

## MEMORANDUM OF UNDERSTANDING

THIS MEMORANDUM OF UNDERSTANDING ("MOU") is between the Escambia County 4-H Foundation, Inc. (the "Foundation"), The University of Florida Board of Trustees, on behalf of the University of Florida-Institute of Food and Agricultural Sciences Extension Service in Escambia County ("UF-IFAS Escambia County Extension Service"), and Escambia County, a political subdivision of the state of Florida (the "County") (collectively "the Parties"), for the purpose of setting forth the understandings and proposed actions of the Parties with regard to the sale of certain Property (as defined below) for the express benefit of the overall Extension 4-H Youth Development Program in Escambia County.

A. Certain property consisting of about 240 acres is held in trust for the benefit of the 4-H program in Escambia County under the terms of a Deed recorded in the public records of Escambia, County, Florida.

B. Under the terms of the Deed, the Trustees may sell the Property with the authorization of the 4-H County Council.

C. Navy Federal Credit Union desires to purchase the Property for \$3,600,000 and other valuable consideration.

D. The Escambia County 4-H Foundation, Inc. ("Foundation") is a Florida non-profit corporation that promotes the educational objectives of the 4-H Youth Development Program of the Florida Cooperative Extension Service, University of Florida, and Escambia County, to foster mental, physical, social, spiritual, and all other aspects of youth development and supports Escambia County Extension programs in the interest of youth as the Board of Directors may deem appropriate, including, without limitation, receiving funds for the benefit of the 4-H County Council and the overall 4-H Youth Development Program in the county.

E. The University of Florida Board of Trustees, a public body corporate of the State of Florida ("UFBOT"), is charged by law with administering and providing programmatic support for the Florida Cooperative Extension Service a subdivision of the Institute of Food and Agricultural Sciences (IFAS) of the University of Florida. Therefore, as part of the Florida Cooperative Extension Service, the UF-IFAS Escambia County Extension Service is administered by the UFBOT, is provided its program by the UFBOT, is funded by the federal government through the United States Department of Agriculture ("USDA"), the State of Florida, and Escambia County, and is governed by federal and State law. UFBOT provides the UF-IFAS Extension 4-H Youth Development Program through the Florida Cooperative Extension Service which is the authority in Florida authorized by the USDA to allow the use of the 4-H name and emblem.

F. Escambia County, Florida (the "County") is a political subdivision of the State of Florida and has an interest in economic development in the County, and a commitment to the 4-H Extension program.

The Parties agree as follows:

1. The Foundation will receive the proceeds from the proposed sale of the Property and will consider the interests and needs of 4-H Extension youth, the UFBOT, the UF-IFAS Escambia County Extension Service, and officially-constituted 4-H advisory groups on how the cash from the sale of the Property will be invested upon the closing of the sale, including, but not limited to:

a. Depositing funds with the University of Florida Foundation ("UF Foundation") in multiple funds, with the specific intent that upon sale of the Property, no less than \$1,600,000 will be deposited in a non-endowed moderate pool or non-endowed long-term pool, or other appropriate investment options, with the intent that funds will be available for funding 4-H program facilities construction, projects, or purchases.

b. Up to \$2,000,000 of the funds will be treated as endowed funds and may be deposited in a UF Foundation endowed fund, whereby the interest or other proceeds from the fund will be used for the use and benefit of 4-H pursuant to the UF Foundation's policies and guidelines.

2. The County has committed \$1,500,000 in LOST funds towards construction of a 4-H building and facilities (collectively the "4-H Stefani Road Facilities") on the Stefani Road property owned by the County, contingent on the sale of the Property. Any cost above the \$1,500,000, including project management expenses, will be borne by the Foundation. The County will provide the property at Stefani Road for the use of 4-H that includes this site for the 4-H Stefani Road Facilities built. The plans for the 4-H Stefani Road Facilities to be constructed will be approved by UF-IFAS Escambia County Extension Service, and the County will be solely responsible for building the 4-H Facilities. It is contemplated that the 4-H Stefani Road Facilities will be completed within two years of the sale of the Property. The County will be responsible for paying all utilities and maintenance for 4-H Stefani Road Facilities on the Stefani Road property subject to annual appropriation by the Board of County Commissioners.

3. The County agrees to consider an additional appropriation of \$250,000 of LOST funds towards the construction of facilities specifically for animal-related programs on an additional parcel owned or donated to the County, under either Option I or Option II described below, subject to operation, maintenance and insurance being provided by third parties, and for which UF-IFAS Escambia Extension Service has a use agreement.

4. Two options related to additional land as described below, will be considered. The decision as to which option is suitable will be recommended to UF-IFAS Escambia County Extension Service by a task force constituted by the UF-IFAS Dean for Extension to include but not be limited to selected members of officially constituted 4-H groups and 4-H youth (the "4-H Task Force"). The Parties understand that either option may be selected and that Option II allows for multiple options that might be selected. All proposed options will be considered by the 4-H Task Force, which will review and find facts on all options and present these facts to the Dean for Extension. The final decision as to which option is selected will be the responsibility of the UF-IFAS Dean for Extension on behalf of the UF-IFAS Escambia County Extension Service. The final option that is selected will be memorialized in a written agreement between the Parties.

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**Option I**

The County will provide, subject to agreement by the Escambia County School District for an appropriate lease, this option (in addition to Stefani Road) for a location suitable for the use of UF-IFAS Escambia County Extension and its animal-related programs and other appropriate 4-H Extension activities. It is for approximately 20 ~~acres~~ <sup>acres</sup> adjacent to the Roy Hyatt Environmental Center ("RHEC") in cooperation with the Escambia County School Board, with the exact number of acres within this range dependent upon demonstrated need and approval by the School Board. The County represents that the School Superintendent has approved the concept subject to an acceptable lease being negotiated.

- (a) There will be a lease agreement between the County (or the School Board, as may be appropriate) and a non-Extension organization to manage the RHEC parcel.
- (b) UF-IFAS Escambia County Extension Service retains the right to develop a memorandum of understanding with the non-Extension organization for purposes of conducting animal-related activities and other appropriate 4-H Extension activities on the RHEC parcel.

**Option II**

The parties agree that if Option I is not selected, acreage based on need may be purchased by a third party and donated to the County.

- (a) Such other acreage may be considered for use under this option.
- (b) The County will accept ownership of the property and dedicate its use to 4-H Extension animal-related programs and other appropriate 4-H Extension activities.
- (c) UF-IFAS Escambia County Extension Service retains the right to develop a memorandum of understanding with non-Extension organizations for purposes of conducting animal-related activities.
- d) Other proposals will be considered with the above conditions of County ownership.

5. The County agrees that the use of any 4-H Facilities and the County properties with 4-H Facilities or other facilities and property used by the 4-H program in Escambia County will be accomplished through a long-term lease with automatic renewal provisions or other contractual guarantees providing for such long-term use of said facilities and property agreed to in writing by both the County and UF-IFAS Escambia County Extension Service. The County agrees that the use of the 4-H Stefani Road Facilities will be at no cost to the Foundation or the UF-IFAS Escambia County Extension Service.

6. The proposed County-owned Extension facilities (the 4-H Stefani Road Facilities) will be dedicated to the educational mission of Escambia County 4-H Youth Development Program as directed by the UF-IFAS Escambia County Extension Service

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recognizing that the County may use the facility on an as needed basis when not in conflict with use by 4-H Extension or any other Extension program.

7. The parties understand and agree that notwithstanding anything in this MOU that may be construed to the contrary and with the understanding that the wishes of various constituencies will be solicited if possible, all decisions as to the 4-H program, whether administrative, programmatic, or otherwise shall be solely that of the UFBOT.

8. The Parties to this MOU have and will continue to in good faith formulate the necessary agreement or agreements under which the Parties will be legally bound and that will reflect the provisions set forth in this MOU.

9. This MOU is subject to formal approval by the Board of County Commissioners.

Signed on the dates noted below.

Escambia County 4-H Foundation, Inc.

*George V. Carpenter*  
By George Carpenter  
Its President

Date 4-19-12

UF/IFAS Escambia County Extension Service

*Millie Ferrer - Chancy*  
By Dr. Millie Ferrer-Chancy  
Its Interim Dean for Extension

Date 4-20-2012

Escambia County, Florida

*Charles R. Oliver*  
By Charles R. Oliver  
Its County Administrator

Date 4/20/12

BCC Formal Approval Date to be added

BOARD OF COUNTY COMMISSIONERS  
ESCAMBIA COUNTY, FLORIDA

ATTEST: ERNIE LEE MAGAHA  
Clerk of the Circuit Court

*Doris Harris*  
Deputy Clerk

*Wilson B. Robertson*  
Wilson B. Robertson, Chairman  
*Gene M. Valentino*, Vice Chairman



BBC Approved May 3, 2012

This document approved as to form and legal sufficiency

By *[Signature]*  
Title County Attorney  
Date 4/24/12