

**AMENDED AND RESTATED MEMORANDUM OF UNDERSTANDING
REGARDING THE BILL NYGREN CARRIAGE COLLECTION**

THIS AMENDED AND RESTATED MEMORANDUM OF UNDERSTANDING (“Amended and Restated MOU”) is made and entered into this 10th day of June, 2019, by and between **SEMINOLE COUNTY**, a political subdivision of the State of Florida, whose address is 1101 East First Street, Sanford, Florida 32771 (“**COUNTY**”), and **SEMINOLE COUNTY HISTORICAL COMMISSION**, a voluntary advisory board comprised of members appointed by the Board of County Commissioners of Seminole County (“**HISTORICAL COMMISSION**”), and **SEMINOLE COUNTY HISTORICAL SOCIETY, INC.**, whose address is 300 Eslinger Way, Sanford, Florida 32773 (“**HISTORICAL SOCIETY**”).

RECITALS:

WHEREAS, Bill Nygren, in an effort to preserve an integral part of Seminole County history, offered to donate his carriage collection to **COUNTY** for an exhibit; and

WHEREAS, Museum of Seminole County History is part of the Leisure Services Department and dedicates itself to the preservation of the **COUNTY**'s history and determined the carriage donation complies with our current Collections Management Policy Objectives; and

WHEREAS, **COUNTY** staff completed a feasibility study of Museum expansion or possible locations to accommodate this exhibit and determined that there is a spatial need of 3,000 square feet to properly display 18 units of the Bill Nygren Carriage Collection; and

WHEREAS, **COUNTY** staff proposed a curation plan and based upon a preliminary review determined 302 Eslinger Way, Sanford, Florida 32773 (“**BUILDING 302**”) would be an adequate site with sufficient square footage to display the collection; and



WHEREAS, Sections 100.4 and 100.5, Seminole County Code, authorizes the HISTORICAL COMMISSION to advise the Seminole County Board of County Commissioners on matters of historical interest and Section 100.8, Seminole County Code, created a Seminole County Historical Trust Fund Account to accept deposits of gifts, grants, and awards received from public and private donors made to the HISTORICAL COMMISSION for the use and benefit of the HISTORICAL COMMISSION; and

WHEREAS, COUNTY staff examined the artifacts and sequenced the exhibit for a strong narrative interpretation suitable for all ages that will provide a historical account of industrial advancements from the 19th century in Seminole County; and

WHEREAS, the HISTORICAL SOCIETY and the HISTORICAL COMMISSION jointly offered to raise ONE HUNDRED FIFTY THOUSAND AND NO/100 DOLLARS (\$150,000.00) so that the COUNTY may reassign BUILDING 302 to Leisure Services and retrofit the location to accommodate the exhibit; and

WHEREAS, COUNTY, and the HISTORICAL SOCIETY, and the HISTORICAL COMMISSION, executed the Original Memorandum of Understanding (“ Original MOU”) on September 20, 2018, which contained a three (3) year time period to raise the funds; and

WHEREAS, since the execution of the Original MOU described above, Bill Nygren offered to donate his entire carriage collection and miscellaneous parts inventory and give COUNTY immediate possession of the collection; and

WHEREAS, COUNTY would like to accept possession of the entire carriage collection and miscellaneous part inventory; and

WHEREAS, it is the intent of the parties that this Amended and Restated MOU shall replace the original MOU in its entirety; and

NOW, THEREFORE, in consideration of the premises and other good and valuable considerations exchanged between the parties, the receipt and sufficiency of which is acknowledged, and in furtherance of these goals, the parties agree that the following reflects their understanding.

Section 1. Recitals. The foregoing recitals are true and correct and form a material part of this Amended and Restated MOU upon which the parties have relied.

Section 2. Purpose. The parties acknowledge and agree that the purpose of this MOU is so that COUNTY may accept the entire Bill Nygren Carriage Collection and miscellaneous part inventory as a donation to the Museum of Seminole County History and display the Bill Nygren Carriage Collection. This purpose will be accomplished if the HISTORICAL SOCIETY and HISTORICAL COMMISSION jointly raise ONE HUNDRED FIFTY THOUSAND AND NO/100 DOLLARS (\$150,000.00) by September 20, 2021, and the COUNTY shall accept the monies raised by the HISTORICAL SOCIETY and HISTORICAL COMMISSION, and retrofit BUILDING 302, a COUNTY facility identified with adequate space to accept the donation and accommodate an exhibit of the Collection. If the COUNTY deems that there is a superior need for Building 302, as deemed by the Board of County Commissioners in their sole discretion, then COUNTY shall endeavor to accommodate the Collection at an alternative location.

Section 3. Storage. The parties acknowledge and agree that due to Bill Nygren's declining health condition, the entire collection will be transferred to a COUNTY owned facility, which is not air-conditioned, located at 2925 North U.S. Highway 17-92, Longwood, Florida 32750, where the entire collection and miscellaneous part inventory will be stored, evaluated, and organized by COUNTY staff and volunteers. COUNTY will not assume the responsibility of transporting the entire collection and miscellaneous part inventory to the facility.

Section 4. Indemnification. The donor, Bill Nygren, his heirs and assigns, and HISTORICAL SOCIETY do hereby and forever release and discharge COUNTY, its agents, commissioners, officers and employees from any and all past and future claims, demands, grievances, and causes of action of every kind whatsoever, including, but not by way of limitation, all liability for property damages arising from, allegedly arising from, or related to the provision of services as listed in Section 3 above for the storage of the entire collection and miscellaneous part inventory under this MOU.

Section 5. Funding. This MOU is not intended and may not be construed as a commitment of COUNTY funds other than as identified in Sections 2 and 3 above. COUNTY reserves the right to make use of BUILDING 302 for a public purpose up and until the total funds are raised by the HISTORICAL SOCIETY and HISTORICAL COMMISSION. If the total funds are not raised by September 20, 2021, COUNTY is not obligated to commit funds to display the Bill Nygren Carriage Collection.

Section 6. Reporting. In the performance of this agreement, HISTORICAL SOCIETY and HISTORICAL COMMISSION shall maintain books, records, and accounts of all fundraising activities related to the Bill Nygren Carriage Collection in compliance with normal accounting procedures. HISTORICAL SOCIETY and HISTORICAL COMMISSION shall submit to COUNTY a financial report for the Bill Nygren Carriage Collection annually on December 1.

Section 7. Headings and Captions. All headings and captions contained in this Amended and Restated MOU are provided for convenience only, do not constitute a part of this agreement, and may not be used to define, describe, interpret, or construe any provision of this agreement.

Section 8. Effective Date. This Amended and Restated MOU is effective on the date that the last party executes the agreement as determined by the date set forth immediately below the respective signatures of the parties.

Section 9. Term. The term of this Amended and Restated MOU is for three (3) years from the effective date of the Original MOU, with that date being September 20, 2018, and may be modified, in writing, by mutual consent of authorized officials from the parties.

Section 10. Authority to Execute. Each party represents and warrants that all requisite actions have been taken to authorize execution of this MOU by the person signing on behalf of that party.

[The balance of this page is left intentionally blank; signatory page follows.]

ATTEST:

SEMINOLE COUNTY HISTORICAL
COMMISSION

Carmen P. Bierman
Vice Chair, Secretary

By: Ph Bandy
Chairman

Date: May 16, 2019

ATTEST:

SEMINOLE COUNTY HISTORICAL
SOCIETY

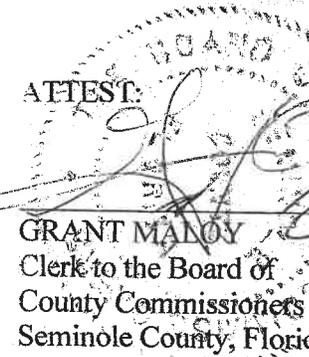
Beverly Mason
Secretary

By: Donald Gysse
President

Date: 14 May 2019

ATTEST:

BOARD OF COUNTY COMMISSIONERS
SEMINOLE COUNTY, FLORIDA


Grant Manoy
Clerk to the Board of
County Commissioners of
Seminole County, Florida.

By: Brenda Carey
BRENDA CAREY, Chairman

Date: 06-10-2019

For the use and reliance
of Seminole County only.

As authorized for execution by the Board of County
Commissioners at its May 14, 2019,
regular meeting.

Approved as to form and
legal sufficiency.

Melissa M. Hernandez
County Attorney

MMH
4/29/19

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