

Richfield Joint Recreational District
4410 West Streetsboro Road
Richfield, Ohio 44286

May 1, 2017

Summit County Chapter
Ohio Horseman's Council, Inc.
Attention: Ms. Molly Eastwood

Re: Memorandum of Understanding – Proposed Equestrian Facilities at Richfield Heritage Preserve

Dear Ms. Eastwood:

Many thanks for your interest in participating in the development and maintenance of the proposed bridle trail network and related equestrian facilities at Richfield Heritage Preserve (the "Preserve"). This letter outlines the framework within which the Summit County Chapter of Ohio Horseman's Council, Inc. (the "OHC") would work with the Richfield Joint Recreational District (the "RJRD") to identify and define the scope and nature of the work proposed to be furnished by the OHC at the Preserve (the "Work") and to summarize the parties' mutual understandings regarding the performance of the Work. Please note that this letter does not constitute the RJRD's approval of the proposals that the OHC has made to date or a commitment by OHC to perform any of the Work described in such proposals. It is, instead, the parties' agreement to proceed with the development of such proposals with the mutual goal of reaching an acceptably definitive description of the Work for submission to the RJRD for its final approval.

1. Scope of the Work. The OHC has indicated that the Work would include (a) the construction of a parking area [in the vicinity of the Oviatt Gate] sufficient to handle five (5) tow vehicles as well as space for additional car parking, and (b) a minimum of four (4) miles of primitive bridle trails within the Preserve, including to the extent feasible a means of connection between such bridle trails and Hinckley Reservation through a to-be-established access corridor through properties outside of the Preserve, and (c) the maintenance of the on-Preserve bridle trails after the same are completed, with the expectation that such maintenance undertaking would continue on a renewing annual basis (subject to mutually acceptable termination rights) after the completion of such trails.

2. Items Required for Submission of Definitive Proposal. The RJRD will require that the OHC provide it with the following items for its review before submitting a definitive proposal for the Work: (a) a comprehensive trail master plan addressing (in a manner consistent with the

Preserve's current Governing Documents (defined below)) the location, dimensions and surface materials of all proposed bridle trails, the signage for the trails, the safety and environmental issues that may be posed by those trails and an evaluation of whether such trails might reasonably be expected to conflict with other uses or users of the Preserve; (b) a proposed schedule for the performance of the Work, with milestone dates for the completion of major components of the Work; and (c) a proposed budget for the Work, confirming on terms and in detail reasonably acceptable to the RJRD the anticipated costs for the performance of the Work and the availability and sources of funds sufficient to meet those costs (giving effect both to contingencies possibly affecting the anticipated costs of the Work and to savings attributable to volunteer and contributed materials). The term "Governing Documents" means those documents which are matters of public record and which govern, restrict or affect the use of the Preserve or the construction of improvements (including trails or parking lots) at the Preserve. All of the Governing Documents are available for review on the RJRS's website (rjrd.gov), and the RJRD will be happy to discuss any questions you may have as to the terms of the Governing Documents. Moreover, the RJRD will assist you in identifying one or more parties (who may or may not be affiliated with the RJRD) having recognized expertise in trail-building to assist you in the preparation of the comprehensive trail master plan described above.

3. Definitive Documentation for any Approved Work. Following the RJRD's formal approval of the OHC's final proposals for any Work, the parties will enter definitive documentation adopting the approved Work, including the approved schedules and budgets therefor, as a binding undertaking. That documentation will be consistent with the RJRD's contracting practices for projects similar to the Work and will require, among other things, that the approved Work be performed and completed in a good and workmanlike manner, in accordance with the approved plans and schedules therefor and in compliance with applicable legal requirements (including those imposed by the Governing Documents), free of liens and the possibility thereof, that the OHC provide the RJRD with evidence of insurance covering the approved Work (and the performance of the same) and with indemnity coverage customary for similar projects at the Preserve. The RJRD shall, promptly after the OHC's submission of its final proposal for any work, provide the OHC with a written description of the insurance and indemnity coverages that it anticipates requiring in connection with the performance of the approved Work (which shall be consistent with those then required by the RJRD of other parties in connection with similar work at the Preserve).

4. Use of the Preserve for Fundraising Purposes. The OHC may use the Preserve for fundraising purposes from time to time, subject to the rules and regulations of general application which govern the use of the Preserve.

We hope that the foregoing summary will be useful in developing final plans for the projects you have discussed for the Preserve, and we look forward to working with you to bring those plans to completion. Many thanks for your interest in the Preserve.

Very truly yours,

Richfield Joint Recreational District

By: Robert Buder

Agreed to and accepted this 1st day of May, 2017.

Summit County Chapter
Ohio Horseman's Council

By: Molly K Eastwood
Summit OHC