

BOARD OF COUNTY COMMISSIONERS  
SARPY COUNTY, NEBRASKA

2010-154

10/007905

**RESOLUTION APPROVING ADDENDUM TO AGREEMENT WITH BLUE SOURCE/CII FOR  
LANDFILL GAS COLLECTION SYSTEM AT THE SARPY COUNTY LANDFILL**

WHEREAS, pursuant to Neb. Rev. Stat. §23-104(6) (Reissue 1997), the County has the power to do all acts in relation to the concerns of the County necessary to the exercise of its corporate powers; and,

WHEREAS, pursuant to Neb. Rev. Stat. §23-103 (Reissue 1997), the powers of the County as a body are exercised by the County Board; and,

WHEREAS, this board approved an agreement on April 14, 2009 between the County of Sarpy and Blue Source/CII to provide for the installation and operation of a landfill gas collection system at the Sarpy County Landfill; and,

WHEREAS, this board approved an Addendum to said Agreement on April 28, 2009; and,

WHEREAS, the parties are desirous of entering into a Second Addendum amending the provisions of said Agreement.

NOW, THEREFORE, BE IT RESOLVED by the Sarpy County Board of Commissioners that this Board hereby approves and adopts this Second Addendum to the Agreement with Blue Source/CII for installation and operation of a landfill gas collection system at the Sarpy County Landfill, a copy of which is attached.

BE IT FURTHER RESOLVED that the Chairman of this Board, together with the County Clerk, is hereby authorized to sign on behalf of this Board the Second Addendum to the Agreement with Blue Source/CII, a copy of which is attached, and any other related documents, the same being approved by the Board.

DATED this 25<sup>th</sup> day of May, 2010.

Moved by Tom Richards, seconded by Pat Thomas, that the above Resolution be adopted. Carried.

YEAS:

NAYS:

ABSENT:

Frederick

none

Rich Jansen

Tom Richards

\_\_\_\_\_

\_\_\_\_\_

Patrick J. Thomas

\_\_\_\_\_

ABSTAIN:

none

Debra Houghtaling  
County Clerk



Approved as to form

Wallace  
Deputy County Attorney

**SECOND ADDENDUM TO AMEND AGREEMENT  
WITH BLUE SOURCE/CARBON INFRASTRUCTURE INVESTMENT, LLC.**

This Second Addendum is entered into by and between Carbon Infrastructure Investment, LLC or an affiliate thereof (hereinafter "CII") and Sarpy County, Nebraska, a body politic and corporate (hereinafter "Sarpy").

WHEREAS, the parties have previously entered into an Agreement and Addendum to provide for the installation and operation of a landfill gas collection system at the Sarpy County Landfill; and,

WHEREAS, the parties are desirous of amending the provisions of said Agreement by this Second Addendum.

NOW, THEREFORE, it is hereby agreed by and between the parties:

I.

The prior Agreement between the parties is hereby amended by the terms of this Second Addendum.

II.

Section 2 (b) shall be amended to read, "In Phase 1, CII with technical support from RMT and Terra (or in the event RMT and Terra cannot provide the technical support required a different architectural, engineering and construction firm selected by CII and approved by SARPY, whose approval shall not be unreasonably withheld) would install the LFGCS at the Landfill. Collected gas would be conveyed to a central blower/flare station. Construction will occur in three parts. In Part 1, within the area of the landfill capped as of February 28, 2009, (approximately 34 acres), CII will install approximately twenty-four (24) gas extraction wells and construct 88% of the main header pipe. The number of wells and locations may change upon further diligence. CII will use commercially reasonable efforts to install Part I of the LFGCS Project no later than December 31, 2010. In the event such efforts exceed the December 31, 2010 deadline, Sarpy shall have the right to install odor-eliminating devices and structures, at its sole cost, provided such devices and structures do not financially or mechanically impact the Project. Sarpy shall coordinate such efforts with CII."

III.

The remaining terms and conditions of said prior Agreement shall remain unchanged.

IN WITNESS WHEREOF, we, the contracting parties, by our respective and duly authorized agents, hereby affix our signatures and seals as shown on the following signature pages.

Dated this 1<sup>st</sup> day of June, 2010.

CARBON INVESTMENT  
INFRASTRUCTURE

[Signature]

By: Matt Harmer

Its: Vice President + General Counsel

SARPY COUNTY

[Signature] 5/25/2010

By: Joni Jones

Its: Chairman



SEAL

ATTEST:

[Signature]  
County Clerk

Approved as to form:

\_\_\_\_\_  
County Attorney/Deputy

# Sarpy County Purchasing Department

SARPY COUNTY COURTHOUSE  
1210 GOLDEN GATE DRIVE  
SUITE 1129  
PAPILLION, NE 68046-2845  
FAX (402) 593-4304



Brian E. Hanson, Purchasing Agent  
(402) 593-2349  
Debby Peoples, Assistant Purchasing Agent  
(402) 593-4164  
Beth Cunard, Purchaser/Contract Specialist  
(402) 593-4476  
Lois Spethman, Supply Clerk/Purchaser  
(402) 593-2102

## MEMO

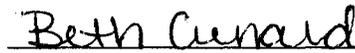
To: Sarpy County Board of Commissioners  
From: Beth Cunard  
Re: Addendum #2 Gas Management System

On April 14, 2009 the Board of Commissioners approved an agreement with Blue Source/CII for a Landfill Utilization/Management Project. The goal of this project is to assist in the elimination of odors at the Sarpy County Landfill. Blue Source/CII will undertake the project at their expense with royalties provided to the County.

As part of the agreement, time lines were developed for two phases. Phase I is for the implementation of a flare system. In order to complete this system, Sarpy County needed to obtain several permits from NDEQ. This process took longer than anticipated. Addendum #2 is extending Phase I until December 31, 2010. The original completion date for this phase was May 1, 2010. Blue Source/CII has just signed a contract with Terra Construction for a turnkey solution to execute Phase I.

I have placed this on the agenda for the May 25, 2010 Board meeting for your approval. If you have any questions, please feel free to contact me at 593-4476.

May 20, 2010

  
Beth Cunard

cc: Deb Houghtaling  
Mark Wayne  
Scott Bovick  
Brian Hanson  
Duwaine Brigman  
Kerry Schmid