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March 7, 2019

Mr. Bob Majka
County Manager
Bay County
840 W. 11th Street
Panama City, FL 32401

Re: Retainer Agreement with Southern Strategy Group

Dear Mr. Bob Majka:

Thank you very much for your interest in Southern Strategy Group. We appreciate the opportunity to provide lobbying services to Bay County in Tallahassee. Southern Strategy Group is committed to providing the highest level of service in furtherance of your goals. This agreement will describe the terms under which that representation will occur.

You have asked that we represent Bay County before the legislative and executive branches of government on Hurricane relief and other issues related to the county. In addition, as part of our scope of service, Southern Strategy Group will provide ancillary services such as electronically forwarding to you on a daily basis relevant newspaper articles, analyses, and important governmental announcements.

The entire team of Southern Strategy Group's lobbyists in Tallahassee will be available to advance Bay County interests. You may wish to review in detail the qualifications of the team at www.sostrategy.com. However, in order to ensure that your needs are efficiently and fully addressed, I will be the primary contact for this representation. If I should ever be unavailable, I would encourage you to contact Rachel Cone. Our contact information is reflected on the attached sheet.

In exchange for these services, Bay County has agreed to pay Southern Strategy Group, \$7,500 per month beginning in March 2019 through the Governor's veto period of June 2019. At such time, the retainer will be \$5,000 per month until legislative session begins again in January 2020, at which time the retainer will be \$7,500 per month for a period of four months. Southern Strategy Group will send an invoice on the first of each month for the current month's services and payment is due by the end of each month. All payments should be remitted to P.O. Box 10570, Tallahassee, FL 32302. This agreement will proceed on a month-to-month basis and may be terminated by either party upon receipt of 30 days written notice. Costs directly attributable to the performance of this work will be billed in addition to the monthly retainer, and these costs may include travel, lobbyist registration fees, and other expenses incurred on Bay County behalf. No monthly costs that in the aggregate exceed \$500 will be incurred without your prior approval.

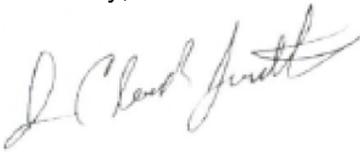
Also, by signing below, you agree that you will complete any forms necessary to comply with lobbyist registration requirements under Florida law that may arise as a result of our representation of Bay County during the term of this contract or after its termination should reporting periods overlap.

Please be aware that Florida has a lobbying fee disclosure law that requires quarterly disclosure of fees. Please review the attached fee disclosure form to fully understand this regulatory requirement and ensure that you agree with the information we will be submitting to comply with it.

It should also be noted that Southern Strategy Group has affiliated offices in other states and within the state of Florida. Southern Strategy Group has a policy of declining representation of clients when that representation would immediately create a direct conflict with other clients that Southern Strategy Group currently represents. You have retained Southern Strategy Group for representation in Tallahassee, and we know of no conflicts with our current clients. In order to ensure the candor and trust in our relationship that forms the basis of effective representation, it is the policy of Southern Strategy Group to keep confidential within each office all information about your business interests and strategies.

I believe the above reflects our understanding. If it does, please sign this agreement and return with the completed client information and lobbyist registration forms, which are enclosed. I appreciate your attention to this matter and look forward to working with you. Please never hesitate to contact me if we can assist Bay County in any way.

Sincerely,



Clark Smith

Enclosures

DocuSigned by:
Donald J. Banks
BDE9528ECCCD462
For Bay County

3/8/2019
Date