

## AGREEMENT

### State of Georgia

### Rabun County

**Whereas**, the CITY OF SKY VALLEY, hereinafter referred to as First Party, is a municipal corporation in said State and County, chartered by the General Assembly of Georgia, and

**Whereas**, the undersigned, hereinafter referred to as Second Party, is a corporation with an office and place of business located in said County, and

**Whereas**, the parties desire to enter into this Agreement for certain services to be performed for the benefit of First Party by Second Party,

**Now, therefore, and in consideration of the mutual promises herein set forth and the payment by First Party to Second Party of the sum herein specified, it is mutually agreement as follows:**

I.

#### TERM OF AGREEMENT

This Agreement shall be effective when signed by both parties and shall continue in full force and effect until December 31, 2012. It may be renewed by the parties thereafter from year to year by a letter of intent to renew signed by both parties and attached hereto which shall specify any modifications hereof.

II.

#### DESCRIPTION OF SERVICES

Second Party shall provide fire fighting and rescue services in the same manner and to the same extent as it has in previous years for dwelling houses and other buildings and surrounding and adjacent areas located within the City of Sky Valley.

III.

#### AFFILIATION

Second Party is an Independent Contractor as to First Party and is not any agent or employee. The time and manner of performance shall be within the sole and exclusive discretion of Second Party taking into consideration the nature of the duties and obligations of Second Party as a fire and rescue service. First Party shall have no control over the same but Second Party shall cooperate with the Sky Valley Police Department and City Government and its employees in carrying out its duties and obligations.

IV.

#### COMPENSATION FOR SERVICES

First Party will financially contribute to Second Party for its services in the first, second, third and fourth quarters of the year 2012 in the amount of \$18,092.50 per quarter for a total of \$72,370.00 for the year. This represents 1 mil of the 13 mils taxed on property owners within the City.

V.

SPECIAL CONDITIONS

The following Special Conditions shall apply:

(A) This Agreement is made in Rabun County, Georgia, and the law of Georgia shall govern the legal construction and interpretation of its provisions and the rights and remedies of the parties.

(B) The provisions hereof constitute the entire agreement of the Parties and no oral agreement, promises or inducements made by either Party shall bind the other unless reduced to writing and incorporated herein.

(C) This Agreement may not be modified except in writing executed by both parties.

WITNESS THE HAND AND SEAL OF EACH PARTY THE DATE SET OPPOSITE EACH SIGNATURE.

The City of Sky Valley, Georgia, First Party

By: James A. Martindale  
James Martindale, Mayor  
Date: Jan 20, 2012

Attested: [Signature]  
Mandi Cantrell, City Clerk

(Affix City Seal)

Sky Valley-Scaly Mountain Fire & Rescue Department, Inc., Second Party

By: Ricky M. James  
Ricky M. James  
Chairman of the Board  
Date: 1-23-12

(Affix Corporate Seal)