

**THE CORPORATION OF THE
TOWNSHIP OF NORTH HURON**

BY-LAW NO. 86-2017

Being a by-law to authorize the Reeve and Clerk to sign, on behalf of Council,
a Memorandum of Understanding between the Corporation of the Township of North Huron
and the Almost Famous Players for use of the Wingham Town Hall Theatre.

WHEREAS the Municipal Act, 2001, as amended permits the Councils of all municipalities to enter into certain agreements;

AND WHEREAS Council of the Township of North Huron Council is desirous of executing a Memorandum of Understanding between the Corporation of the Township of North Huron and the Almost Famous Players for use of the Wingham Town Hall Theatre;

AND WHEREAS Council deems it expedient to enter into said agreement;

NOW THEREFORE, the Council of the Corporation of the Township of North Huron ENACTS the following:

1. That the Reeve and Clerk are hereby authorized to sign, on behalf of Council, a Memorandum of Understanding between the Corporation of the Township of North Huron and the Almost Famous Players for use of the Wingham Town Hall Theatre.
2. That a copy of the said Agreement is attached hereto and designated as Schedule ‘A’ to this By-law.
3. That this By-law shall come into force and takes effect on the day of the final passing thereof.

READ A FIRST AND SECOND TIME THIS 2ND DAY OF OCTOBER, 2017.

READ A THIRD TIME AND PASSED THIS 2ND DAY OF OCTOBER, 2017.

CORPORATE SEAL

Neil G. Vincent, Reeve

Richard Al, Clerk



MEMORANDUM OF UNDERSTANDING

MEMORANDUM

Dated.....2017

Between:
Almost Famous Players Ltd.
AND
Township of North Huron

WHERE AS:

The Almost Famous Players began in the fall of 2004 forging a mutual relationship with the Wingham Heritage Theatre. In 2010, the Almost Famous Players gained not for profit status and became a Non-Profit Charitable Organization overseen by a 13 member Board of Directors. The Board is made up of community people and players. The Almost Famous Players encourages adults with disabilities to engage in sharing their artistic and creative talents while promoting community awareness and connection at every given opportunity. Through Almost Famous Players, individuals are taught to be good community citizens and are encouraged to give back to their communities by providing volunteer entertainment at numerous community venues as well as donating funds when possible to a variety of causes. The use of the Wingham Town Hall Theatre on a weekly basis helps participants of Almost Famous engage in group work that promotes self-confidence, self-awareness, team building and purpose. It is the goal of the Almost Famous Players to raise awareness of the participant's tremendous abilities and to be respected and equal contributing members of society.

THIS MEMORANDUM OF UNDERSTANDING (MOU)

- 1. COMMENCEMENT
The MOU becomes effective when signed and dated by both parties.
- 1. DURATION
This MOU will continue indefinitely until terminated in accordance with Section 8 or until such time as the Almost Famous Players ceases to exist, or until such time as a revision of this Memorandum of Understanding is signed by both parties, replacing this MOU agreement.
- 2. MODIFICATIONS
Additions or modifications to this MOU must be made in writing and signed by the authorized representatives of both parties.
- 1. INTENT OF THIS MOU:
 - 1.1. The purpose of this Memorandum is to provide a framework for the relationship between the Almost Famous Players and the Township of North Huron for use of the Wingham Town Hall Theatre located at 274 Josephine Street, Wingham, ON.
- 2. TOWNSHIP OF NORTH HURON'S OBLIGATIONS
 - 2.1. The Wingham Town Hall Theatre, owned by the Township of North Huron is ultimately the responsibility of the Township of North Huron.
 - 2.2. A member of the North Huron Recreation and Facilities Department, delegated by the Director of Recreation and Facilities, will be the primary contact for the Almost Famous Players. This primary contact will provide advice on municipal operational policies and procedures, and scheduling of the Wingham Town Hall Theatre.
 - 2.3. Host a meeting annually with the Almost Famous Players representative to establish plans for the use of the theatre for the upcoming calendar year.
 - 2.4. The Township agrees to waive any rental fees for rehearsals one time per week, between 1:00-3:00pm on Mondays. The Community Rate for rental fees will be charged for theatre rental fees for any show where the public is invited or charged a ticket fee.
 - 2.5. The Township will permit the Almost Famous Players to store their electronic and rehearsal equipment in the backstage theatre under the conditions of 3.8 in this agreement
- 3. ALMOST FAMOUS PLAYERS OBLIGATIONS
 - 3.1. The Almost Famous Player will remain an organization.

- 3.2. The Almost Famous Players is responsible for managing its' own funds. The Town of North Huron has no authority over of any funds belonging to the Almost Famous Players.
- 3.3. Annually, the Almost Famous Players agree to sign a rental contract and follow all the terms and conditions of a rental contract for their use of the theatre. Fees for Monday afternoon rehearsals will be waived. Rentals for performances for the public will follow all the standard practices of a rental contract with the Township of North Huron, including rental fees.
- 3.4. It is understood at this time that the only space provided to the Almost Famous Players is the Wingham Town Hall Theatre, lobby and lobby washrooms, usage excludes the Council Chambers and any administrative spaces on the first floor and the basement of the Wingham Town Hall Building.
- 3.5. The Almost Famous Players will be responsible for cleaning and general tidiness of the theatre during their rehearsals, and after they leave. Garbage and recycling will be placed in receptacles, and all personal items removed from the theatre.
- 3.6. The Almost Famous Players will appoint one member to represent the needs and desires, of the Almost Famous Players. This member will be the formal point of contact between the Almost Famous Players and the Township of North Huron. This appointed member will make all requests to the Township's primary contact and be responsible for reporting back to the Almost Famous Players.
- 3.7. The Almost Famous Players will require permission for any major changes to Wingham Town Hall Theatre. Any improvement permanently installed in the theatre must have prior written approval by the Township of North Huron. The value of any permanent asset will be identified in the Township asset management plan, and will be owned by the Township of North Huron. The Almost Famous Players will establish a value, life expectancy, maintenance plan, and removal or replacement plan for the improvement before the project can be installed on municipal property.
- 3.8. Annually the Almost Famous Players will store their electrical equipment in a locked cabinet at the Theatre. The list of equipment owned and stored by Almost Famous Players is listed on Schedule A attached to this agreement. Schedule A will be updated annually by Almost Famous Players to confirm the list is accurate. The Almost Famous Players are responsible for their own equipment and insurance for this equipment. The Township is not responsible for anything stored in the theatre by Almost Famous Players.
- 3.9. The Almost Famous Players will ensure members are made aware of any risks associated with using the Wingham Town Hall Theatre, and provide necessary training for the safety of Almost Famous Players members, including and not limited to all emergency and evacuation procedures.
- 3.10. The Almost Famous Players representative will communicate any damages, safety concerns or vandalism to the North Huron Recreation and Facilities department primary contact.

4. INDEMNITY

- 4.1. Each party is responsible for its' own negligent acts.
- 4.2. The Almost Famous Players shall indemnify and save harmless the Township of North Huron from and against all fines, suits, claims, demands and actions of any kind or nature to which the Township shall or may become liable for or suffer by reason of any breach, violation or non-performance of the Almost Famous Players of any term or provision of this MOU or by reason of any loss, damage, or injury occasioned to or suffered by any person or persons or any property by reason of any action, neglect, negligence, willful misconduct or default on the part of the Almost Famous Players, its employees or volunteers save and except any fines, suits, claims, demands and actions of any kind or nature resulting from any action, neglect, negligence, willful misconduct or default on the part of the Township, its employees or Members of Council

5. INSURANCE

- 5.1. The Almost Famous Players are not covered under the Township of North Huron insurance policy. The Almost Famous Players shall provide to the Township proof of general liability insurance for a limit no less than \$2,000,000 (two million) per occurrence including but not limited to bodily injury, personal injury, property damage including loss of use thereof, blanket contractual liability, non-owned auto and contain a cross liability/severability of insured clause. The insurance must be acceptable to the Township covering said events and shall name the Township of North Huron as an additional insured. The Almost Famous Players shall provide confirmation of insurance in the form of a certificate of insurance annually. The Township of North Huron has the right to reasonably increase the minimum limit or type of required insurance, providing adequate written notice to the Almost Famous Players.

6. NOTICES

6.1. Notices must be in writing, signed by, or on behalf of the sender. The notices must be addressed to the recipient and delivered to the recipient's address either by pre-paid mail, or email. Any email delivery requires confirmation of receipt by the sender.

7. DISPUTE RESOLUTION

7.1. If a dispute arises regarding the intention and or interpretation of this MOU, the issue shall be resolved between The Almost Famous Players and the Director of Recreation and Facilities of the Township of North Huron through a discussion. If a resolution cannot be reached, the dispute can be referred to the Council of the Township of North Huron for a decision. Both parties, (the Almost Famous Players and the Director of Recreation and Facilities of the Township of North Huron) can request the intervention of the Council.

8. TERMINATION

8.1. Either party may terminate this arrangement without cause, by giving at least three (3) months' notice, or any period as may be mutually agreed to, with written notice to the other party.

EXECUTED AS A MEMORANDUM OF UNDERSTANDING

SIGNED for and on behalf of

ALMOST FAMOUS PLAYERS
By

Date: _____
Mirjam Hoeven, President

Date: _____
Witness

Print Name: _____

SIGNED for and on behalf of

THE TOWNSHIP OF NORTH HURON

Date: _____
Neil Vincent, Reeve

Date: _____
Richard AI, Clerk

Date: _____
Witness

Print Name: _____