

Memorandum of Intent

The purpose of this memorandum is to guide the formation of a new nonprofit entity that will, as its primary goal, work in partnership with the parties to this agreement, in accordance with applicable law, to complete and manage the Thames River Heritage Park, the successor to the Thames Maritime Heritage Park, which was designated by the CT Department of Environmental Protection as a State park in July 1990.

The parties to this memorandum agree that the entities involved will proceed as described below as part of the first steps necessary to advance the Thames River Heritage Park.:

The Transition Team

The Transition Team will bridge the gap between the Heritage Park Steering Committee, a broad based group that operated as an *ad hoc* committee of the Board of Directors of the Avery-Copp House, a 501(c) (3) nonprofit organization, and a new nonprofit organization. To lay the groundwork for the new nonprofit, the Transition Team will:

1. Be made up of members representing key organizations, relevant professions and skills, and balanced across municipalities – approximately 13 members
2. Develop a timeline of less than one year, tasks, and name associated with each task
3. Create a working name for the new nonprofit
4. Secure nonprofit status for the new entity
5. Secure an interim fiduciary agent
6. Draft bylaws
7. Draft scope of work
8. Prepare mission and vision statements and strategic plan
9. Select the founding board of directors
10. Establish standing committees and roles and responsibilities for each
11. Create a fundraising plan, including funding sources and target amounts, and initiate fundraising
12. Create operating and capital budgets
13. Locate and secure office space
14. Bring together historic sites within the park to meet with the Yale Urban Design Workshop and initiate/foster collaboration
15. Communicate progress to stakeholders and DEEP

The Heritage Park Nonprofit

The new nonprofit will be structured to provide needed revenues and coordination for the completion and management of the Heritage Park. Specifically, it will:

1. Hire an Executive Director
2. Establish the name of the organization

3. Work in collaboration with the State to establish and manage the new park pursuant to an arrangement to be established in accordance with applicable law between DEEP and the nonprofit entity and other owners of sites within the park.
4. Raise funds through sponsorships, grants, fundraisers
5. Create and implement a marketing strategy for the park, including website, app development, printed materials and advertising plan
6. Assist in packaging and coordinating programs and events with the park sites

DEEP

As the entity with care and control of some of the anchor sites within the State park and the responsibility for the establishment of Heritage Parks in accordance with Connecticut General Statutes § 23-10i, DEEP's participation and guidance is essential to the success of Transition Team and the nonprofit entity. DEEP will:

1. Participate in the issuance of a press release along with local governmental entities, regarding the future efforts to be coordinated between the Transition Team, DEEP, the new nonprofit entity, and local governmental entities.
2. Assign a liaison to the Transition Team and, once established, the new nonprofit entity's Board of Directors to help maintain engagement and define good working relationships.
3. Provide guidance to the Transition Team and, once established the new nonprofit entity, including guidance on any future formalization of an arrangement between DEEP, the new non-profit entity, and other owners of sites within the park to coordinate efforts to complete and manage the park
4. Assist with the coordination of State and federal agencies to establish a floating dock at the Nautilus.
5. Once the new non-profit entity is established and a formal arrangement between DEEP, the new nonprofit entity, and other owners of sites within the park can be memorialized in accordance with applicable law:
 - A. Assist the nonprofit entity in facilitating coordination between all sites within the park, especially anchor sites..
 - B. Work with the nonprofit entity to secure approval for infrastructure projects, sited on property controlled by DEEP in order to further a cohesive visitor experience

Timeline

The Transition Team expects to be operational by the end of July 2015. The new nonprofit is planned for launch in July 2016.

Commitment to Partnership

We, the undersigned have read and agree with this Memorandum of Intent and support the formation of the new non-profit entity and once it is established, the formalization of an ongoing partnership or agreement with the new non-profit entity in accordance with applicable law as needed to complete and manage the park.

By Marian Pallante
Title Mayor of the City of Groton
Date 7/2/15

By [Signature]
Title Mayor of the City of New London
Date 7-18-15

By Rita M. Schmidt
Title Mayor of the Town of Groton
Date July 6, 2015

By [Signature]
Title Executive Director, SE CT Council of Governments
Date 7/6/15

By [Signature]
Title Commissioner, DEEP
Date 6/23/15