.
10. During the design process, the Town will mark out the trail and review/approve alignment on site with UCC staff.
11. UCC to provide owner authorization for Town to act as agent to obtain CVC permit.
12. UCC will only be responsible to provide permissions by way of an agreement for use of UCC lands for the trail.
13. The Trail surface is proposed to be limestone screenings with granular base, consistent with existing Town trails located in Hungry Hollow Ravine. The level of service for trail operations will be consistent with existing Town trails, including removal of garbage from receptacles at each end of the trail, trail surface maintenance, vegetation management & tree removals and trail inspections (monthly). Town standard trail rules and regulations will apply.
14. The Town agrees to indemnify and hold harmless Upper Canada College from any and all losses, damages, expenses, actions, causes of action, suits, claims, demands and costs associated with any works undertaken by the Town.
15. UCC agrees to indemnify and hold harmless the Town of Halton Hills from any and all losses, damages, expenses, actions, causes of action, suits, claims, demands and costs associated with any activities undertaken by UCC within the property, other than normal use of the trail in accordance with trail rules and regulations.
16. Each Party will designate a primary contact person for the purposes of reviewing and managing the terms of this Memorandum of Understanding.

General

17. This Memorandum of Understanding will be reviewed annually by representatives of UCC and the Town. It may be amended or terminated at any time through the mutual consent of both parties.
18. UCC and Town agree that prior to the commencement of construction, a more formal agreement (lease or license agreement) will be executed for a period of not less than 20 years.
19. The parties acknowledge that this Memorandum of Understanding is not a legally binding document, and serves solely as a means of documenting arrangements to facilitate the planning and design of the UCC Trail, and to form the basis for a formal legal agreement.

IN WITNESS WHEREOF the Parties hereto have had this Memorandum of Understanding executed.

Upper Canada College

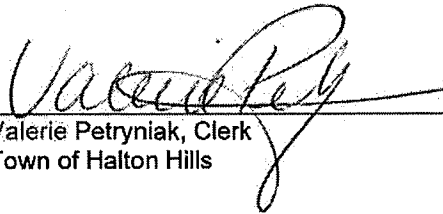


Patti A. MacNicol
Vice Principal, Administration

THE CORPORATION OF THE TOWN OF HALTON HILLS



Mayor Rick Bonnette
Town of Halton Hills



Valerie Petryniak, Clerk
Town of Halton Hills

SCHEDULE “A”

To a Memorandum of Understanding between

UPPER CANADA COLLEGE
and
THE CORPORATION OF THE TOWN OF HALTON HILLS

Proposed UCC Trail Plan



Upper Canada College Trails Partnership