



COUNTY OF HUMBOLDT

For the meeting of: July 25, 2017

Date: July 13, 2017

To: Board of Supervisors

From: *TM* Thomas K. Mattson, Public Works Director

Subject: Consent to Change in Control of Eel River Disposal Company, Inc. Regarding All Their Solid Waste Collection Franchise and Transfer Station Agreements.

RECOMMENDATION(S): That the Board of Supervisors:

1. Approve, and authorize the Chair of the Board of Supervisors, to execute the attached Consent to Change in Control of Eel River Disposal Company, Inc. regarding the Solid Waste Collection Franchise Agreement for the Fortuna and Ferndale areas, Weott and Myers Flat areas, Seven Southern Container sites, Redway Transfer Station and Recycling Center and Willow Creek area, of the County of Humboldt; and
2. Direct the Clerk of the Board to return two fully-executed originals of the attached Consent to Change in Control to the Department of Public Works for distribution.

SOURCE OF FUNDING: General Fund – Solid Waste (1100438)

DISCUSSION:

On June 28, 2011, the county and Eel River Disposal Company, Inc. (“ERD”) entered into a Solid Waste Collection Franchise Agreement for the collection, handling and disposal of solid waste for the Fortuna and Ferndale areas, Weott and Myers Flat areas, Seven Southern Container sites, Redway Transfer Station and Recycling Center and Willow Creek area, of the County of Humboldt (“Franchise Agreement”) for the period of July 1, 2011 to June 30, 2018.

Prepared by <u>Thomas K. Mattson/cm</u> REVIEW: Auditor <u>MM</u> County Counsel <u>SM</u> Personnel _____ Risk Manager <u>KK</u> Other _____ TYPE OF ITEM: <input checked="" type="checkbox"/> Consent <input type="checkbox"/> Departmental <input type="checkbox"/> Public Hearing <input type="checkbox"/> Other _____ PREVIOUS ACTION/REFERRAL: Board Order No. <u>B-2</u> Meeting of: <u>6/28/11</u>	CAO Approval <u>Karen Clower</u> <hr/> BOARD OF SUPERVISORS, COUNTY OF HUMBOLDT Upon motion of Supervisor <u>Wilson</u> seconded by Supervisor <u>Fennell</u> Ayes <u>Wilson, Fennell, Sundberg</u> Nays _____ Abstain _____ Absent <u>Bohn, Bass</u> and carried by those members present, the Board hereby approves the recommended action contained in this Board report. Dated: <u>July 25, 2017</u> By: <u>Kathy Hayes</u> Kathy Hayes, Clerk of the Board
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On June 16, 2017, representatives from Recology, Inc. informed the Humboldt County Public Works Director that it had entered into an agreement to acquire all of the outstanding shares of ERD. Pursuant to the terms of such agreement, ERD will become a wholly-owned subsidiary of Recology, Inc. and be rebranded as "Recology Eel River." Recology Eel River will continue to perform the obligations of ERD under the Franchise Agreement.

Accordingly, staff recommends that the Board approve, and authorize the Chair to execute, the attached Consent to Change in Control regarding the Franchise Agreement.

FINANCIAL IMPACT:

The attached Consent to Change in Control regarding the Franchise Agreement will not financially impact the county in any way.

The requested action conforms to the Board of Supervisors' Strategic Framework Core Role of providing community-appropriate levels of service.

OTHER AGENCY INVOLVEMENT:

Eel River Disposal Company, Inc. and Recology, Inc.

ALTERNATIVES TO STAFF RECOMMENDATIONS:

Board Discretion.

ATTACHMENT:

1. Letter from Recology, Inc. dated June 16, 2017 regarding the Solid Waste Collection Franchise Agreement for the Fortuna and Ferndale areas, Weott and Myers Flat areas, Seven Southern Container sites, Redway Transfer Station and Recycling Center and Willow Creek area, of the County of Humboldt
2. Consent to Change in Control of Eel River Disposal Company, Inc. regarding the Solid Waste Collection Franchise Agreement for the Fortuna and Ferndale Areas, Weott and Myers Flat areas, Seven Southern Container sites, Redway Transfer Station and Recycling Center and Willow Creek area, of the County of Humboldt



June 16, 2017

County of Humboldt  
1106 Second Street  
Eureka, California 95501  
Attn: Tom Mattson

Re: Notice regarding Change of Control of Eel River Disposal Company, Inc.  
(1) Agreement Between the County of Humboldt and Eel River Disposal Company, Inc. For The Operation and Maintenance of The Redway Transfer Station Including The Transport and Disposal of Waste Therefrom, effective as of May 1, 2010, as amended (the "*Redway Operating Agreement*"); and (2) Agreement Between the County of Humboldt and Eel River Disposal Company, Inc. For The Operation and Maintenance of Seven Southern Solid Waste Container Sites Including The Transport and Disposal of Waste Therefrom, dated as of April 27, 2010, as amended (the "*Container Sites Operating Agreement*" and together with the Redway Operating Agreement, the "*Agreements*").

Dear Tom,

The purpose of this letter is to inform you that Eel River Disposal Company, Inc. ("*ERD*") and Recology Inc. ("*Recology*") have entered into an agreement whereby Recology will acquire all the outstanding shares of ERD (the "*Transaction*"). Following the closing of the Transaction, ERD will be rebranded Recology Eel River and will continue to perform the obligations of "CONTRACTOR" under the Agreements.

We expect the Transaction to close in July 2017, and the parties will update the County as the closing approaches.

We are happy to meet with you to further discuss the transition; please do not hesitate to contact Linda Wise at (707) 442-4501 regarding this matter.

We appreciate your prompt consideration of this request.

Best Regards,

A handwritten signature in black ink, appearing to read "G. P. McGrath". The signature is fluid and cursive, with a prominent initial "G" and a long, sweeping underline.

George P. McGrath  
Executive Vice President and COO

cc: Harry Hardin, President, Eel River Disposal Company, Inc.

**CONSENT TO CHANGE IN CONTROL OF  
EEL RIVER DISPOSAL COMPANY, INC.**

This Consent to Change in Control (“Consent”), entered into this 25<sup>th</sup> day of ~~June~~ <sup>July</sup> 2017, is by and between the County of Humboldt, a political subdivision of the State of California, hereinafter referred to as “COUNTY,” and Eel River Disposal Company, Inc., a California corporation dba Eel River Disposal and Resource Recovery, Inc., hereinafter referred to as “EEL RIVER”.

WHEREAS, COUNTY and EEL RIVER are parties to the following agreements (the “Agreements”):

- (i) Solid Waste Collection Franchise Agreement for the Ferndale and Fortuna Areas of Humboldt County, for services provided over the period October 6, 2008 to June 30, 2018.
- (ii) Solid Waste Collection Franchise Agreement for the Weott-Myers Flat Areas of Humboldt County, for services provided over the period November 1, 2010 to June 30, 2020.
- (iii) Agreement for Operation of Seven Southern Container Sites, for services provided over the period May 1, 2010 to June 30, 2019.
- (iv) Agreement for Operation and Maintenance of the Redway Transfer Station and Recycling Center, and the Hauling and Disposal of Waste Therefrom, for services provided over the period May 1, 2010 to June 30, 2029.
- (v) Solid Waste Collection Franchise Agreement for the Willow Creek Area of Humboldt County, for services provided over the period May 27, 2014 to June 30, 2024 (the “Willow Creek Franchise Agreement”).

WHEREAS, on June 7, 2017, EEL RIVER entered into an agreement with Recology Inc., a California corporation, hereinafter referred to as “RECOLOGY”, whereby RECOLOGY would acquire all of the outstanding shares of EEL RIVER (the “Transaction”), and upon the closing of the Transaction, EEL RIVER would become a wholly-owned subsidiary of RECOLOGY;

WHEREAS, under one or more of the Agreements, the Transaction constitutes a “change in control” of EEL RIVER, and therefore the consummation of the Transaction requires the prior written consent of the COUNTY.

NOW, THEREFORE, the parties hereto mutually agree as follows:

- 1. COUNTY hereby consents to the Transaction and EEL RIVER’s change in control, as and to the extent required under each Agreement. This consent shall be effective as of the date first written above.



2. EEL RIVER hereby affirms that following the consummation of the Transaction, it will continue to perform the obligations of "Contractor" under each Agreement.

3. For the avoidance of doubt, the parties acknowledge that EEL RIVER, with COUNTY's consent, assigned all its rights and duties under the Willow Creek Franchise Agreement, other than those associated with debris box franchise solid waste, to Joshua and Lisa McKnight d/b/a Tom's Trash Company ("TOM'S TRASH"), pursuant to (and as more particularly described in) that certain Assignment and Assumption Agreement dated October 14, 2014 among COUNTY, EEL RIVER and TOM'S TRASH.

4. Each person executing this Consent represents and warrants that he or she is duly authorized and has legal authority to execute and deliver this Consent. Each party represents and warrants to the other that the execution and delivery of this Consent and the performance of such party's obligations hereunder have been duly authorized.

IN WITNESS WHEREOF, the parties hereto have executed this Consent on the date first written above.

*TWO SIGNATURES ARE REQUIRED FOR CORPORATIONS:*

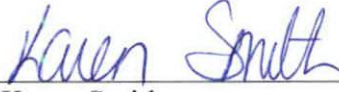
*(1) CHAIRPERSON OF THE BOARD, PRESIDENT, OR VICE PRESIDENT; AND*

*(2) SECRETARY, ASSISTANT SECRETARY, CHIEF FINANCIAL OFFICER OR TREASURER.*

**EEL RIVER DISPOSAL COMPANY, INC.:**


By:   
\_\_\_\_\_  
Harry A. Hardin  
President

Date: 7-12-17

By:   
\_\_\_\_\_  
Karen Smith  
Secretary

Date: 7-12-17

**COUNTY OF HUMBOLDT:**

By:   
\_\_\_\_\_  
Virginia Bass Ryan Sundberg  
Chair, Board of Supervisors vice-chair

Date: 7/25/17

**APPROVED AS TO INSURANCE PROVISIONS AND CERTIFICATES FILED:**

By:   
\_\_\_\_\_

Date: 7/17/2017





APR 12 2017

282959

# CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)  
4/4/2017

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

**IMPORTANT:** If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> Commercial Lines - (707) 769-2900 Wells Fargo Insurance Services USA, Inc. - CA Lic#: 0D08408 1039 N. McDowell Blvd. Petaluma, CA 94954-1173		<b>CONTACT NAME:</b> PHONE: (A/C, No, Ext): E-MAIL: ADDRESS:		<b>FAX (A/C, No):</b>	
<b>INSURED</b> Eel River Disposal Co., Inc. P.O. Box 266 Fortuna CA 95540		<b>INSURER(S) AFFORDING COVERAGE</b>		<b>NAIC #</b>	
		<b>INSURER A:</b> Greenwich Insurance Company		22322	
		<b>INSURER B:</b> XL Specialty Insurance Company		37885	
		<b>INSURER C:</b>			
		<b>INSURER D:</b>			
		<b>INSURER E:</b>			
		<b>INSURER F:</b>			


**COVERAGES**      **CERTIFICATE NUMBER: 11672042**      **REVISION NUMBER: See below**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS	
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GENL AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:	X		GEC3001248	02/14/2017	02/14/2018	EACH OCCURRENCE	\$ 1,000,000
							DAMAGE TO RENTED PREMISES (Ea occurrence)	\$ 300,000
							MED EXP (Any one person)	\$ 10,000
							PERSONAL & ADV INJURY	\$ 1,000,000
							GENERAL AGGREGATE	\$ 2,000,000
							PRODUCTS - COMP/OP AGG	\$ 2,000,000
								\$
B	<input checked="" type="checkbox"/> AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS ONLY			AEC0049301 Light Vehicles Only	02/14/2017	02/14/2018	COMBINED SINGLE LIMIT (Ea accident)	\$ 1,000,000
							BODILY INJURY (Per person)	\$
							BODILY INJURY (Per accident)	\$
							PROPERTY DAMAGE (Per accident)	\$
								\$
B	<input type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> EXCESS LIAB <input checked="" type="checkbox"/> DED <input checked="" type="checkbox"/> RETENTION \$ 10,000			UEC0049299	02/14/2017	02/14/2018	EACH OCCURRENCE	\$ 3,000,000
							AGGREGATE	\$ 3,000,000
								\$
	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below		Y/N N/A				PER STATUTE	
							OTH-ER	
							E.L. EACH ACCIDENT	\$
							E.L. DISEASE - EA EMPLOYEE	\$
							E.L. DISEASE - POLICY LIMIT	\$
B	<input checked="" type="checkbox"/> Auto Liability Med, Hvy & X-Hvy Vehicles			AEC0049300	02/14/2017	02/14/2018	\$1,000,000 Combined Single Limit (Symbol 1)	

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)  
CG20100413 RE: The Southern Container Sites/Ferndale Franchise/Fortuna Area Franchise and Redway Transfer Station. Exclusive Franchise for the collection and disposal of garbage or solid waste.

The Ferndale Franchise/Compacted Haul, The Southern Container Sites, Fortuna Area Franchise and Redway Transfer Station, and The County of Humboldt are additional insured under the general liability per the attached endorsement referenced above.

<b>CERTIFICATE HOLDER</b>		<b>CANCELLATION</b>	
County of Humboldt 1106 2nd Street Eureka CA 95501		SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.	
		AUTHORIZED REPRESENTATIVE 	

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ACORD 25 (2016/03)





**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

**ADDITIONAL INSURED – OWNERS, LESSEES OR CONTRACTORS – SCHEDULED PERSON OR ORGANIZATION**

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART

**SCHEDULE**

Name Of Additional Insured Person(s) Or Organization(s)	Location(s) Of Covered Operations
Any person or organization where required by written contract provided that such contract was executed prior to the date of loss.	All Locations as required per written contract.
Information required to complete this Schedule, if not shown above, will be shown in the Declarations.	

**A. Section II – Who Is An Insured** is amended to include as an additional insured the person(s) or organization(s) shown in the Schedule, but only with respect to liability for "bodily injury", "property damage" or "personal and advertising injury" caused, in whole or in part, by:

1. Your acts or omissions; or
2. The acts or omissions of those acting on your behalf;

in the performance of your ongoing operations for the additional insured(s) at the location(s) designated above.

However:

1. The insurance afforded to such additional insured only applies to the extent permitted by law; and
2. If coverage provided to the additional insured is required by a contract or agreement, the insurance afforded to such additional insured will not be broader than that which you are required by the contract or agreement to provide for such additional insured.

**B.** With respect to the insurance afforded to these additional insureds, the following additional exclusions apply:

This insurance does not apply to "bodily injury" or "property damage" occurring after:

1. All work, including materials, parts or equipment furnished in connection with such work, on the project (other than service, maintenance or repairs) to be performed by or on behalf of the additional insured(s) at the location of the covered operations has been completed; or
2. That portion of "your work" out of which the injury or damage arises has been put to its intended use by any person or organization other than another contractor or subcontractor engaged in performing operations for a principal as a part of the same project.





Commercial Lines - (707) 769-2900  
Wells Fargo Insurance Services USA, Inc. - CA Lic#: 0  
1039 N. McDowell Blvd.  
Petaluma, CA 94954-1173

County of Humboldt  
1106 2nd Street  
Eureka CA 95501

\*\*\*\*\*  
Would you like to receive this certificate via email or fax?

We offer expedited delivery to better serve our mutual clients.

To update the delivery method for revisions to this certificate and for next year's copy, please enter this information in your browser:

<https://www.cybersure.com/cybersure/forms/iyoc/cdmu.aspx>

When prompted, enter this information for security purposes:

Client ID: 282959  
Cert ID: 11672042  
Passcode: BCE8551A

Follow the instructions and let us know your delivery preference. You'll receive future copies of this certificate via the method you provide.

Thank you for helping us provide certificates to you more quickly.

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# CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

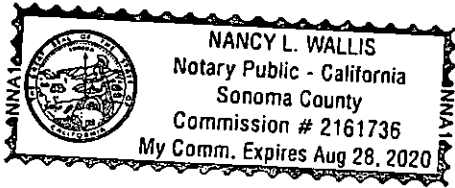
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA

County of Sonoma

On May 17, 2017 before me, Nancy L. Wallis, Notary Public,  
Date Insert Name of Notary exactly as it appears on the official seal

personally appeared Natalie Ann Horder  
Name(s) of Signer(s)



Place Notary Seal Above

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Witness my hand and official seal.

Signature Nancy L. Wallis  
Signature of Notary Public Nancy L. Wallis

## OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of the form to another document.

### Description of Attached Document

Title or Type of Document: \_\_\_\_\_

Document Date: \_\_\_\_\_ Number of Pages: \_\_\_\_\_

Signer(s) Other Than Named Above: \_\_\_\_\_

### Capacity(ies) Claimed by Signer(s)

Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

RIGHT THUMBPRINT  
OF SIGNER

Top of thumb here

Signer is Representing:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

RIGHT THUMBPRINT  
OF SIGNER

Top of thumb here

Signer is Representing:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**POWER OF ATTORNEY FOR  
DEVELOPERS SURETY AND INDEMNITY COMPANY  
INDEMNITY COMPANY OF CALIFORNIA  
PO Box 19725, IRVINE, CA 92623 (949) 263-3300**

KNOW ALL BY THESE PRESENTS that except as expressly limited, DEVELOPERS SURETY AND INDEMNITY COMPANY and INDEMNITY COMPANY OF CALIFORNIA, do each hereby make, constitute and appoint:

**\*\*\*Catherine A. Pinney, Stacy M. Clinton, K. Dixon Wright, Nancy L. Wallis, Kandace L. Reeves, Natalie Ann Horder, Michael Landucci, Loretta Lange, jointly or severally\*\*\***

as their true and lawful Attorney(s)-in-Fact, to make, execute, deliver and acknowledge, for and on behalf of said corporations, as sureties, bonds, undertakings and contracts of suretyship giving and granting unto said Attorney(s)-in-Fact full power and authority to do and to perform every act necessary, requisite or proper to be done in connection therewith as each of said corporations could do, but reserving to each of said corporations full power of substitution and revocation, and all of the acts of said Attorney(s)-in-Fact, pursuant to these presents, are hereby ratified and confirmed.

This Power of Attorney is granted and is signed by facsimile under and by authority of the following resolutions adopted by the respective Boards of Directors of DEVELOPERS SURETY AND INDEMNITY COMPANY and INDEMNITY COMPANY OF CALIFORNIA, effective as of January 1st, 2008.

RESOLVED, that a combination of any two of the Chairman of the Board, the President, Executive Vice-President, Senior Vice-President or any Vice President of the corporations be, and that each of them hereby is, authorized to execute this Power of Attorney, qualifying the attorney(s) named in the Power of Attorney to execute, on behalf of the corporations, bonds, undertakings and contracts of suretyship; and that the Secretary or any Assistant Secretary of either of the corporations be, and each of them hereby is, authorized to attest the execution of any such Power of Attorney;

RESOLVED, FURTHER, that the signatures of such officers may be affixed to any such Power of Attorney or to any certificate relating thereto by facsimile, and any such Power of Attorney or certificate bearing such facsimile signatures shall be valid and binding upon the corporations when so affixed and in the future with respect to any bond, undertaking or contract of suretyship to which it is attached.

IN WITNESS WHEREOF, DEVELOPERS SURETY AND INDEMNITY COMPANY and INDEMNITY COMPANY OF CALIFORNIA have severally caused these presents to be signed by their respective officers and attested by their respective Secretary or Assistant Secretary this 6th day of February, 2017.

By: *Daniel Young*  
Daniel Young, Senior Vice-President

By: *Mark Lansdon*  
Mark Lansdon, Vice-President



A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California  
County of Orange

On February 6, 2017 before me, Lucille Raymond, Notary Public  
Date Here Insert Name and Title of the Officer

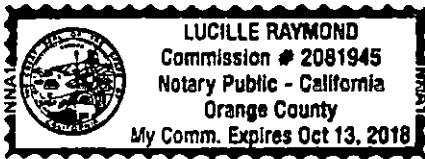
personally appeared Daniel Young and Mark Lansdon  
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature *Lucille Raymond*  
Lucille Raymond, Notary Public



Place Notary Seal Above

**CERTIFICATE**

The undersigned, as Secretary or Assistant Secretary of DEVELOPERS SURETY AND INDEMNITY COMPANY or INDEMNITY COMPANY OF CALIFORNIA, does hereby certify that the foregoing Power of Attorney remains in full force and has not been revoked and, furthermore, that the provisions of the resolutions of the respective Boards of Directors of said corporations set forth in the Power of Attorney are in force as of the date of this Certificate.

This Certificate is executed in the City of Irvine, California, this 17th day of May, 2017.

By: *Cassie J. Harrisford*  
Cassie J. Harrisford, Assistant Secretary







# CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA

County of Sonoma

On May 17, 2017 before me, Nancy L. Wallis, Notary Public,  
Date Insert Name of Notary exactly as it appears on the official seal

personally appeared Natalie Ann Horder

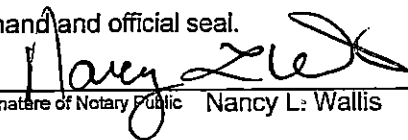
Name(s) of Signer(s)

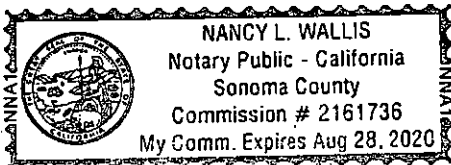
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Witness my hand and official seal.

Signature

  
Signature of Notary Public Nancy L. Wallis



Place Notary Seal Above

## OPTIONAL

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Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

RIGHT THUMBPRINT  
OF SIGNER

Top of thumb here

Signer is Representing:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

RIGHT THUMBPRINT  
OF SIGNER

Top of thumb here

Signer is Representing:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**POWER OF ATTORNEY FOR  
DEVELOPERS SURETY AND INDEMNITY COMPANY  
INDEMNITY COMPANY OF CALIFORNIA  
PO Box 19725, IRVINE, CA 92623 (949) 263-3300**

KNOW ALL BY THESE PRESENTS that except as expressly limited, DEVELOPERS SURETY AND INDEMNITY COMPANY and INDEMNITY COMPANY OF CALIFORNIA, do each hereby make, constitute and appoint:

\*\*\*Catherine A. Pinney, Stacy M. Clinton, K. Dixon Wright, Nancy L. Wallis, Kandace L. Reeves, Natalie Ann Horder, Michael Landucci, Loretta Lange, jointly or severally\*\*\*

as their true and lawful Attorney(s)-in-Fact, to make, execute, deliver and acknowledge, for and on behalf of said corporations, as sureties, bonds, undertakings and contracts of suretyship giving and granting unto said Attorney(s)-in-Fact full power and authority to do and to perform every act necessary, requisite or proper to be done in connection therewith as each of said corporations could do, but reserving to each of said corporations full power of substitution and revocation, and all of the acts of said Attorney(s)-in-Fact, pursuant to these presents, are hereby ratified and confirmed.

This Power of Attorney is granted and is signed by facsimile under and by authority of the following resolutions adopted by the respective Boards of Directors of DEVELOPERS SURETY AND INDEMNITY COMPANY and INDEMNITY COMPANY OF CALIFORNIA, effective as of January 1st, 2008.

RESOLVED, that a combination of any two of the Chairman of the Board, the President, Executive Vice-President, Senior Vice-President or any Vice President of the corporations be, and that each of them hereby is, authorized to execute this Power of Attorney, qualifying the attorney(s) named in the Power of Attorney to execute, on behalf of the corporations, bonds, undertakings and contracts of suretyship; and that the Secretary or any Assistant Secretary of either of the corporations be, and each of them hereby is, authorized to attest the execution of any such Power of Attorney;

RESOLVED, FURTHER, that the signatures of such officers may be affixed to any such Power of Attorney or to any certificate relating thereto by facsimile, and any such Power of Attorney or certificate bearing such facsimile signatures shall be valid and binding upon the corporations when so affixed and in the future with respect to any bond, undertaking or contract of suretyship to which it is attached.

IN WITNESS WHEREOF, DEVELOPERS SURETY AND INDEMNITY COMPANY and INDEMNITY COMPANY OF CALIFORNIA have severally caused these presents to be signed by their respective officers and attested by their respective Secretary or Assistant Secretary this 6th day of February, 2017.

By: *Daniel Young*  
Daniel Young, Senior Vice-President

By: *Mark Lansdon*  
Mark Lansdon, Vice-President



A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California  
County of Orange

On February 6, 2017 before me, Lucille Raymond, Notary Public  
Date Here Insert Name and Title of the Officer

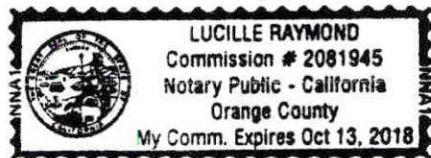
personally appeared Daniel Young and Mark Lansdon  
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature *Lucille Raymond*  
Lucille Raymond, Notary Public



Place Notary Seal Above

**CERTIFICATE**

The undersigned, as Secretary or Assistant Secretary of DEVELOPERS SURETY AND INDEMNITY COMPANY or INDEMNITY COMPANY OF CALIFORNIA, does hereby certify that the foregoing Power of Attorney remains in full force and has not been revoked and, furthermore, that the provisions of the resolutions of the respective Boards of Directors of said corporations set forth in the Power of Attorney are in force as of the date of this Certificate.

This Certificate is executed in the City of Irvine, California, this 17th day of May, 2017.

By: *Cassie J. Bernisford*  
Cassie J. Bernisford, Assistant Secretary





## CONTINUATION CERTIFICATE

Premium Amount: \$1,050.00

In consideration of the premium charged, Indemnity Company of California, as surety, hereby continues in force Bond No. 866537P dated January 1, 2001, in the amount of Fifty Thousand Dollars and No/100 (\$50,000.00) on behalf of Eel River Disposal & Resource Recovery Inc. as Principal, in favor of the County of Humbolt as Obligee for the period January 1, 2017 and ending January 1, 2018 subject to all terms and conditions of the said bond:

**PROVIDED** that the liability of Indemnity Company of California, as surety, shall not exceed in the aggregate the amount above written, whether the loss shall have occurred during the term of said bond or during any continuation or continuations thereof, or partly during said term and partly during any continuation or continuations thereof.

Signed and Sealed this 16<sup>th</sup>, Day of December, 2016.

Indemnity Company of California  
Surety

By: 

\_\_\_\_\_  
Natalie Ann Horder, Attorney-in-Fact



# CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA

County of Sonoma }

On December 16, 2016 before me, Nancy L. Wallis, Notary Public,  
Date Insert Name of Notary exactly as it appears on the official seal

personally appeared Natalie Ann Horder

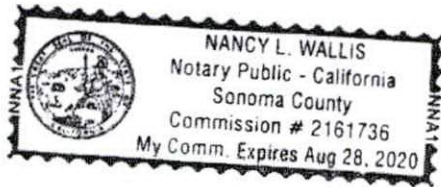
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Witness my hand and official seal.

Signature Nancy L. Wallis  
Signature of Notary Public Nancy L. Wallis



Place Notary Seal Above

## OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of the form to another document.

### Description of Attached Document

Title or Type of Document: \_\_\_\_\_

Document Date: \_\_\_\_\_ Number of Pages: \_\_\_\_\_

Signer(s) Other Than Named Above: \_\_\_\_\_

### Capacity(ies) Claimed by Signer(s)

Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

RIGHT THUMBPRINT  
OF SIGNER

Top of thumb here

Signer is Representing:  
\_\_\_\_\_  
\_\_\_\_\_

Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

RIGHT THUMBPRINT  
OF SIGNER

Top of thumb here

Signer is Representing:  
\_\_\_\_\_  
\_\_\_\_\_



**POWER OF ATTORNEY FOR  
DEVELOPERS SURETY AND INDEMNITY COMPANY  
INDEMNITY COMPANY OF CALIFORNIA  
PO Box 19225, IRVINE, CA 92623 (949) 263-3300**

KNOW ALL BY THESE PRESENTS that except as expressly limited, DEVELOPERS SURETY AND INDEMNITY COMPANY and INDEMNITY COMPANY OF CALIFORNIA, do each hereby make, constitute and appoint:

\*\*\*Catherine A. Pinney, Stacy M. Clinton, K. Dixon Wright, Nancy L. Wallis, Kandace L. Reeves, Natalie Ann Horder, Michael Landucci, Loretta Lange, jointly or severally\*\*\*

as their true and lawful Attorney(s)-in-Fact, to make, execute, deliver and acknowledge, for and on behalf of said corporations, as sureties, bonds, undertakings and contracts of suretyship giving and granting unto said Attorney(s)-in-Fact full power and authority to do and to perform every act necessary, requisite or proper to be done in connection therewith as each of said corporations could do, but reserving to each of said corporations full power of substitution and revocation, and all of the acts of said Attorney(s)-in-Fact, pursuant to these presents, are hereby ratified and confirmed.

This Power of Attorney is granted and is signed by facsimile under and by authority of the following resolutions adopted by the respective Boards of Directors of DEVELOPERS SURETY AND INDEMNITY COMPANY and INDEMNITY COMPANY OF CALIFORNIA, effective as of January 1st, 2008.

RESOLVED, that a combination of any two of the Chairman of the Board, the President, Executive Vice-President, Senior Vice-President or any Vice President of the corporations be, and that each of them hereby is, authorized to execute this Power of Attorney, qualifying the attorney(s) named in the Power of Attorney to execute, on behalf of the corporations, bonds, undertakings and contracts of suretyship; and that the Secretary or any Assistant Secretary of either of the corporations be, and each of them hereby is, authorized to attest the execution of any such Power of Attorney;

RESOLVED, FURTHER, that the signatures of such officers may be affixed to any such Power of Attorney or to any certificate relating thereto by facsimile, and any such Power of Attorney or certificate bearing such facsimile signatures shall be valid and binding upon the corporations when so affixed and in the future with respect to any bond, undertaking or contract of suretyship to which it is attached.

IN WITNESS WHEREOF, DEVELOPERS SURETY AND INDEMNITY COMPANY and INDEMNITY COMPANY OF CALIFORNIA have severally caused these presents to be signed by their respective officers and attested by their respective Secretary or Assistant Secretary this January 29, 2015.

By: *Daniel Young*  
Daniel Young, Senior Vice-President

By: *Mark Lansdon*  
Mark Lansdon, Vice-President

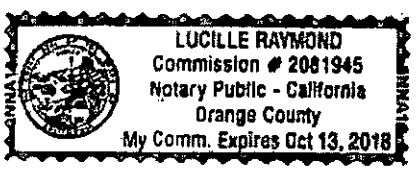


A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California  
County of Orange

On January 29, 2015 before me, Lucille Raymond, Notary Public  
Date Here Insert Name and Title of the Officer

personally appeared Daniel Young and Mark Lansdon  
Name(s) of Signer(s)



Place Notary Seal Above

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.  
Signature *Lucille Raymond*  
Lucille Raymond, Notary Public

**CERTIFICATE**

The undersigned, as Secretary or Assistant Secretary of DEVELOPERS SURETY AND INDEMNITY COMPANY or INDEMNITY COMPANY OF CALIFORNIA, does hereby certify that the foregoing Power of Attorney remains in full force and has not been revoked and, furthermore, that the provisions of the resolutions of the respective Boards of Directors of said corporations set forth in the Power of Attorney are in force as of the date of this Certificate.

This Certificate is executed in the City of Irvine, California, this 16th day of December, 2016.

By: *Cassie J. Berrisford*  
Cassie J. Berrisford, Assistant Secretary