

**FIFTH AMENDMENT TO AGREEMENT FOR COLLECTION OF
RESIDENTIAL REFUSE AND RECYCLABLES, AND OTHER RELATED
SERVICES WITHIN THE CITY OF DERBY, KANSAS**

This Fifth Amendment is made and entered into this 22 day of October, by and between:

THE CITY OF DERBY, KANSAS, a municipal corporation ("City");

and

WASTE CONNECTIONS OF KANSAS, INC., a Delaware corporation authorized to do business in Kansas, with its principal office at 2745 N. Ohio St, Wichita, KS 67219 ("WCI");

WHEREAS, the parties entered into an agreement, dated July 30, 2009 ("Agreement"), pursuant to which WCI is authorized to collect, transport and properly dispose of residential refuse and recyclables generated within the City; and

WHEREAS, the parties amended said agreement on September 13, 2011 ("First Amendment"), on the 16th day of April, 2013 ("Second Amendment"), on the 15th day of April, 2015 ("Third Amendment"), and on the 13th day of September, 2017 ("Fourth Amendment"); and

WHEREAS, the original term of the Agreement was a period of seven (7) years commencing on December 1, 2009, and terminating on November 30, 2016; and

WHEREAS, pursuant to the terms of the First Amendment, the term of the Agreement was extended to provide for a period of ten (10) years commencing on December 1, 2009 and ending on November 30, 2019; and

WHEREAS, the parties understand that City is in the process of preparing an RFP process for the purpose of selecting and awarding a new multi-year contract for the collection of residential refuse and recyclables within the City; and

WHEREAS, additional time is necessary to finalize the RFP process and, as such, an extension of the term of the Agreement is warranted to provide for ongoing residential refuse and recyclables collection by WCI within the City;

NOW THEREFORE, in consideration of the mutual promises herein contained, the parties agree as follows:

1. Subsection "A" of Section 25 of the Agreement, as the same has been amended by Paragraph 5 of the First Amendment, is hereby amended to read as follows:

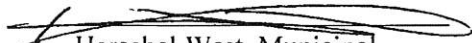
A. The term of this Agreement shall commence on December 1, 2009 ("Effective date") and terminate effective November 30, 2020. The parties may mutually agree to extend this Agreement to a later date.

2. Notwithstanding anything to the contrary, as of May 31, 2020, Section 13 of the Agreement shall be deleted in its entirety, and WCI shall have no obligation to provide the City the Recycling Perks program (or any similar recycling program or services) nor any other obligations contained within Section 13 of the Agreement with no penalty to WCI; provided, that WCI shall continue to provide single stream biweekly collection of recyclables as required by the Agreement.

3. Except as specifically amended herein, all other terms and conditions of the Agreement, as previously amended, remain in full force and effect according to its terms.

IN WITNESS WHEREOF, the parties have executed this Fifth Amendment to the Agreement as of the date first set forth above.

**WASTE CONNECTIONS
OF KANSAS, INC**


Herschel West, Municipal
Marketing Manager, Waste
Connections of Kansas, Inc.


CITY OF DERBY, KANSAS


Kathleen B. Sexton, City Manager

Attest:


Hillary Lawrence, City Clerk

Approved as to form:


Jacqueline R. Butler, City Attorney