

**AMENDMENT TO FRANCHISE AGREEMENT**

This Amendment to Franchise Agreement amends the Agreement that was effective the 1st day of January, 2010, between the City of University Place, a Washington municipality ("City"), and Harold Lemay Services, Inc., a Washington corporation ("the Company").

The City wishes to update the contract language related to CPI increases as provided for under Section 17.3 of the Franchise Agreement. The City and the Company agree that Section 17.3.3 of the Franchise Agreement shall be amended to read:

**17.3.3** The increase under this Section 17.3 shall be made automatically each year to the Base Rates in effect at the time of the adjustment and shall be effective on March 1 of the year after the year of the Adjustment Date unless the Company elects, in writing, to defer an increase until the following year. Under no circumstances shall the increase in the Base Rates under this Section 17.3 in any year be more than 5% unless upon agreement with the City, the Company has deferred an increase from the preceding year. When the Company elects to realize an agreed-upon deferred increase to Base Rates under this Section 17.3 the applicable percentage increase in the Index for the year in which an increase in Base Rates was deferred shall be added to the percentage change in the Index for the following year to determine the adjustment to the Base Rates.

All other provisions of the Franchise Agreement of January 1, 2010, shall remain the same.

Executed on the dates written below.

COMPANY: UNIVERSITY PLACE REFUSE SERVICE, INC.  
CITY: CITY OF UNIVERSITY PLACE

By: \_\_\_\_\_  
Printed Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Address: 2601 S. 35<sup>th</sup> Street, #200  
Tacoma, WA 98402

By: \_\_\_\_\_  
Printed Name: Stephen P. Sugg  
Title: City Manager  
Address: 3715 Bridgeport Way W.  
University Place, WA 98466-4456

Date: \_\_\_\_\_

Date: \_\_\_\_\_

Approved as to form:

\_\_\_\_\_  
Steve Victor, City Attorney