Shelby County Government

MARK H. LUTTRELL, JR.
MAYOR

July 25, 2013

To Whom It May Concern:

RE: RFP # 13-005-84, Greenprint Sub-Planning Awards

ADDENDUM # 3

The below Indemnity Agreement replaces the agreement in Attachment "C" posted to our web site.

Please note, the recitals should describe the nature of the relationship between the parties involved and describe which party will be the responsible insured party and which will be the additional insured party.

If you have any questions, please contact me at nelson.fowler@shelbycountytn.gov.

Thank you,

Nelson Fowler, Manager A
Shelby County Government

Cc: John Zeanah, Office of Sustainability
RFP File 13-005-84

INDEMNITY AGREEMENT

This IDEMNITY AGREEMENT (**"Agreement"**) is entered into as of this _____ day of _____ 2013 by and between _____ ("_____"), and _____("_____").

RECITALS:

A. Both _____and _____ are in the business of _____.

B. _____has recently entered into a collection services contract with Shelby County, Tennessee (the "Contract").

C. _____ now wishes to enlist _____'s services as a subcontractor on the Contract and _____ desires to work on said contract.

D. Shelby County, Tennessee ("The County") wishes to incorporate _____ into the Contract, but wants to confirm that _____ will be solely responsible for all claims brought against either _____ or _____over the course of the Contract.

In consideration of the mutual covenants contained herein, and for other good and valuable consideration, the parties hereto agree as follows:

INDEMNIFICATION AGREEMENT AND RESPONSIBILITY OF _____

_____ agrees to indemnify, defend and hold harmless County and its respective shareholders, directors, officers, employees, agents and other representatives from and against any damage, loss, expense or other liability arising, directly or indirectly, out of a claim by any entity or person related to any work performed on the Contract. Furthermore, whenever applicable, _____ agrees to negotiate, defend against, or pay any disbursement for, and on behalf of, _____ related to any claims associated with the Contract.

Harris and ASH have executed this Agreement as of the day and year first above written.

[ ]	[ ]
By:_____	By: _____
_____	_____