

Extension and Amendment of the Contract for Professional Services

1. Purpose; Scope

Each of Via Mobility, LLC a Delaware company with its principal office located at 114 5th Avenue, Floor 16 and 17, New York, New York 10011 (“**Via**”), and Baldwin County Commission (“**Customer**”), and, hereinafter the “**Parties**” entered into an agreement titled Contract for Professional Services (the “**Contract**”) and into a service order titled Baldwin County Deployment Service Order each dated June 18, 2020 and modified by the Extension and Amendment Agreement dated September 21, 2021, and modified by the Extension and Amendment Agreement dated September 20, 2022, and modified by the Extension and Amendment Agreement dated September 19, 2023 (together, the “**Agreement**”). By this Extension and Amendment Agreement (“**Extension**”), the parties agree towards continued collaboration of operation of the services provided under the Agreement.

Amendment

2. Duration

This Extension shall extend the period of performance of the Agreement by a period of twelve months, from October 1, 2024 until September 30, 2025 (inclusive) (the “**Additional Term**”). The Effective Date of this Extension shall be October 1, 2024.

3. Product Enhancements

Via commits to make all commercially reasonable efforts to deliver the following capabilities within its software platform within the first 6 months of the Additional Term. Via agrees to communicate with Customer on an ongoing basis regarding the timeline for these capabilities, and to collaborate with Customer regarding the prioritization of these capabilities as relevant.

- Correct scheduling error in rider app for BayLinc specialty tag. Rider should be restricted to scheduling trips from Baldwin County to Mobile to 3 set departure locations and 3 specific departure times. Since mid-June passengers are able to schedule a trip from Baldwin County to Mobile from any location at any time.
- Correct issue of randomly not presenting completed trips for payment processing. These are not FAILED payments. When a payment fails, it appears on the Braintree system and in the Pricing and Payment Report as a failed payment. The payments that are not processed at all do not appear in the Pricing and Payment Report, in Braintree, or on the Rider Management Page. The rides appear on the Ride Plan and Ride Request Report as completed. This issue was reported with the rollout of Via 2.0 on 6/1/2023.

If the above capabilities are not delivered by April 1, 2025, Customer may terminate the Agreement in accordance with Clause 19 and Exhibit B of the Contract.

4. Remix Pilot.

Baldwin County Commission may activate a 6-month pilot of Remix On-Demand Planning at no additional cost during the Additional Term. Use of the Remix Solution is subject to the Remix service terms at <https://www.remix.com/service-terms>.

5. Conflicts of Terms.

Unless otherwise stated, all terms and conditions contained in the Original Order are also applicable to this Extension. If a term contained in this Extension is in conflict with the terms of the Original Order, the specific term in this Extension shall take precedence. Any term or condition in the Original Order, including all Appendices not affected by this Extension, shall remain in full force and effect.

IN WITNESS WHEREOF, the Parties hereto have caused this Extension and any accompanying Exhibits to be executed in duplicate as of the Effective Date.

VIA: VIA MOBILITY, LLC	CUSTOMER: Baldwin County Commission
AUTHORIZED SIGNATURE	AUTHORIZED SIGNATURE
PRINTED NAME	PRINTED NAME
TITLE	TITLE
DATE SIGNED	DATE SIGNED