



Committee Report

To:	Warden McQueen and Members of Grey County Council
Committee Date:	December 12, 2019
Subject / Report No:	PDR-CW-02-20
Title:	Regional Agricultural Learning and Demonstration Site – Draft Memorandum of Understanding
Prepared by:	Randy Scherzer
Reviewed by:	Kim Wingrove
Lower Tier(s) Affected:	Township of Georgian Bluffs, Township of Chatsworth and City of Owen Sound
Status:	Recommendation adopted by Committee as presented per Resolution CW02-20; Endorsed by County Council January 9, 2020 per Resolution CC13-20;

Recommendation

1. That Report PDR-CW-02-20 be received which provides an update on the partnership initiative between Grey County, the Owen Sound Agricultural Society and the Chatsworth Agricultural Society to create a Regional Agricultural Learning and Demonstration Site directly adjacent to Grey Roots; and
2. That the proposed memorandum of understanding detailing the partnership with the Owen Sound and Chatsworth Agricultural Societies be endorsed; and
3. That staff be directed to proceed with finalizing and implementing the Memorandum of Understanding which includes the land transfer from Mr. and Mrs. Hall being donated to establish the Regional Agricultural Learning and Demonstration Site, creating a Lease Agreement with the Agricultural Societies, as well as submitting a Niagara Escarpment Plan Amendment application to the Niagara Escarpment Commission to seek permission for establishing a Regional Agricultural Learning and Demonstration Site adjacent to Grey Roots; and
4. That such by-laws be prepared for the consideration of County Council as may be required to implement the Memorandum of Understanding and the development of the Regional Agricultural Learning and Demonstration Site.

Executive Summary

In November 2018, Council supported in principle a partnership opportunity to create a Regional Agricultural Learning and Demonstration Site directly adjacent to Grey Roots. This would be

done in partnership with the Owen Sound Agricultural Society and the Chatsworth Agricultural Society. Council directed to explore this partnership opportunity further and to prepare a memorandum of understanding between Mr. and Mrs. Hall (donors of the land), as well as the two agricultural societies. Throughout 2019, County staff have worked with the Hall's and the two agricultural societies to prepare a draft Memorandum of Understanding. The Memorandum of Understanding (MoU) has been supported by the Boards of the two agricultural societies as well as Mr. and Mrs. Hall. County staff recommend that the MoU be endorsed, and that staff be directed to implement the next steps identified in the MoU which includes transferring the lands initially from the Hall's to the County and entering into agreements with the Ag Society regarding this partnership. Staff have drafted the Niagara Escarpment Plan Amendment application as well as a Planning Justification Report which will be submitted to the Niagara Escarpment Commission in early 2020.

Background and Discussion

The Owen Sound Agricultural Society and the Chatsworth Agricultural Society approached the County about a potential partnership opportunity to create a Regional Agricultural Learning and Demonstration Site directly adjacent to Grey Roots. The Regional Agricultural Learning and Demonstration Site could be used for residents and visitors to learn about the importance of agriculture, how food is grown, and where our food comes from. In addition to being an agricultural learning and demonstration site, the site would also be host to a regional fair as well as other agricultural associated events. The site would be directly west of Grey Roots and would be approximately 8.1 hectares (20 acres) in size (see Figure 1 – Location of Subject Lands).

Two buildings are proposed on the site, one building for office staff of the two Agricultural Societies which would contain staff washrooms plus a large room for displaying agricultural exhibits (See Figure 2 – Draft Concept Plan). A second large barn style structure would be used to temporarily house livestock during the regional fair and agricultural events. The barn style structure would also house educational displays and would be used for agricultural workshops and programs regarding current farming and food production. These structures would be constructed at the expense of the Agricultural Societies.

The site would also contain a track, and parts of the site would be used for temporary parking of vehicles during the regional fair and events. The site would also contain agricultural demonstration plots for educational purposes. The intent is to maintain the look and feel of the site as a farm/agricultural use.

Figure 1 – Location of Subject Lands



The focus of the Regional Fair would include cattle displays and competitions, homecraft competition and education, and educational displays of the County's past and present agricultural way of life. Other events as part of the Regional Fair would include the traditional midway and games, tractor pulls, and a demolition derby. These uses are temporary uses and would only operate a maximum of 4 days per year and would be located on portions of the site to minimize any impacts to adjacent land uses. The treed interpretative path around the site will also help to provide a visual buffer to these temporary uses. The remainder of the year, the site will essentially have the look and feel of a farm/agricultural use.

There may be other agricultural events that are held on the site. Some of these will be in conjunction with some existing Grey Roots events especially where there is an agricultural element to the event, and other agricultural events will be specific to the site. These could include tractor pulls, fundraisers (e.g. barbeque and barn dance), Grown in Grey (educational two day event each spring with grade 5 students from local schools learning about agribusiness and agricultural commodities), hosting 4-H club meetings and workshops, Harvest for Hunger (one day fundraising event by providing a day at the farm experience), etc. Some other events through partnering with Grey Roots could include antique car/truck/tractor displays, 'art in the barn' show to showcase local artists, meeting space for other agricultural organizations (4-H, Soil and Crop Associations, etc.), Steam Show with threshing and sawmill displays and wood processing demonstrations, and possibly some other farm machinery and farm animal events.

Figure 2 – Draft Concept Plan



In November 2018, County Council supported this partnership in principle and directed to explore this partnership further and to prepare a memorandum of understanding detailing the partnership. Throughout 2019, County staff have worked with the Hall's and the two agricultural societies to develop a Memorandum of Understanding (MoU). County Agreement and Legal staff have been instrumental in helping to prepare this MoU. County staff are pleased to say that the Board's for the two agricultural societies have supported the MoU at their meetings held in October and November of this year. Mr. and Mrs. Hall are also in support of the MoU. Attached to this Report is the latest draft of the MoU.

The following are some highlights included in the MoU:

- The County and Agricultural Societies see opportunities for certain shared uses between each other of the Grey Roots and Regional Agricultural Learning and Demonstration Site (RALDS) facilities, particularly for public engagement with both contemporary and historic agriculture.
- The County will assist the Agricultural Societies with applying to the Niagara Escarpment Commission ("NEC") for a Niagara Escarpment Plan Amendment. The application will be to permit the development of the RALDS and its facilities as currently contemplated.

- If approved by the NEC, vehicle access to the RALDS will be via the entrance from Grey Road 18 to the existing Grey Roots Museum facility and an access road to be built on the County's land from that entrance to reach the Donated Land.
- The Halls will transfer title of the Donated Land to the County.
- The County will lease the lands to the Agricultural Society's for a period of 5 years (with the possibility for extension) for \$2.00 per year. The Agricultural Societies will be responsible for payment of all costs of land ownership, including municipal property taxes.
- The land lease will contain an option for the Agricultural Societies to purchase the Donated Land at a nominal value (e.g. \$10.00) contingent on use of the Donated Land being restricted to the operation of the RALDS or normal agricultural use by the terms of the Niagara Escarpment Plan (or applicable municipal zoning by-laws) at the time of transfer. If the use of the land is not restricted in this way, then the purchase price would be at fair-market value.
- The land lease will permit the Agricultural Societies to develop and construct the RALDS
- The County may make reasonable use of the RALDS, and the Agricultural Societies may make reasonable use of the County's Grey Roots Museum facility property. Such use would include access road use, parking, utilities access, facility/structure use.
- Costs for maintenance of the shared road entrance from Grey Road 18 would be shared by the County and the Agricultural Societies, and the Agricultural Societies would be responsible for the maintenance of the portion of the access road between that entrance and the RALDS that lies on the County's land.
- The MoU sets out responsibilities for both the Agricultural Societies and the County as part of this partnership.
- Suggested timelines are also identified in the MoU identifying next steps with respect to land transfer, agreements required, NEC applications, etc.

It is recommended that the Memorandum of Understanding be endorsed, and that staff be directed to implement the next steps outlined in the MoU which includes, amongst other items:

- Completing the documents necessary for transferring the lands from the Hall's to the County initially
- Developing a land lease with the two Agricultural Societies which will include the option for the Agricultural Societies to own the lands following the initial term of the lease, and
- Submitting the Niagara Escarpment Plan Amendment application and supporting documents to the NEC to establish the Regional Agricultural Learning and Demonstration Site.

Legal and Legislated Requirements

Niagara Escarpment Planning and Development Act

Niagara Escarpment Plan

Municipal Act, 2001

The development of the Regional Agricultural Learning and Demonstration Site is subject to the jurisdiction of the Niagara Escarpment Commission and the Niagara Escarpment Plan.

The County's provision of land and resources to the agricultural societies is subject to section 106 of the Municipal Act, 2001, which limits what a municipality can provide to industrial, manufacturing, and commercial enterprises. Steps have been taken in the preparation of the terms of the MoU to ensure that those are respected.

Financial and Resource Implications

Based on the application requirements identified with the NEC staff, County staff have prepared the information required to support the Niagara Escarpment Plan Amendment application including the Planning Justification and the Traffic Analysis. The information has been prepared by existing staff and therefore has been prepared as in-kind support to this partnership. Any additional requirements for the application beyond what County staff can prepare would be prepared at the expense of the Agricultural Societies. The lands to be donated by the current owner can be acquired by the County under Section 50(3)(c) of the *Planning Act* and therefore a consent application is not required. A survey of the lands would be required. The memorandum of understanding has been prepared and reviewed by Agreement Staff and the Director of Legal Services. Future land transfer costs and preparation of the additional agreements will be performed by Agreement Staff and the County Legal Staff. Any additional costs with constructing the proposed buildings, preparing the site, etc. would be at the expense of the two Agricultural Societies.

Relevant Consultation

- ☒ Internal (Planning, Transportation Services, Grey Roots, Clerks, Chief Administrative Officer, Director of Legal Services)
- ☒ External (Niagara Escarpment Commission, Township of Georgian Bluffs, City of Owen Sound, Ontario Ministry of Agriculture, Food and Rural Affairs, Owen Sound Agricultural Society and Chatsworth Agricultural Society)

Appendices and Attachments

Draft Memorandum of Understanding (Attached)

Regional Agricultural Learning and Demonstration Site

INTENDED PARTIES

- The Corporation of the County of Grey; (the “County”)
- Owen Sound Agricultural Society (“OSAS”) and Chatsworth Agricultural Society (“CAS”) (OSAG and CAS being collectively the “Agricultural Societies”)
- Everett Alexander Hall (“Everett”) and Marylon Lynda Hall (“Marylon”) (Everett and Marylon being collectively the “Halls”)

BACKGROUND

- The Halls are the registered owners of the property legally described as Part of Lot 10 Concession 2 Derby as in R119847 Except Part 1, 2 & 3 16R-5250 & Plan 792; Subject to an Easement in Gross over Part 1 16R-9902 as in GY41976; Township of Georgian Bluffs, County of Grey. Roll No.: 4203 540 001 16200. PIN: 37065-0539.
- The Halls wish to donate a portion of the above noted lands approximately 20 acres in size and situated immediately adjacent to the County’s facility known as “Grey Roots Museum” located at 102599 Grey Road 18, Georgian Bluffs (the “Donated Land”) for use by the OSAS and CAS.
- Development of the Donated Land as a Regional Agricultural Learning and Demonstration Site (“RALDS”) requires a Niagara Escarpment Plan Amendment.
- The Agricultural Societies are agricultural societies under the Ontario *Agricultural and Horticultural Organizations Act*, which intend to create a new regional agricultural society, which is pursuing the development of the RALDS jointly.
- The County and Agricultural Societies see opportunities for certain shared uses between each other of the Grey Roots and RALDS facilities, particularly for public engagement with both contemporary and historic agriculture.
- The County will assist the Agricultural Societies with submitting an application to the Niagara Escarpment Commission (“NEC”) for a Niagara Escarpment Plan Amendment with respect to the Donated Land. The application will be to permit the development of the RALDS and its facilities as currently contemplated. This application process may take up to 2 years before a decision is made.
- If approved by the NEC, vehicle access to the RALDS will be via the entrance from Grey Road 18 to the existing Grey Roots Museum facility and an access road to be built on the County’s land from that entrance to reach the Donated Land.

INTENDED LAND OWNERSHIP/USE STRUCTURE

- The Halls will transfer title of the Donated Land to the County.
- The County will lease the land to the new agricultural society for a nominal amount of rent, with the Agricultural Societies responsible for paying all costs of preparing it to serve as the RALDS and for all ongoing costs of its ownership, use and maintenance.
 - The land lease will contain an option for the Agricultural Societies to purchase the Donated Land at a nominal value (e.g. \$10.00) contingent on use of the Donated Land being restricted to the operation of the RALDS or normal agricultural use by the terms of the Niagara Escarpment Plan (or applicable municipal zoning by-laws) at the time of transfer. If the use of the land is not restricted in this way, then the purchase price would be at fair-market value.
 - The land lease will permit the Agricultural Societies to develop and construct the RALDS
- The County may make reasonable use of the RALDS, and the Agricultural Societies may make reasonable use of the County’s Grey Roots Museum facility property. Such use would include access road use, parking, utilities access, facility/structure use.
- Costs for maintenance of the shared road entrance from Grey Road 18 would be shared by the County and the Agricultural Societies, and the Agricultural Societies would be responsible for the

maintenance of the portion of the access road between that entrance and the RALDS that lies on the County's land.

- The purchase option for the Donated Land would incorporate these cost-sharing and maintenance responsibilities, along with an easement across County for access over the shared road

TIMELINE

2018

- November 22, 2018 Grey County Council provides support in principle for Grey County staff to explore a partnership with the Agricultural Societies and submit an application to the NEC seeking permission to establish a RALDS.

2019

- May - Group meeting with all parties to establish terms for the Memorandum of Understanding ("MOU")
- October- Complete terms of draft MOU.
- October/November – MoU considered and supported by the Board's of OSAS and CAS
- December – Present MoU to Committee of the Whole

2020

- January - Complete and draft Offer to Purchase Agreement between the Halls and the County outlining the party's intent for donation of the Donated Land to the County (Conditional on approval of NEC Plan Amendment).
- January - Submit Application to the NEC for Niagara Escarpment Plan Amendment.
- January - obtain a survey of the Hall property to layout the property description for the approximate 20 acres that would be donated to the County for development as a RALDS with the Agricultural Societies.
- January - Obtain By-law authorizing the County to complete acquisition of Donated Land.
- February to April - Finalize the survey and register on title and finalize transfer of Donated Land from the Halls to the County.
- June – Finalize land lease to Agricultural Societies to commence in 2021
- Fall – Submit Development Permit Application to NEC.
- Fall – Submit Application to Georgian Bluffs for Building Permit if required.
- Fall – Access and facility sharing agreement completed and signed (prior to commencement of construction).
- Determine when Agricultural Societies anticipate construction will commence.

2021

- September 3rd-5th, 2021 the Amalgamated OSAS and CAS hosts its first annual fall fair at the newly developed RALDS.

TERMS/RESPONSIBILITIES

Terms

- Pending their amalgamation, the OSAS and the CAS will act jointly in this endeavor and any discrepancies between the two Agricultural Societies will be resolved internally between them without involving the County or the Halls.
- Following NEC Plan Amendment approval ownership of the lands will be transferred from Hall to the County.
- The County will lease the lands to the Agricultural Society's for a period of 5 years (with the possibility for extension) for \$2.00 per year. The Agricultural Societies will be responsible for payment of all costs of land ownership, including municipal property taxes.
- The lease will provide the Agricultural Society with the Option to Purchase the land from the County at any time, with the pricing considerations discussed above (re: nominal cost vs. fair market value cost as determined by the applicable land-use regulation).

Responsibility of the Agricultural Societies

- Payment of all application fees to the NEC for Niagara Escarpment Plan Amendment, if required. Any additional studies that the NEC may require beyond the planning justification report will be at the cost of the Agricultural Societies
- Payment of advertising costs associated with the Niagara Escarpment Plan Amendment application as required by the NEC, if applicable.
- Appoint the County as their agent for the purposes of pursuing the Niagara Escarpment Plan Amendment.
- Work with County and more specifically Grey Roots staff to determine construction timeline to ensure that Construction of the building for the RALDS and the access road to the shared Grey Road 18 entrance will not interfere with any operations at Grey Roots.
- Payment of all Building Permit fees to the Township of Georgian Bluffs.
- Payment of all Realty Taxes including any supplementary tax bills resulting from the development of the land.
- Co-coordinating and paying for all construction and development costs for the proposed buildings to be located on the site.
- Perform and pay all maintenance required on the site.
- Pay all utility costs associated with the site including any costs for initial installation etc.
- Provide County with Insurance satisfactory to the County and Indemnify the County in respect of all claims made by any patron of the site or construction worker developing the site as it relates to the RALDS.
- Ensure WSIB coverage is in place as it relates to construction workers developing the site.
- Provision of all documentation reasonably required by the County in satisfaction of the due diligence investigations required of the County as a municipality, including drafts of any proposed corporate “constating” documentation regarding the new agricultural society (e.g. proposed articles of incorporation / letters patent and by-laws)

Responsibility of the County

- Acquire ownership of the Donated Land from the Halls.
- Payment of cost of survey of lands to complete severance.
- Payment of all outside legal costs incurred by the County in relation to completing the land transfer, finalizing the MOU, enter into the lease and facility sharing agreements.
- The County will draft, submit, and pursue the application to the NEC for Niagara Escarpment Plan Amendment with input from the Agricultural Societies,
- County staff will draft the land transfer from Hall to the County and any other registrations that are required on title.
- County staff will develop a land lease agreement between the County and the new agricultural society.
- County staff will develop cost-sharing and access agreements for the road entrance and access road.
- County staff will develop an agreement for sharing of RALDS and Grey Roots facilities between the new agricultural society and the County.

DOCUMENTATION REQUIRED

- Niagara Escarpment Plan Amendment application (County on behalf of Agricultural Societies / Halls)
- Land Donation Agreement (Halls to County)
- Ground Lease (County to Agricultural Societies)
 - To include terms of agreement of purchase and sale re: the option to purchase, including mutual easement provisions
- Access and facility sharing agreement re: Grey Roots / RALDS (County to Agricultural Society)
- Propose that the Offer to Purchase or Donation Agreement be submitted conditional on NEC plan amendment approval. The transfer would not occur until the NEC Plan Amendment is approved.

LEGAL PROVISIONS

- The preparation of these draft terms for an MOU do not represent a legally binding offer or contract on the part of the County, OSAS, CAS, Everett, or Marylon. Legal documentation to give

effect to the intended transactions will be prepared and agreed in good faith following the signing of the MOU.

- The MOU will be binding on the parties with respect to issues of:
 - Responsibility of the Agricultural Societies for costs incurred in respect of project requirements (e.g. costs to pursue the NEC application, legal costs, etc.)
 - Grants of authority to pursue the implementation of the project (e.g. appointment of the County by the Agricultural Societies to pursue the NEC application)
 - Confidentiality of information
 - Exclusivity (i.e. that no other party will be entitled to obtain or use the Donated Land while the development of the RALDS is underway, except as agreed between the parties).