

EXPLANATORY NOTES/GUIDELINES FOR CONTRACT AMENDMENTS

General Comments

The purpose of having a sample contract amendment included in the policy is to assist staff in preparation of amendments to contracts/agreements which are normally required when Government is to provide a service or requires the services of another.

It is necessary that staff review each section of the sample contract amendment to determine the appropriateness of the section for the contract planned. Legal Services should be consulted in situations where amendments are complex.

The user may amend, add, delete and renumber sections of the sample contract amendment as appropriate for the circumstances.

Following is a brief explanation as to the purpose of each paragraph to aid staff in preparation of their draft contract amendment (**see attached**).

Introductory Statements

1. Inserting an amendment number to the top of the first page (right corner) is necessary so that the reader is made aware of previous amendments, if any, as they will impact on the latest amendment.
2. The date of the agreement (top of the first page) should be the date on which the last signature is affixed.
3. Amending Agreements on behalf of Government must be “as represented by the Minister of” and must be executed by the Minister or Deputy Minister.
 - The statement *“THIS AGREEMENT BETWEEN: GOVERNMENT OF PRINCE EDWARD ISLAND, as represented by the Minister of”* is to remain as is, regardless whether the contract is executed by the Minister or the Deputy Minister.
4. The name of the Amending Agreement is to be the same name as the original Agreement. It is highly unlikely that any two agreements will have the same name and the same date of execution.
5. Additional WHEREAS’s may be added as appropriate.
6. The Amending Agreement refers to the existence of the original agreement and that the original Agreement is to remain in full force except for the changes created by the amendment. The Amending Agreement now becomes the Master Agreement of which the original Agreement becomes an integral part.

7. The numbering of the Amending Agreement (1, 2, etc.) is specific and not to be confused with the section numbers (1, 2, etc.) in the original agreement. Numbering is important in case you wish to refer to a specific issue when discussing or otherwise dealing with the Agreement.
8. The various sections noted are sample wording that may be appropriate for introducing various types of amendments.
9. The Amending Agreement with the Original Agreement attached now becomes the Master Agreement.
10. Note that a portion of the body of the Agreement should be on the same page as the execution clauses.
11. Initialing and dating of each page of the Amending Agreement by the signatories to the Amending Agreement is not required but is helpful to verify that no changes have been made in the Amending Agreement since signing. Strike-overs should be initialed by the signatories.

AMENDMENT NO. __

[Insert the Name of the Agreement]

THIS AGREEMENT made this _____ day of _____, 20 ____ .

BETWEEN: **GOVERNMENT OF PRINCE EDWARD ISLAND**, as represented by
the Minister of _____

(hereinafter referred to as “Government”)

OF THE FIRST PART;

AND: _____
of _____
in _____ County, Province of _____

(hereinafter referred to as the “Contractor”)

OF THE SECOND PART.

WHEREAS the above signatories desire to implement changes to [INSERT NAME OF AGREEMENT] executed on the ____ day of _____ 20____ between the above noted parties;

AND WHEREAS

AND WHEREAS

NOW THEREFORE the parties agree as follows:

1. All terms and conditions, schedules and amendments of and to the [INSERT NAME OF AGREEMENT] between the Contractor and Government dated the ____ day of _____, 20____, the (“Original Agreement”), which Original Agreement is attached hereto, shall remain the same and be an integral part of this Agreement except as follows:

(i) Section ____ of the Original Agreement be deleted and replaced by the following section:

Initials ____/____

Date ____/____

AMENDMENT NO. __

(ii) Section ____ of the Original Agreement be amended by adding the following as the second paragraph:

(iii) Section ____ of the Original Agreement be amended by adding the following last sentence:

(iv) Section ____ of Schedule ____ of the Original Agreement be deleted and replaced by the following section:

(v) Schedule ____ of the Original Agreement shall be amended by inserting the following as section __ and existing sections ____, ____, ____, and ____ of Schedule ____ of the Original Agreement be renumbered to sections ____, ____, ____, and ____ of Schedule ____ of the Original Agreement, respectfully:

2. This Agreement shall be effective as of the ____ day of _____, 20____.

3. In the event there is any conflict between this Amending Agreement and the Original Agreement or its schedules, this Agreement shall prevail.

Initials ____/____

Date ____/____

AMENDMENT NO. __

IN WITNESS WHEREOF the parties thereto have duly executed this Agreement as of the date first above written.

SIGNED, SEALED & DELIVERED

in the presence of:

Witness

) **Government of Prince Edward Island,**
) as represented by the Minister of
) *[Insert Department name here]*
) _____
) _____
) _____
) _____

SIGNED, SEALED & DELIVERED

in the presence of:

Witness

) *[Insert Contractor's name here]*
) _____
) _____
) _____
) _____
) Authorized Signing Officer

Initials ____/____

Date ____/____