

**Form of Agreement
for
Local Health Integration Network
Equipment and Supplies Agreement**

EQUIPMENT AND SUPPLIES AGREEMENT

FORM OF AGREEMENT

THIS AGREEMENT is made and entered into this ____ day of _____, *[insert year]*

B E T W E E N

[Insert full legal name of the LHIN]

(hereafter the “LHIN”)

– and –

[Insert full legal name of the Service Provider]

(hereafter the “Service Provider”)

– and –

[Name of all joint venture participants, if applicable]

WHEREAS:

1. The LHIN has received all requisite approvals necessary and has conformed with all requisite laws in accordance with the Applicable Law to permit the LHIN to enter into the Agreement;
2. The LHIN wishes to retain the Service Provider to deliver the Services as set out in the Agreement;
3. The Service Provider has represented to the LHIN that it has the skills and ability to deliver the Services to the LHIN and the Clients in an effective manner in the Service Area;
4. The Service Provider was selected through a Request for Proposal competitive process carried out by the LHIN and was selected as a Service Provider to enter into the Agreement and to deliver the Services set out in the Services Schedule; and
5. The Service Provider has the corporate capacity and authority to enter into the Agreement.

NOW THEREFORE, in consideration of the mutual covenants and agreements hereinafter set forth, the LHIN and the Service Provider agree as follows:

ARTICLE 1 - AGREEMENT DOCUMENTS

1.1 Agreement Documents

(1) The agreement between the LHIN and the Service Provider (the “Agreement”) consists of the following documents and each of the following are incorporated by reference into the Agreement and shall be read and construed as an integral part of the Agreement (collectively, the “Agreement Documents”):

- (a) Form of Agreement;
- (b) General Conditions of the Agreement;
- (c) Schedules to the General Conditions of the Agreement as follows;
 - (i) Schedule 1 – Special Conditions;
 - (ii) Schedule 2 – Pricing and Compensation Schedule;
 - (iii) Schedule 3 – Services Schedule or Schedules as listed in the Special Conditions; and
 - (iv) Schedule 4 – Performance Standards Schedule or Schedules as listed in the Special Conditions;
- (d) Attachments to the Schedules to the General Conditions of the Agreement; and
- (e) Addenda to the RFP, if any, and only those sections of the Addenda that amend specific named sections of the Agreement Documents.

1.2 Order of Precedence

(1) In the event of any ambiguity or conflict between any of the Agreement Documents the order of precedence shall be as follows,

- (a) Form of Agreement;
- (b) Addenda sections that amend the Agreement Documents;
- (c) Special Conditions (Schedule 1 to the General Conditions);
- (d) General Conditions of the Agreement;
- (e) Schedules to the General Conditions; and
- (f) Attachments to the Schedules to the General Conditions.

1.3 Definitions

Unless the context requires otherwise, capitalized words and phrases used but not defined in this Form of Agreement shall have the same meanings as are ascribed to them in the General Conditions of the Agreement, Schedules to the General Conditions of the Agreement and Attachments to the Schedules to the General Conditions.

ARTICLE 2 - SERVICE PROVIDER'S COMPENSATION AND TERMS OF PAYMENT

2.1 Service Provider's Compensation

In consideration of the performance by the Service Provider of its obligations under this Agreement, the LHIN hereby agrees to pay to the Service Provider compensation in accordance with the terms and conditions of the Agreement.

ARTICLE 3 - EFFECTIVE DATE AND STARTING DATE

3.1 Determination of Effective Date and Starting Date

The Effective Date and the Starting Date for the Agreement shall be determined in accordance with the General Conditions of the Agreement.

IN WITNESS WHEREOF the LHIN and the Service Provider have caused this Form of Agreement to be duly executed by their duly authorized representatives.

EXECUTED as of the date first written above.

[Insert full legal name of the LHIN]

By: _____

Name: _____

Title: _____

[Insert full legal name of the Service Provider]

By: _____

Name: _____

Title: _____

[Insert full legal name of any other signatories to the Agreement and add signing lines]

By: _____

Name: _____

Title: _____