

**JOINT VENTURE AGREEMENT  
(Construction)  
(Short Form)**

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**JOINT VENTURE AGREEMENT**, entered into in the City of ....., Province of ....., Canada.

**BETWEEN:** ..... (*name of individual*), ..... (*occupation*), domiciled and residing at ..... (*civic number and street name*), in the City of ..... (*name of city*), Province of ..... (*name of province*), ..... (*postal code*)[, operating as a sole proprietorship under the name ..... (*business name*)] (hereinafter “**CO-VENTURER A**”);

**AND** ..... (*corporate name*), a legal person duly incorporated under the ..... *Act* (*name of statute under which the corporation was incorporated*), with its principal place of business at ..... (*civic number and street name*), in the City of ..... (*name of city*), Province of ..... (*name of province*), ..... (*postal code*) (hereinafter “**CO-VENTURER B**”);

**AND** ..... (*corporate name*), a legal person duly incorporated under the ..... *Act* (*name of statute under which the corporation was incorporated*), with its principal place of business at ..... (*civic number and street name*), in the City of ..... (*name of city*), Province of ..... (*name of province*), ..... (*postal code*) (hereinafter “**CO-VENTURER C**”) (at times collectively referred to as the “**CO-VENTURERS**” or the “**PARTIES**”).

**RECITALS**

THE CO-VENTURERS DECLARE AS FOLLOWS:

- A) ..... (hereinafter referred to as the “**Client**”) issued a request for proposals (*if a call for tenders modify the terminology accordingly throughout the document*) on ..... 20... with respect to a ..... project to any businesses interested in participating in this project;
- B) The CO-VENTURERS wish to respond to this request for proposals by submitting a joint proposal to the Client;
- C) The CO-VENTURERS, rather than incorporating a business corporation, consider it more appropriate to create a joint venture to coordinate their individual efforts;

NOW, THEREFORE, THE CO-VENTURERS AGREE AS FOLLOWS:

**0.00 INTERPRETATION**

CO-VENTURER A	CO-VENTURER B	CO-VENTURER C

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**0.01 Definitions**

Unless otherwise indicated herein or inconsistent with the context, capitalized words and expressions appearing in this agreement and in any ancillary or subordinate documentation will be interpreted as follows:

**0.01.01 Agreement**

means this agreement including its recitals and schedules, any related or ancillary documentation identified therein, as well as any amendments thereto that the CO-VENTURERS may make from time to time in accordance with Section 7.03 herein;

**0.01.02 Breach**

means

- a) any misrepresentation, inaccuracy, error, or failure to disclose;
- b) any non-compliant performance or failure to perform an obligation; or
- c) any non-compliance, infringement, default or failure to satisfy any other provision;

**0.01.03 Committee Representative**

means the person selected by each CO-VENTURER to represent it on the Management Committee;

**0.01.04 Common Expenses**

means all the expenses payable by the CO-VENTURERS listed in Schedule 0.01.04 attached hereto;

**0.01.05 Common Tasks**

means the tasks required to complete the Work that are entrusted to an Outside Contractor;

**0.01.06 Confidential Information**

means any information that is identified by the disclosing PARTY as being confidential when it is disclosed to the receiving PARTY;

**0.01.07 Construction Contract**

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CO-VENTURER A	CO-VENTURER B	CO-VENTURER C