Board of County Commissioners Meeting ***Staff Report***

Agenda Item # 7: Matters from Staff

Meeting Date: **March 16, 2009** **Presenter:** **Heather Overholser**
Submitting Department: **ISWR** **Subject:** **Terra Firma Organics Contract Addendum**

Statement / Purpose: To present a recommenation to the BCC to approve and sign an addendum to Teton County's contract with Terra Firma Organics.

Background / Description / Alternatives (Pros & Cons): The Terra Firma Organics (TFO) composting and wood management contract expired April 30, 2009, at which point the BCC approved an extension, with an expiration date of June 30, 2010. ISWR is in the process of planning, designing, and permitting the Horsethief Canyon landfill closure and transfer station site redevelopment. Because of uncertainties with the timing of the closure/construction and the final design configuration, a standard RFP issuance at this time for a new composting contract is not in Teton County's best interest. In order to provide Teton County with the most flexibility and to give the current contractor the most certainty, at a commissioner workshop on January 4, the BCC gave ISWR staff direction to develop a contract addendum, which includes an extension of the contract through March 31, 2012. An extension with this timeframe will:

1) Allow for the most effective timing of the RFP release for a new composting/wood management contract once the timing of the landfill closure and site redevelopment have been identified and approved by the DEQ (fall of 2011 to coincide with the contract expiration date of April 2012);
2) Keep the compost program going and maintain the waste diversion rate while a new composting site is identified and a better program is developed;
3) Allow Teton County to maintain the existing contract with a contractor that has proven to be successful and is familiar with space constraints and challenges of the current composting site; and,
4) Allow for minor contract changes.

The addendum includes the following changes/additions to the contract:

1) The contract between Terra Firma Organics and Teton County that was entered into on April 13, 2009, with an original expiration date of June 30, 2010, will be extended with a new expiration date of March 31, 2012.

2) By March 31, 2012, all unfinished and finished compost materials will be relocated (at Terra Firma's expense) to a new or temporary composting site by Terra Firma Organics to allow for the Horsethief Canyon landfill closure and site redevelopment construction.

3) Each fiscal year, Terra Firma Organics will provide to Teton County departments, divisions and agencies, at no cost to the County, $10,000 worth of finished loose compost product (wood mulch excluded).

Fiscal Impact: No changes will be made to the cost per ton for TFO to handle and process organic materials. All organics (except manure) will remain at $45/ton and manure at $22.50/ton. One

addition to the contract is: "Each fiscal year, Terra Firma Organics will provide to Teton County departments, divisions and agencies, at no cost to the County, $10,000 worth of finished loose compost product (wood mulch excluded)." $10,000 worth of material is the equivalent of: 222 yards of finished loose compost (74 one-ton pickup loads). Parks and Recreation will likely be the County Department to benefit the most from this contract term.

Staff Impact: ISWR staff will continue to manage the contract and coordinate with TFO on all composting/wood grinding activities.

Legal Review: The County Attorney's office has created the official contract addendum document (please see attached).

Recommendation: I recommend that the Teton County Board of County Commisisoners approve the signing of an addendum to Teton County's contract with Terra Firma Organics, which includes a contract extension through March 31, 2012.

Suggested Motion: I make a motion to approve the addendum to Teton County's contract with Terra Firma Organics, which includes a contract extension through March 31, 2012.

ADDENDUM #1

To

2009 Agreement for Services Between Teton County and Terra Firma Organics

This Addendum #1 to the 2009 Agreement for Services Between Teton County and Terra Firma Organics is entered into on the _____ day of _____, 2010, between the County of Teton, a duly organized county of the State of Wyoming, located at P.O. Box 1727, Jackson, Wyoming 83001 (hereinafter referred to as "County") and Terra Firma Organics, Inc., a Wyoming Corporation, located at P.O. Box 2713, Jackson, WY 83001 (hereinafter referred to as "Contractor"):

WHEREAS, the parties entered into an Agreement for Services on April 13, 2009, with an original expiration date of June 30, 2010;

WHEREAS the parties have mutually agreed that this contract should be extended with a new expiration date of March 31, 2012 and shall be revised to include the additional provisions as set forth below;

NOW, THEREFORE, the parties agree to the following:

1. The contract between the County and the Contractor that was entered into on April 13, 2009, with an original expiration date of June 30, 2010, is hereby extended with a new expiration date of March 31, 2012.

2. No later than March 31, 2012, all unfinished and finished compost materials will be relocated by Contractor, at Contractor's expense, to a new or temporary composing site to allow for the closure and site redevelopment construction of the Teton County Horsethief Landfill.

3. Each fiscal year (as designated by Teton County), Contractor will provide an aggregate of no less than $10,000.00 worth of finished loose compost product (wood mulch excluded), such amount to be determined at Contractor's retail price per cubic yard of compost, to Teton County departments, divisions and agencies on a first-come, first-serve basis or as otherwise designated by the County.

4. All terms of the contract dated the 13th day of April, 2009 not in conflict with the terms of this addendum shall remain in full force and effect.

APPROVAL AND EXECUTION

IN WITNESS WHEREOF the parties have executed this agreement on this _____day of March, 2010.

TERRA FIRMA ORGANICS, INC.

By: _____
Dane Buk, its President

Witness:_____

TETON COUNTY BOARD OF COMMISSIONERS

By:_____
Hank Phibbs, Chairman

Attest:_____
Sherry Daigle, County Clerk

Approved as to Form and Execution:

By: _____ Date: _____