

**Amendment #1
to the
MASTER TERMS AND CONDITIONS FOR VIA TRANSIT AS A SERVICE**

River North Transit LLC (“**Via**”) and City of Valdosta (“**Customer**” and, together with Via, the “**Parties**”) have entered into that certain agreement titled MASTER TERMS AND CONDITIONS FOR VIA TRANSIT AS A SERVICE (the “**Agreement**”) and that certain Transit-as-a-Service (TaaS) Service Order (the “**Order**”) each dated March 17, 2021. Upon execution of this Amendment #1 (the “**Amendment**”), the Parties agree to modify the Order as follows:

1. Amendments:

- a. Section ‘3. Duration & Launch Date’ of the Order is hereby modified to by deleting the first two paragraphs therein in their entirety and replacing it with the following:

“The Term of the Program shall last until June 30, 2023, subject to extension by mutual agreement of the parties on terms to be agreed. Customer shall have the option to renew the Agreement for 3 additional one-year terms, pending mutual written agreement by both parties and approval by the City Council.”
- b. Section ‘3. Duration & Launch Date’ of the Order is hereby modified to by deleting the last paragraph therein and replacing with the following:

“This Order may be cancelled by the Customer with 120 days written notice for any reason deemed appropriate by the Customer. In addition, the parties acknowledge that this Agreement is funded by a Section 5307 grant from the FTA and congressional directed spending through the GDOT. The Customer may terminate this Order upon written notice, if funds for the discharge of Fees under this Order are not appropriated and authorized, or funds so appropriated and authorized are reduced or withdrawn.”
- c. Section ‘4. Fees’ This section is hereby modified by replacing the total contract value therein from “\$1,226,612” with “\$1,965,000”.
- d. The chart set forth in Section ‘4.Fees’ is hereby deleted in its entirety and replaced with the following chart: