

RESOLUTION NO. 3503-2012

RESOLUTION OF THE FORT BRAGG CITY COUNCIL APPROVING SECOND AMENDMENT TO CASPAR TRANSFER STATION OPERATIONS AGREEMENT & LEASE BETWEEN COUNTY OF MENDOCINO AND SOLID WASTES OF WILLITS, INC. AND AUTHORIZING CITY MANAGER TO EXECUTE THE SAME

WHEREAS, Mendocino County (“County”) and the City of Fort Bragg (“City”) jointly own approximately 60 acres of property upon which the Caspar Landfill and Solid Waste Transfer Station are located in the Caspar area at the terminus of Prairie Way, also known as Assessor’s Parcel Numbers 118-50-010 and 118-50-011 (hereinafter “Caspar property”); and

WHEREAS, the Joint Powers Agreement approved by the Fort Bragg City Council per Resolution No. 3420-2011 on January 10, 2011, and amended per Resolution No. 3423-2011 on January 24, 2011, specifies that County shall enter into a “Caspar Transfer Station Operations Agreement and Lease”(hereinafter, “Caspar Operations Agreement”) with Solid Wastes of Willits, Inc. (“SWOW”) to convert the existing Caspar Transfer Station, from County operation to operation by SWOW and requires that the City review and approve the Caspar Operations Agreement and consent to it in all respects that affect City’s rights, powers, ownership, interests and liabilities; and

WHEREAS, County and SWOW entered into an agreement on January 25, 2011, with the consent and concurrence of the City of Fort Bragg, providing for operation of the Caspar Transfer Station by SWOW; and

WHEREAS, on November 28, 2011, the City approved the First Amendment to the agreement, amending Section 14(D) of the Caspar Operations Agreement to allow County to determine how future recycling commodity value adjustments, positive or negative, will be apportioned between solid waste, yard waste, metal and wood; and

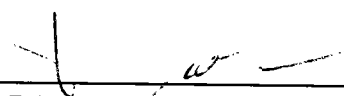
WHEREAS, the County and SWOW wish to further modify the Caspar Operations Agreement to allow for relocation of SWOW facilities in the event that development of a new commercial transfer station at the Caspar property occurs.

NOW, THEREFORE, BE IT RESOLVED that the City Council of the City of Fort Bragg does hereby approve the Second Amendment to Caspar Transfer Station Operations Agreement & Lease between County of Mendocino and Solid Wastes of Willits, Inc. as shown in “Exhibit A” and authorizes the City Manager to execute the same.

The above and foregoing Resolution was introduced by Councilmember Courtney, seconded by Councilmember Gjerde, and passed and adopted at a regular meeting of the City Council of the City of Fort Bragg held on the 9th day of January, 2012, by the following vote:

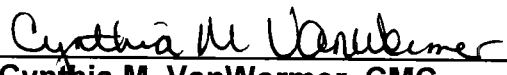
AYES: Councilmembers Courtney, Gjerde, Hammerstrom, and Mayor Turner.
NOES: None.

ABSENT: None.
ABSTAIN: None.



DAVE TURNER,
Mayor

ATTEST:



Cynthia M. VanWormer, CMC
City Clerk

“Exhibit A”

SECOND AMENDMENT TO CASPAR TRANSFER STATION OPERATIONS
AGREEMENT & LEASE BETWEEN COUNTY OF MENDOCINO AND SOLID WASTES
OF WILLITS, INC. [BOS AGREEMENT #11-008]

This 2nd amendment to the Caspar Transfer Station Operations Agreement & Lease is made this _____ day of January, 2012, at Ukiah, California between the County of Mendocino [hereinafter, “County”] and Solid Wastes of Willits, Inc.[hereinafter, “SWOW”].

WHEREAS, County and SWOW entered into an Agreement on January 25, 2011, with the consent and concurrence of the City of Fort Bragg, providing for operation of the Caspar Transfer Station by SWOW; and

WHEREAS, the agreement granted a lease to SWOW for certain portions of the Caspar property, as demarcated on an aerial photograph attached to the Agreement as Exhibit C; and

WHEREAS, the County is considering development of an expanded commercial solid waste transfer station at the Caspar property, which could require utilization of portions of the designated leasehold; and

WHEREAS, the County and SWOW wish to provide for modification of the lease in the event that development of a new commercial transfer station occurs.

NOW, THEREFORE the agreement is amended as follows:

1. The following new Section 16(H) is added to the Agreement:

“H. The County and City may choose to develop a new commercial transfer station on their jointly-owned property at the Caspar site, including the Leased Premises. If such development occurs, County may temporarily or permanently relocate Grantee’s facilities as necessary, including substituting other portions of the Caspar property for the Leased Premises. All relocation expenses will be paid by the County, including compensation to Grantee for any loss of net revenue in the event of temporary closure of the transfer station. County shall consult with Grantee during the planning of any relocation of facilities or changes in transfer station operation that may be required and Grantee shall cooperate fully with the development project.”

2. All other terms and conditions of the agreement remain in effect.

IN WITNESS WHEREOF, the parties hereto, by their duly authorized representatives, have affixed their hands.

COUNTY OF MENDOCINO

SOLID WASTES OF WILLITS, INC.

Chair, Board of Supervisors

Gerald Ward, CEO

Attest:

Clerk of the Board

Approved as to form:

Jeanine B. Nadel
County Counsel

Approved as to Insurance Requirements:

Kristin McMenomey, Risk Manager

AMENDMENT APPROVED BY CITY OF FORT BRAGG

Linda Ruffing, City Manager

DATE: _____

Attest:

Cynthia M. VanWormer, CMC, City Clerk