

MEMORANDUM OF UNDERSTANDING

Between:

**THE CORPORATION OF THE TOWNSHIP OF ORO-MEDONTE
(Township)**

-and-

**IMG CANADA LTD.
(IMG Canada)**

Whereas:

- A. That IMG Canada Ltd. will be hosting The Big Festival on August 18th to 20th, 2017 on lands owned by Burl's Creek Event Grounds:
- B. IMG Canada Ltd. acknowledges and agrees that no event shall take place on the lands unless all requirements of this Memorandum of Understanding (MOU) are met and a Special Events Permit is issued by the Township.

The Township and IMG Canada Ltd. agree as follows:

1. No Events Without Compliance with Applicable Laws

IMG Canada Ltd. expressly agree that no events shall occur or be permitted to occur on any of the lands as identified in the Operation Plans unless all applicable laws have been complied with, including all Provincial and Municipal legislation.

2. Sound

IMG Canada Ltd. agrees to comply with the Township's Noise By-law and shall cooperate and comply with the Township's Municipal Law Enforcement Staff allowing them full access to the lands commencing on Friday August 18, 2017 and continuing to August 20, 2017, inclusive.

The specifications identified below are based on the approved levels for 2017 sound monitoring program.

Monitoring & Compliance

- a) IMG Canada Ltd. and the Township agree as follows with respect to sound levels and requirements for the Big Feastival with all sound levels noted below being measured at the stage mixing boards as set out below:
 - (i) On Friday August 18, 2017 and Saturday August 19, 2017, the following sound levels apply from the established points of reception:

9:00 am to 11:00 pm, sound will be limited to 100 dBA with a 15-minute grace period.

11:00 pm to 9:00 am sound will be limited to 90 dBA
 - (ii) On Sunday August 20, 2017, the following sound levels apply from the established points of reception:

9:00 am to 11:00 pm, sound will be limited to 100 dBA with a 15-minute grace period.
 - (iii) All sound level limits listed above are expressed as 60-minute equivalent sound levels (Leq 60 min).
 - (iv) Notwithstanding the above, if sound levels exceed 5 dBA above the set limits listed above, IMG Canada Ltd. will take action within 15 minutes of notification to ensure compliance within the Leq 60 and a withdrawal from the securities will not take place.
 - (v) In the event of an exceedance Municipal Law Enforcement will provide written notification of the exceedance outlining the date, time and exceeded levels with the appropriate withdrawal amount.
- (b) IMG Canada Ltd. will have control over the stage mixing board and will ensure sound emission levels do not exceed the aforementioned limits.
- (c) IMG Canada Ltd. will post a \$2,500 bond to secure against sound exceedances beyond the aforementioned limits identified in 2 (a) as follows:
 - (i) \$2,500 each for failure to take corrective action as expressed in 2 (a) (iv)
 - (ii) \$5, 000 each for the first and second exceedances; and
 - (iii) \$10, 000 for any further exceedance per event.
- (d) The Township through assessment of the front of house monitors provided by IMG's hired engineer, shall determine, in its sole discretion, if there is an exceedance of any of the levels identified in subsection 2 (a) above and shall be entitled to draw down upon any cash security deposit to the extent of any exceedance in the amounts set out in 2 (c) above. Any additional exceedances

beyond the securities posted with the Township will be invoiced by the Township and IMG Canada Ltd. shall pay within 30 days.

- e) The Sound Monitoring Program will be both attended and unattended so that the front of house sound levels can be established and the effectiveness of the sound mitigation measures can be assessed.
- f) The Noise Monitoring Program will be staffed on the property as coordinated by IMG Canada Ltd. to ensure compliance to the terms outlined within this MOU. The monitoring for the event will apply to the hours and stage levels set out above and noise will be limited at stage mixing boards.
- g) Township staff shall have full access to and be able to consult with the IMG Canada Ltd. staff and the production team;
- h) The sound measurement report completed by IMG Canada Ltd. is required to be submitted to the Township by September 30, 2017.

3) Duration of this MOU

This MOU shall be in force and effect from the date of execution to December 31, 2017.

4) Renewal of MOU

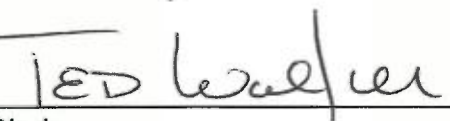
This MOU will be renegotiated on an annual basis for any future events.

Dated at the Township of Oro-Medonte this 15 day of August, 2017.


The Corporation of The Township of Oro-Medonte.



Mayor



Clerk



IMG Canada Ltd. AUG 15/17

I have the authority to bind the corporation.