

**SEVENTEENTH AMENDMENT TO COUNTY FRANCHISE AGREEMENT FOR
SOLID WASTE COLLECTION AND REMOVAL FOR CENTRAL MARIN
FRANCHISE AREAS 1, 2, 3, 4, 5 & 6**

This Seventeenth Amendment to the agreement is entered into this 9th day of February 2010, by and between the COUNTY OF MARIN, a political subdivision of the State of California, hereinafter referred to as "County" and MARIN SANITARY SERVICE, INC., a California corporation, hereinafter referred to as "Company".

WITNESSETH:

WHEREAS, the County and the Company have heretofore entered into a written franchise agreement, dated October 18, 1994, relating to the collection and removal of solid waste; and

WHEREAS, the agreement allows modification with written approval of both parties, and has been previously so modified; and

WHEREAS, the agreement allows the Company to annually apply for a rate increase to permit the Company to realize a fair and reasonable profit from its operations; and

WHEREAS, the Company has submitted their 2010 rate application and the County has obtained independent rate review of the Company's request; and

WHEREAS, the independent rate review by HF & H, LLC found that the proposed rate change was supported by the study; and

WHEREAS, the Company is requesting a rate increase of 3.18% effective February 9, 2010, and

WHEREAS, the County and Company agree to implement a progressive can rate pilot program, using a 4% compounded rate for each gallon on progressively larger cans.

NOW, THEREFORE, it is mutually agreed that the written franchise agreement dated October 18, 1994, as heretofore amended, shall be further amended in the following manner:

1. Per Section 9 (Rates For Service) of the agreement, the service rates described in Exhibit "B" of the agreement shall be increased by 3.18%.

2. To reflect the above-described increase in rates "Exhibit B-14" of the agreement shall be amended and replaced by "Exhibit B-15," (attached) which provides for the rate increases as described herein, and also for the imposition of the progressive rate program which is hereby approved.

3. Other than as herein specifically amended and modified, the aforesaid agreement between the parties dated October 18, 1994, continues in full force and effect.

IN WITNESS WHEREOF, the parties hereto have entered into this Amendment the day and date first written above.

COUNTY OF MARIN

MARIN SANITARY SERVICES, INC.

By _____

By _____

President, Board of Supervisors

Secretary

ATTEST:

Deputy Clerk

Date

APPROVED AS TO FORM

Office of the Marin County Counsel

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