

**Eleventh Amendment to Agreement for Operation
of the Pescadero Solid Waste Transfer Station**

THIS ELEVENTH AMENDMENT TO AGREEMENT, entered into this _____ day of January 2005, by and between the County of San Mateo, a political subdivision of the State of California, hereinafter referred to as "County", and BFI Waste Services of San Mateo County, 225 Shoreway Road, San Carlos, CA 94070, hereinafter referred to as "Contractor";

WITNESSETH:

WHEREAS, the parties hereto have previously entered into an Agreement dated August 5, 1986, whereby Contractor provides services and certain equipment necessary to operate the Pescadero Solid Waste Transfer Station in San Mateo County and to transport and dispose of solid waste from said transfer station in accordance with the terms and conditions of said Agreement; and

WHEREAS, the parties hereto have amended said Agreement from time to time and wish to further amend said Agreement to extend its term.

NOW, THEREFORE, in consideration of the above premises the parties do hereby agree as follows:

1. That Paragraph 2, "Duration of Contract", of said Agreement dated August 5, 1986, is hereby amended to read:

"The contract duration is sixty (60) months beginning on the start of work date County shows on the Notice to Proceed it delivers to Contractor. At the expiration of the sixty-month term, this Agreement may be extended on a month-to-month basis for a period not to extend beyond September 30, 2003. Subsequent to September 30, 2003, this Agreement will continue in effect on a month to month basis until a new contract for the operation of the Pescadero Transfer Station is awarded by the County and this Agreement is terminated pursuant to Paragraph 55 of this Agreement, or June 30, 2005, whichever occurs first."

2. That Paragraph 55, "Termination Due to the Awarding of a New Contract by the County", is hereby added to said Agreement dated August 5, 1986, to read:

"If at any time after September 30, 2003, the County conducts a procurement process that results in the awarding of a new contract for the operation of the Pescadero Transfer Station this Agreement will terminate sixty (60) days after the date of said award of a new contract, unless the parties to this Agreement mutually agree to an earlier termination date. Said mutual agreement to terminate in less than sixty (60) days shall be in the form of a letter countersigned by the County Director of Public Works and the General Manager of BFI Waste Services of San Mateo County."

3. That this Amendment to Agreement supersedes all previous amendments affecting Paragraph 2, "Duration of Contract", of said Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Eleventh Amendment to Agreement the date first hereinabove written.

"County"

COUNTY OF SAN MATEO


By _____
Richard Gordon, President
Board of Supervisors, County of San Mateo

ATTEST:

John Maltbie, Clerk of the
Board of Supervisors

"Contractor"

BFI WASTE SERVICES OF SAN MATEO
COUNTY

By  _____
Chris Valbusa, General Manager
BFI Waste Services of San Mateo County