

ADDENDUM #1
TO
REQUEST FOR QUALIFICATIONS
DIVESTITURE OF SOLID WASTE ASSETS BY THE
COUNTY OF SONOMA

ORIGINALLY ISSUED November 7, 2007

ADDENDUM ISSUED December 11, 2007

Statements of Qualification due 2 p.m. Pacific Time on January 8, 2008

County of Sonoma
Department of Transportation and Public Works
2300 County Center Drive, Ste. B100
Santa Rosa, California 95403

This document represents Addendum #1 to the Request for Qualifications ("RFQ") dated as of November 7, 2007, issued by the County of Sonoma ("County") for divestiture of its solid waste assets, which include some or all of the Central Landfill and Annapolis, Central, Guerneville, Healdsburg and Sonoma Transfer Stations and related personal property, permits, contracts and other assets pertinent to the operation of the County's solid waste system (the "Assets").

1. The last sentence of RFQ Part A, Section 2.1.2, is revised to read as follows:

"It is not anticipated that the current direct haul of this waste will continue beyond the termination of the existing interim outhaul agreement, which expires in August 2010."

2. RFQ Part A, Section 6.2(d) is amended and restated as follows:

"The information disclosed in response to Part B, Volume 1, Sections 1.9, 1.9.1, 1.9.2 and 1.9.3 does not, in County's determination, materially adversely affect the Proposer's ability to carry out the responsibilities potentially allocated to it."

3. The first sentence of the first clause of RFQ Part A, Section 6.3.2 is revised to read as follows:

"The Approach to Divestiture (as referenced in Part B, Volume 1, Section 2) will be evaluated in accordance with the following criteria:"

4. RFQ Part A, Section 7.1(D) is revised to add the following stakeholder:

- Sonoma County Department of Health Services (the local enforcement agency for the Assets)

5. RFQ Part A, Section 7.3 is revised to add the following additional firms:

- Brown, Vence & Associates
- HDR, Inc.

6. The second paragraph of RFQ Part B, Volume 3, Section C is amended and restated as follows:

"Two references for each key personnel must be supplied. References shall be previous agencies or clients with whom the key personnel have worked within the past five years and shall include the name, position, company or agency and current addresses and phone and fax numbers; provided, however, that if the proposed key personnel individual has exclusively worked on solid waste assets owned by the Proposer and there are no third parties that can provide a reference, the Proposer may so indicate and will not be responsible for providing

references.”

7. Proposers shall be permitted, until December 14, 2007, at 5:00 p.m. Pacific Time, to ask additional questions with respect to this Addendum #1 only, following the procedure set forth in Part A, Section 4.4 of the RFQ. The County will attempt to respond to such questions prior to the SOQ Due Date, but will not guarantee responses prior to that time and no such failure to respond shall result in any extension of the SOQ Due Date nor give any claim or right of protest to any Proposer.

8. Attached as Exhibit A to this Addendum #1 are the questions received as of November 28, 2007 and answers to such questions. As discussed further in the answers, additional documents have been included within the Project Documents on the County's website, at www.sonoma-county.org/pw. Also, one document (the Joint Powers Agency agreement) has been corrected to exclude certain extraneous material.

Except as expressly modified by this Addendum #1, all terms and conditions of the RFQ shall remain in full force and effect.

EXHIBIT A
PROPOSER QUESTIONS AND ANSWERS

[see attached]

