
INTERLOCAL AGREEMENT
regarding
**THE MERGER OF THE MYAKKA CITY FIRE CONTROL DISTRICT AND
THE EAST MANATEE FIRE RESCUE DISTRICT
OF MANATEE COUNTY**

This Interlocal Agreement (“Interlocal Agreement” or “Agreement”) is made and entered into as of the 14th day of September, 2021, by and among **Manatee County**, a political subdivision of the State of Florida, hereinafter referred to as the “County”, **East Manatee Fire Rescue District**, an independent special fire control district located in Manatee County, Florida, hereinafter referred to as “East Manatee Fire Rescue District ” and the **Myakka City Fire Control District**, a dependent fire control district located in Manatee County, Florida, hereinafter referred to as (“Myakka City Fire Control District ”).

RECITALS

WHEREAS, the Myakka City Fire Control District, a dependent special district, was created by Chapter 86-381, Laws of Florida, and subsequently reenacted by Manatee County Ordinances 92-61 and 07-56; and

WHEREAS, the Board of County Commissioners of Manatee County, Florida is authorized, under Florida Statutes 189.071, to merge dependent special districts which have been created by Manatee County, Florida; and

WHEREAS, the Board of County Commissioners deems it desirable and in the best interest of public health, safety, and welfare to merge the Myakka City Fire Control District with the East Manatee Fire Rescue District; and

WHEREAS, the voters of the Myakka City Fire Control District voted in a referendum to approve the merger with the East Manatee Fire Rescue District, and pursuant to that vote have acquiesced to the levy of any ad valorem tax in accordance with Florida Statutes 191.006(14); and

WHEREAS, pursuant to Chapter 2021-257, Laws of Florida, the Florida Legislature has authorized the expansion of the boundaries of the East Manatee Fire Rescue District to accommodate the merger in accordance with Florida Statutes; and

WHEREAS, Manatee County, the Myakka City Fire Control District and the East Manatee Fire Rescue District, wish to enter into this interlocal agreement to provide for, among other things, the orderly transfer of all assets, liabilities, fees and interests from the Myakka City Fire Control District to the East Manatee Fire Rescue District in furtherance of the merger of the special districts; and

WHEREAS, in conjunction with the adoption of this Interlocal Agreement, the Board of County Commissioners of Manatee County has adopted Ordinance No. 21-35 to dissolve the Myakka City Fire Control District and transfer its powers to the East Manatee Fire Rescue District in furtherance of the merger of the special districts; and

WHEREAS, governing boards of Manatee County, East Manatee Fire Rescue District and Myakka City Fire Control District find it is in the best interests of their citizens, taxpayers and members of the community to merge the special districts; and

WHEREAS, Chapters 125 and 166 of Florida Statutes and Section 163.01, Florida Statutes, the "Florida Interlocal Cooperation Act", permit the County, East Manatee Fire Rescue District and Myakka City Fire Control District to enter into this Interlocal Agreement to exercise the powers, privileges and authority which they share in common and which each might exercise separately, in order to make the most efficient use of their powers.

NOW, THEREFORE, in consideration of the mutual covenants, promises, and representations contained herein, Manatee County, East Manatee Fire Rescue District and the Myakka City Fire Control District agree as follows:

**Article I
MERGER**

1.1 Effect of Merger. On October 1, 2021, pursuant to Chapter 2021-257, Laws of Florida, and Ordinance No. 21-35, the Myakka City Fire Control District shall be deemed merged with East Manatee Fire Rescue District, an independent special district, and shall be treated and considered for all purposes as one entity. All rights, privileges, and franchises of Myakka City Fire Control District and all remaining assets, real and personal property, books, records, papers, seals, and equipment, as well as other things in action, belonging to Myakka City Fire Control District before the dissolution and merger shall be deemed assigned to, transferred to and vested in the East Manatee Fire Rescue District as the successor entity in interest to the Myakka City Fire Control District without further act or deed. Pursuant to and to the extent authorized by Chapter 2021-257, Laws of Florida, the merger of the two special districts into one entity shall include, but is not limited to, the following:

- A. East Manatee Fire Rescue District will assume all liabilities, defenses, and legal interests and rights held by Myakka City Fire Control District.
- B. All remaining Myakka City Fire Control District assets not previously conveyed by deed or bill of sale to East Manatee Fire Rescue District, shall be deemed assigned and transferred to East Manatee Fire Rescue District including, but not limited to, any and all real property, personal property, intangible and intellectual property. The assignment and transfer to East Manatee Fire Rescue District shall include the assignment and transfer of any and all remaining buildings, structures, and all

vehicles not previously conveyed by deed or bill of sale. Myakka shall, prior to dissolution and in accordance with this agreement, evidence the transfer of all real and personal property by deed or bill of sale as appropriate.

- C. All user fees, permitting fees, impact fees, grants and non-ad valorem assessments held in the name of Myakka City Fire Control District shall be deemed assigned and transferred to East Manatee Fire Rescue District.
- D. Any and all rights and interests held by Myakka City Fire Control District by contract, interlocal agreement (including but not limited to the contract with Manatee County EMS), memorandums of understanding, or by lease instruments shall be deemed assigned and transferred to East Manatee Fire Rescue District, and East Manatee Fire Rescue District shall be deemed a successor in interest to Myakka City Fire Control District under all such documents.
- E. East Manatee Fire Rescue District shall be the successor in interest in all of Myakka City Fire Control District's resolutions and ordinances previously adopted by the Myakka City Fire Control District's Board of Fire Commissioner on all subject matters, including but not limited to: the imposition of user fees, permitting fees, impact fees, non-ad valorem assessments, and Fire Codes. East Manatee Fire Rescue District shall continue to enforce all Myakka City Fire Control District resolutions and ordinances until otherwise repealed or amended by subsequent actions of the East Manatee Fire Rescue District Board of Fire Commissioners.
- F. East Manatee Fire Rescue District shall be the successor in interest and assigned all of the rights to the tax and non-ad valorem receipts, revenue and interests collected on behalf of Myakka City Fire Control District relating to taxing district 12 (as referenced by the Manatee County Property Appraiser and Tax Collector). East Manatee Fire Rescue District shall be the successor in interest and assigns with respect to Myakka City Fire Control District's contracts with the Tax Collector and Property Appraiser relative to the collection of such receipts, taxes, assessments and interest.
- G. East Manatee Fire Rescue District shall be the successor in interest and assigned all rights and interests in Myakka City Fire Control District's bank accounts, accounts with the Clerk of Court, and any other depositories where money or revenue has been deposited.
- H. East Manatee Fire Rescue District shall be the successor in interest and assigned all the rights of Myakka City Fire Control District with respect to any contracts, agreements, or grants entered into by Myakka City Fire Control District with Manatee County Constitutional Officers, state and federal agencies.

- I. The Myakka Fire Control District shall be deemed merged with the East Manatee Fire Rescue District in all respects. Once merged, the East Manatee Fire Rescue District shall in all respects assume all obligations and liabilities in accordance with Florida law and possess all the rights, powers, and privileges vested by law in other similar entities, including but not limited to those matters not specifically listed herein.

1.2 Limitation on County's Obligations. The County has entered into this Interlocal Agreement, and has adopted Ordinance No. 21-35, at the request of the districts for the sole and limited purpose of facilitating the merger pursuant to Chapter 2021-257, Laws of Florida. Each of the parties hereto acknowledges and agrees that the County assumes no obligation for the assets, revenues, powers or obligations of either the Myakka City Fire Control District or the East Manatee Fire Rescue District by virtue of executing this Interlocal Agreement.

Article II
TERM; TERMINATION

2.1 Term. This Agreement shall remain in effect until all terms have been accomplished.

2.2 Termination. This Interlocal Agreement may be terminated by mutual written consent of the parties.

Article III
INDEMNIFICATION

3.1 Indemnification.

A. To the extent permitted by applicable Florida law and without waiving sovereign immunity, East Manatee Fire Rescue District shall indemnify and hold harmless the County, its Board of County Commissioners, officers, employees and agents, from and against any and all claims, damages, liabilities, demands, losses and expenses, including attorneys' fees and costs, arising out of, resulting from, or connected with any act, omission, failure to act, negligence or fault relating to Myakka City Fire Control District's and East Manatee Fire Rescue District's acts and responsibilities provided for in this Interlocal Agreement and from and against any and all claims, damages, liabilities, demands, losses and expenses, including attorneys' fees and costs, arising out of, resulting from, or connected with any act, omission, failure to act, negligence or fault relating to Myakka City Fire Control District's and East Manatee Fire Rescue District's acts and responsibilities provided for in this Interlocal Agreement. Notwithstanding the foregoing, any liability arising under this section shall be limited to the amounts set forth in Section 768.28, Florida Statutes, regardless of whether the claim arises in tort, contract, or otherwise.

B. To the extent permitted by applicable Florida law and without waiving sovereign immunity, the County shall indemnify and hold harmless East Manatee Fire Rescue District (as a successor in interests and assigns of the Myakka City Fire Control District), its Board of Fire Commissioners, officers, employees and agents, from and against any and all claims, damages, liabilities, demands, losses and expenses, including attorneys' fees and costs, arising out of, resulting from, or in any way connected with any act, omission, failure to act, negligence or fault relating to the County's actions and responsibilities provided for in this Interlocal Agreement and from and against any and all claims, damages, liabilities, demands, losses and expenses, including attorneys' fees and costs, arising out of, resulting from, or in any way connected with any act, omission, failure to act, negligence or fault relating to the County's actions and responsibilities provided for in this Interlocal Agreement. Notwithstanding the foregoing, any liability arising under this section shall be limited to the amounts set forth in Section 768.28, Florida Statutes, regardless of whether the claim arises in tort, contract, or otherwise.

Article IV GENERAL PROVISIONS

4.1 Force Majeure. No party shall be liable for any failure to perform, or delay in the performance of, any obligation under this Interlocal Agreement if such failure is caused directly by hurricane, tornado, fire, earthquake, civil commotion or failure or disruption of utility services, or other like cause beyond the reasonable control of the party obliged to perform.

4.2 Ambiguities. All parties have been allowed equal input regarding the terms and wording of this Interlocal Agreement and have had the benefit of consultation with legal counsel prior to its execution, such that all language herein shall be construed equally against the parties, and no language shall be construed strictly against its drafter.

4.3 Headings; Pronouns. The headings or captions of sections or paragraphs used in this Interlocal Agreement are for convenience of reference only and are not intended to define or limit their contents, nor are they to affect the construction of or to be taken into consideration in interpreting this Interlocal Agreement. All pronouns and any variations thereof shall be deemed to refer to the masculine, feminine and neuter, singular or plural, as the identities of the party or parties, personal representatives, subcontractors, successors or assigns may require.

4.4 Severability. Should any term, provision, covenant, condition, section, paragraph, sentence or portion of this Interlocal Agreement be held invalid or unenforceable by any court of competent jurisdiction, the remaining terms, provisions, covenants, conditions, sections, paragraphs, sentences and portions shall, nevertheless, remain in full force and effect.

4.5 Governing Law; Venue. This Interlocal Agreement shall be governed by and construed in accordance with laws of the State of Florida, and venue for any action

arising out of or related to this Interlocal Agreement shall be in the Circuit Court for the Twelfth Judicial Circuit in Manatee County, Florida, or if in Federal Court, the Middle District of Florida, Tampa Division.

4.6 Notices. All notices required to be given by any party under this Interlocal Agreement shall be in writing, addressed to the other party as follows, and delivered electronically, by certified mail, return receipt requested, or by hand delivery:

If to County: Manatee County Administrator
Manatee County Administration Center
1112 Manatee Avenue West, Suite 920
Bradenton, Florida 34205
Facsimile: (941)745-3790
Email: Scott.Hopes@mymanatee.org

If to East Manatee Fire Rescue District (as the successor in interest to Myakka City Fire Control District):

East Manatee Fire Rescue District
3200 Lakewood Ranch Boulevard
Bradenton, FL 34211
Attention: Fire Chief
Email: whitthurst@emfr.org

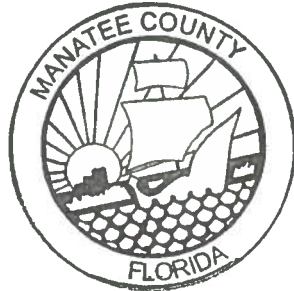
With copy to: Maggie Mooney, Esq.
6853 Energy Court
Lakewood Ranch, FL 34240
Facsimile: (941) 941-306-4832
Email: mmooney@swflgovlaw.com

4.7 Effective Date. This Agreement shall take effect on October 1, 2021. Pursuant to Section 163.01(11), Florida Statutes, a fully executed copy of this Interlocal Agreement shall be filed with the Clerk of the Circuit Court for Manatee County. Copies of this fully executed Interlocal Agreement shall also be provided to all Manatee County Constitutional Officers.

4.8 Entire Agreement. This Interlocal Agreement sets forth all covenants, promises, agreements and understandings between the parties concerning the subject matter of this Interlocal Agreement, and there are no covenants, promises, agreements or understandings, either oral or written, between the parties except as herein set forth.

4.9 Amendments. This Interlocal Agreement may be amended by mutual written agreement of the parties, approved and executed by the parties with the same formality as this Interlocal Agreement. Pursuant to Section 163.01(11), Florida Statutes, any amendments to this Interlocal Agreement shall become effective upon approval and execution by all parties and filing with the Clerk of Circuit Court for Manatee County.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed by their authorized representatives.



MANATEE COUNTY, a political subdivision of the State of Florida

By: Its Board of County Commissioners

By: [Signature]
Chairperson

Date: 9/14/2021

ATTEST: ANGELINA COLONNESO
CLERK OF THE CIRCUIT COURT AND COMPTROLLER

By: [Signature]
Deputy Clerk

MYAKKA CITY FIRE CONTROL DISTRICT

By: [Signature]

Its: Charles Matson Chrm

ATTEST:

By: [Signature]
Its: R.E. HENRICKSON SEC

EAST MANATEE FIRE RESCUE DISTRICT

By: [Signature]
Robert Conley, Chairperson

ATTEST:

By: [Signature]
James Carlino, Secretary



Board of County Commissioners September 14, 2021 - Regular Meeting

SUBJECT

EXECUTION OF INTERLOCAL AGREEMENT REGARDING THE MERGER OF THE MYAKKA CITY FIRE CONTROL DISTRICT AND THE EAST MANATEE FIRE RESCUE DISTRICT OF MANATEE COUNTY

Category

REGULAR

Briefings

Briefing Provided Upon Request

Contact and/or Presenter Information

Jacob Saur, Director of Public Safety, x3585

William Clague, County Attorney, x3750

Lee Whitehurst, Chief, East Manatee Fire Rescue District, 941-751-5611

Action Requested

Execution of the Interlocal Agreement to merge the Myakka City Fire Control District and the East Manatee Fire Rescue District of Manatee County.

Enabling/Regulating Authority

- Chapters 125 and 166 of Florida Statutes and Section 163.01, Florida Statutes, the "Florida Interlocal Cooperation Act".
- Chapter 2021-257, Laws of Florida
- Ordinance No. 21-35

Background Discussion

- Myakka City Fire Control District is a "Special Dependent Fire District" of Manatee County Board of County Commissioners. This falls under Ordinance 92-61.
- In August 2020, the Myakka Fire Control District Board of Commissioners and the East Manatee Fire Rescue Board of Commissioners voted to place the matter of a possible merger of Myakka City Fire Control District under East Manatee Fire Rescue District. It is desirable and in the best interest of public health, safety, and welfare to merge the two Fire Districts.

- The Districts have entered into an interlocal agreement which provides for the orderly transfer of all assets, liabilities, fees, and interests from the Myakka City Fire Control District to the East Manatee Fire Rescue District upon the effective date of Ordinance 21-35.

Attorney Review

Formal Written Review (Opinion memo must be attached)

Reviewing Attorney

Clague

Instructions to Board Records

Please email a copy of the approved agenda item and signed Ordinance to:

Jacob Saur, Director of Public Safety at Jacob.saur@mymanatee.org

Lisa Crabtree, Administrative Specialist at lisa.crabtree@mymanatee.org

William Clague, County Attorney at William.clague@mymanatee.org

Lee Whitehurst, Chief, East Manatee Fire Rescue District at lwhitehurst@emfr.org

Distributed 9/16/21, RT

Cost and Funds Source Account Number and Name

\$0.00; 0010006900 Admin

Amount and Frequency of Recurring Costs

N/A

From: [William Clague](#)
To: [Jacob Saur](#)
Cc: [Mitchell Palmer](#); [Cheri Coryea](#); [Lisa Crabtree](#); [Juliet Shepard](#); [James Crutchfield](#); [Maggie Mooney](#); [Chris Lyon](#)
Subject: Merger of Myakka City Fire District and East Manatee Fire District; CAO Matter No. 2020-0325
Date: Tuesday, December 22, 2020 11:43:53 AM

Jacob:

Pursuant to the above Request for Legal Services you have asked for the advice and assistance of this Office with respect to the merger of the Myakka City Fire District and East Manatee Fire District. The following facts are relevant to our response:

1. The Myakka City Fire District was established by County Ordinance No. 92-61, which readopted a previous special act of the Florida Legislature as a local ordinance. The East Manatee Fire District, by contrast, was established by special act of the Legislature.
2. In the August, 2020, primary election, the electors within each district approved the merger of the districts. Accordingly, representatives of the districts are now lobbying the Legislature to adopt a bill to amend the special act for the East Manatee Fire District to adjust its boundaries to incorporate the Myakka City Fire District.
3. Assuming the Legislature adopts the proposed merger bill, the County will then be in a position to take the steps necessary to transfer the assets and responsibilities of the Myakka City Fire District to the East Manatee Fire District.

I provide the following legal advice in response to the RLS:

1. Lobbyists representing the East Manatee Fire District have provide us with a draft merger bill. By email dated today, I have stated that this Office has no legal objection to the text of the bill.
2. I have also communicated with legal counsel to the districts with respect to future actions that will need to be taken to complete the merger, which include (a) repealing Ordinance No. 92-61, as amended, (b) amending and/or restating any existing agreements between the County and the districts affecting services, and (c) memorializing the transfer of assets. I understand that the districts and their attorneys, whom I have copied on this RLS response, will coordinate with the County regarding these matters when appropriate.

In the interim, please let me know if you have any questions regarding this matter. This concludes my response to the RLS.

William Clague, Chief Assistant County Attorney
Manatee County Attorney's Office
1112 Manatee Avenue West
Bradenton, FL 34205
(941)745-3750

william.clague@mymanatee.org