

ORDINANCE NO. _____

AN ORDINANCE OF THE BOARD OF SUPERVISORS OF THE COUNTY OF SONOMA, STATE OF CALIFORNIA, AUTHORIZING THE SALE OF THE CENTRAL LANDFILL, CENTRAL TRANSFER STATION, THE SONOMA TRANSFER STATION AND THE ANNAPOLIS TRANSFER STATION ALONG WITH A 75 YEAR LEASE OF THE HEALDSBURG TRANSFER STATION AND THE GUERNEVILLE TRANSFER STATION TO REPUBLIC SERVICES OF SONOMA COUNTY, INC. PURSUANT TO THE TERMS AND CONDITIONS OF THAT CERTAIN PURCHASE AND SALE AGREEMENT [4/5ths vote]

The Board of Supervisors of the County of Sonoma, State of California, ordains as follows:

RECITALS

WHEREAS, on ~~October 6~~~~September 29~~, 2009, the Board of Supervisors adopted Resolution No. _____ making certain findings regarding the proposed sale and lease of the Central Landfill, Central Transfer Station, the Sonoma Transfer Station and the Annapolis Transfer Station along with a 75 year lease of the Healdsburg Transfer Station and the Guerneville Transfer Station (hereinafter referred to as the “Solid Waste Assets”) to Republic Services of Sonoma County, Inc. (“Republic”); and

WHEREAS, staff has negotiated the terms and conditions of the proposed divestiture of the Solid Waste Assets to Republic which are contained in that certain Purchase and Sale Agreement, and the exhibits and schedules thereto, which is on file with the Clerk of the Board; and

WHEREAS, as part of the Purchase and Sale Agreement, staff has negotiated an interim operations and disposal agreement with Republic (hereinafter “Interim Operations Agreement”), which is included within the exhibits to the Purchase and Sale Agreement, whereby Republic will operate the Solid Waste Assets during the escrow period and if escrow fails, the interim operations will continue for up to an additional 3 year period in order to give the County sufficient time to identify long term options for the handling of solid waste.

SECTION I

The Board hereby authorizes the County, acting through its Chair, to enter into, execute and deliver the Purchase and Sale Agreement and the Interim Operations Agreement between the County and Republic in substantially the form presented to this Board.

SECTION II

The Director of Transportation and Public Works, or his designated deputies, are individually and collectively authorized to execute any and all documents and agreements and, from time to time, to do and perform any and all acts and things consistent with this Ordinance and necessary or appropriate to carry the same into effect and to carry out its purposes.

SECTION III

If any section, subsection, sentence, clause or phrase of this ordinance is for any reason held to be unconstitutional and invalid, such decision shall not affect the validity of the remaining portion of this ordinance. The Board of Supervisors hereby declares that it would have passed this ordinance and every section, subsection, sentence, clause or phrase thereof, irrespective of the fact that any one or more sections, subsections, sentences, clauses or phrases be declared unconstitutional or invalid.

SECTION IV

This ordinance shall be and the same is hereby declared to be in full force and effect from and after thirty (30) days after the date of its passage and shall be published once before the expiration of fifteen (15) days after said passage, with the names of the Supervisors voting for or against the same, in _____, a newspaper of general circulation published in the County of Sonoma, State of California.

In regular session of the Board of Supervisors of the County of Sonoma passed and adopted this ____ day of _____ 2009, on regular roll call of the members of said Board by the following vote:

SUPERVISORS:

BROWN____ **KERNS**____ **ZANE**____ **CARRILLO**____ **KELLEY**

AYES ____ **NOES** ____ **ABSTAIN** ____ **ABSENT**

WHEREUPON, the Chair declared the above and foregoing ordinance duly adopted and

SO ORDERED.

Chair, Board of Supervisors
County of Sonoma

ATTEST:

Clerk of the Board of Supervisors