



**WASTE CONNECTIONS INC.**  
*Connect with the Future®*

January 12, 2012

Ms. Gerri Silva  
Director, Environmental Services  
County of El Dorado  
2850 Fairlane Court, Bldg. C  
Placerville, CA 95667

Re: **Proposed Amendments – Franchise Agreement Between El Dorado County and Waste Connections of California, Inc., d/b/a El Dorado Disposal Service (f/k/a Amador Disposal Service Co., Inc.)**

Dear Ms. Silva:

Thank you for meeting with us to discuss that certain Franchise Agreement between El Dorado County, Waste Connections of California, Inc., d/b/a El Dorado Disposal Service (f/k/a Amador Disposal Service) and Waste Connections, Inc. (the “Agreement”). Per the meeting, El Dorado Disposal is requesting the following amendments to the Agreement:

- (1) Section 9 – Extend the term of the Agreement two and one-half years to December 31, 2014.
- (2) Section 15(A) – Waive the requirement to have El Dorado Disposal Service submit annual audited financial statements to El Dorado County and instead allow El Dorado Disposal Service to submit on an annual basis unaudited internal financial statements to El Dorado County for the fiscal years 2011, 2012, 2013 and 2014, along with annual reports of Waste Connections, Inc.
- (3) Section 19 – Starting in January 2012, to be effective each July 1<sup>st</sup>, provide El Dorado Disposal Service with annual rate increases equal to the change in the California CPI from the previous year (point to point, December to December) .

We appreciate your support on this matter. If these amendments are acceptable, let us know and we can work on preparing formal amendments to the Agreement. If you have any questions regarding this request, please call me at 530-295-2816.

Sincerely,

Sue VanDelinder  
Division Vice President

cc: Jeff Stevens

12-0244.A.1