
MEMORANDUM

The Recreation District of Richland County (d/b/a Richland County Recreation Commission) (“**RCRC**”) is a special purpose district of the State of South Carolina empowered to provide physical education and recreational programs and facilities to the residents of RCRC within the areas of Richland County, South Carolina not embraced within the city limits of the City of Columbia. Specifically, RCRC is authorized to “acquire...lands or interest thereon to establish physical education and recreation facilities.” RCRC is interested in adding recreation facilities in the Northeast area of its service territory, specifically including an indoor swimming pool.

The Katie and Irwin Kahn Jewish Community Center (the “**JCC**”) has an established mission “to enhance quality of life by providing comprehensive programs based on Jewish values, traditions, heritage and culture” and “to promote unity through...social, recreational, athletic, educational, and cultural programs.” The JCC is located at 306 Flora Drive, Columbia, South Carolina and its existing facilities include an indoor swimming pool (the “**JCC Facilities**”).

RCRC and the JCC have been in high level discussion regarding the potential sale of the JCC Facilities to RCRC for an amount not to exceed \$7,000,000. While RCRC does not have funds available to make an offer or purchase the JCC Facilities at this time, RCRC, as memorialized in a resolution of the Recreation Commission of Richland County, as the governing body of RCRC dated March 28, 2023, requested an appropriation of statewide revenue funds in the amount of \$7,000,000 from the South Carolina General Assembly to fund the acquisition of the JCC Facilities.

In anticipation of the appropriation, the parties are negotiating a Memorandum of Understanding related to the proposed acquisition of the JCC Facilities (“**MOU**”). As currently contemplated under the draft MOU, the parties plan to (i) establish regular communications necessary to formulate the conveyance of the JCC Facilities (ii) create a work plan to related to the acquisition, including programming, of the JCC Facilities, and (iii) perform financial, legal, operational, regulatory, compliance, and market due diligence related to the proposed acquisition. Acquisition of the JCC Facilities by RCRC shall be expressly conditional on the receipt of the requested appropriation from the General Assembly.