

Resolution No. 205-15

**A RESOLUTION APPROVING AN EXTENSION OF AN AGREEMENT
BETWEEN THE VILLAGE OF EAST DUNDEE AND SYNAGRO CENTRAL, LLC
FOR BIOSOLIDS HAULING AND LAND APPLICATION**

WHEREAS, the Village of East Dundee (the "Village") is a duly organized and validly existing home-rule municipality created in accordance with the Constitution of the State of Illinois of 1970 and the laws of the State; and,

WHEREAS, the Village on June 10, 2014 entered into an agreement with Synagro Central, LLC ("Synagro") for biosolids hauling and land application; and,

WHEREAS, Synagro has submitted a proposal for the extension of said agreement until October 31, 2018 under the same terms as the existing agreement; and,

WHEREAS, the President and Board of Trustees of the Village of East Dundee find that it is in the best interests of the Village to accept the extension proposal for biosolids hauling and land application services from Synagro.

NOW THEREFORE, BE IT RESOLVED, by the President and Board of Trustees of the Village of East Dundee, Cook and Kane Counties, Illinois, as follows:

Section 1: That the *Amendment to Agreement Material Management Agreement Biosolids Hauling and Land Application*, dated November 1, 2015, which is attached hereto and made a part hereof by reference as Exhibit A, between Synagro Central, LLC and the Village be and is hereby approved and the Village Administrator is hereby authorized to execute said Agreement on behalf of the Village.

Section 2: That this resolution shall be in full force and effect from and after its passage and approval according to law.

PASSED this 14th day of Dec, 2015, pursuant to a roll call vote as follows:

AYES: Trustees Gorman, Skillicorn, Lynam, Selep, Wood
and Hall

NAYS:

ABSENT:

APPROVED this 14th day of Dec, 2015

Attest: [Signature]
Village Clerk

[Signature]
Village President



Amendment to Agreement

Material Management Agreement
Biosolids Hauling and Land Application
East Dundee, IL
Wastewater Treatment Plant

On June 10th, 2014 the Agreement for the removal, transportation and land application of liquid and cake biosolids (the Contract) was entered into between Synagro Central LLC (Synagro) and the Village of East Dundee, Illinois (the Customer).

WHEREAS, Synagro and the Customer desire to further amend the Contract for good and valuable consideration, the receipt of which is hereby acknowledged and parties hereby agree to amend the contract as follows:

1. The term of the contract shall be extended for a period commencing on November 1st, 2015 and continuing through October 31st, 2018. The Contractor and the Customer further agree that at the end of this term, this Contract may be extended for additional periods as mutually agreed in writing by both parties. Either party may terminate this contract on the anniversary of this amendment with a ninety (90) day notice of termination prior to the anniversary.
2. In the event the specialty trailer is not available for use on this contract, an adjusted rate per wet ton will be charged. See the attached revised pricing schedule.
3. A CPI price adjustment will be applied starting November 1st, 2016. A price adjustment will only be applied if the percent change is positive between the two terms. See the attached page for details on the CPI adjustment formula.
4. An adjustment to the Scope of Work will be as follows: Synagro intends to utilize land application or other beneficial reuse of the Village's biosolids as the primary disposal option. Biosolids disposal by landfilling will only be utilized in the event land application is unavailable due to issues such as, but not limited to: force majeure; change in federal, state, or local law or ordinance; cropping schedules; quality; etc.

Except as modified herein by previous Amendments and this Amendment, the contract shall remain in effect in full force in accordance with all of the original terms and conditions.

IN WITNESS HEREOF, the parties hereto have caused this Amendment to be executed by their duly authorized officers or representatives on the 1st day of November, 2015.

Synagro Central, LLC

By: Matt DeWitt
Signature

Matt DeWitt
Print Name

Assistant Secretary
Title

Village of East Dundee, Illinois

By: Robert J. Skurka
Signature

Robert J. Skurka
Print Name

Village Administrator
Title



Revised Pricing Schedule

Unit Rate	Units	Description
\$28.50	Cubic Yard	Removal, transportation and land application with specialty trailer
\$55.00	Cubic Yard	Removal, transportation and landfill disposal
\$23.50	Cubic Yard	Removal, transportation and land application with roll-off dumpster

Annual Cost Adjustment Formula

CPI. All Agreement Prices shall be adjusted as follows:

All Agreement Prices shall be adjusted annually beginning on **November 1, 2016** based on the Non-Seasonally Adjusted Consumer Price Index established by the United States Department of Commerce, Bureau of Labor Statistics, for **Chicago** with the CPI immediately preceding the Commencement Date being the base index. Said adjustment shall apply to all fees contained herein, and shall be based on the following formula:

New Price = (Price Adjustment) x First Year Agreement Price

Price Adjustment = $1 + \left(\frac{\text{Current CPI} - \text{Base CPI}}{\text{Base CPI}} \right)$

CPI = All Items, **Chicago, CUURA207SA0, CUUSA207SA0**

Base CPI = **August 2015**

Once the CPI is available, the price adjustment shall take effect retroactively, where applicable, as of the dates specified above for price adjustments. No New Price shall ever be lower than any existing current Agreement Price in effect immediately before the annual adjustment.