

**FIRST AMENDMENT TO INTERGOVERNMENTAL AGREEMENT
YAMHILL COUNTY, OREGON and CITY OF MCMINNVILLE, OREGON**

THIS FIRST AMENDMENT TO THE INTERGOVERNMENTAL AGREEMENT, dated this 7th day of June 2023 ("Amendment #1"), is entered into by and between YAMHILL COUNTY ("County"), a political subdivision of the State of Oregon and the CITY OF MCMINNVILLE ("City"), a municipal corporation of the State of Oregon.

RECITALS

- A. County and City are parties to that certain intergovernmental agreement dated January 5, 2023 (the "IGA"), the purpose of which is to assure that all out of pocket costs and expenses incurred by the County in connection with the formation proceedings and election for the creation of a new McMinnville Fire District would be fully and promptly reimbursed by the City to the County. The IGA is memorialized in County records as Board Order No. 22-363 (the "IGA").
- B. County and City now desire to amend the IGA upon the terms and conditions as more particularly set forth herein below.
- C. Capitalized terms not defined herein shall have the meaning attributed to such terms in the IGA.

NOW THEREFORE, in consideration of the mutual covenants and agreements set forth herein below and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, County and City hereby agree as follows:

- 1. Section 4 of the IGA is hereby revised to include the following, subsection 4.1.:

4.1. Notwithstanding the above general indemnity and hold harmless provision, and without limiting the generality of the foregoing, subject to the limitations imposed by the Constitution of the State of Oregon and the Oregon Tort Claims Act, the City shall defend, save, hold harmless, and indemnify the County from all third party claims, suits, injuries, costs, expenses, liabilities and actions of whatsoever nature resulting from or arising out of the incorrect map and legal description that was provided by the City to the County and that was attached to County Board Order 23-15 and that was submitted to the Oregon Department of Revenue, which failed to include areas annexed into the McMinnville Rural Fire Protection District on June 25, 1969, and consisting of approximately 251 parcels on the Northwest section of the existing McMinnville Rural Fire Protection District; provided, however, that in the event County does not tender defense of third party claims to the City and chooses to pursue its own defense of such third party claims City shall not be required to reimburse County for any loss or cost that is paid by or recovered from the coverage or proceeds of insurance maintained by the County."

2. The balance of the IGA as amended by Amendment #1 remains unchanged.

3. **Ratification.** Except as otherwise expressly modified by the terms of this Amendment #1, the IGA shall remain unchanged and continue in full force and effect. All terms, covenants and conditions of the IGA not expressly modified herein are hereby confirmed and ratified and remain in full force and effect, and as further amended hereby, constitute valid and binding obligations of County and City enforceable according to the terms thereof.

4. **Binding Effect.** All of the covenants contained in this Amendment #1 shall be binding upon and shall inure to the benefit of the parties hereto and their respective heirs, legal representatives and permitted successors and assigns.

5. **Recitals.** The foregoing recitals are intended to be a material part of this Amendment #1 and are incorporated herein by this reference.

IN WITNESS WHEREOF, the parties have executed, or caused to be executed on the date indicated by their duly authorized officials, this IGA in duplicate, each of which shall be deemed an original on the date executed by all parties.

YAMHILL COUNTY

CITY OF MCMINNVILLE

Approved:

Approved:



Commissioner

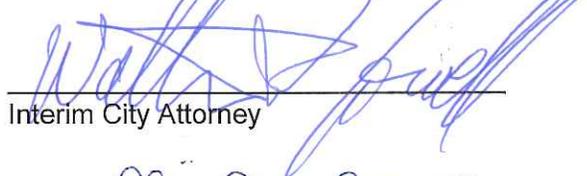
Mayor, City of MCMINNVILLE

Date: 6-15-23

Date: 06/07/2023

Approved as to Form:

Approved as to Form:



County Counsel

Interim City Attorney

Attest: Claudia Coneros
City Recorder

Accepted by Yamhill County
Board of Commissioners on
6-15-23 by Board Order
BO. 23-225